

**Orcas Power & Light Cooperative**

**Minutes of the Board of Directors Meeting  
Thursday, October 17, 2019**

President Vince Dauciunas called the meeting to order at 8:40 a.m. in the OPALCO Friday Harbor conference room. Board members present were Vince Dauciunas, Mark Madsen, Jeffrey Struthers, Rick Christmas, Jerry Whitfield and Brian Silverstein. Staff present were General Manager Foster Hildreth, Manager of Engineering and Operations Russell Guerry, Manager of Finance and Member Services Nancy Loomis, Public Relations Administrator Suzanne Olson and Executive Assistant Kelly Koral (serving as recording secretary). Legal Counsel Joel Paisner (9:30 a.m.)

**Members/Guests**

Jay Kimball

**MEMBER COMMENTS**

- No additional members were present for comment

**CONSENT AGENDA**

- **Motion** was made and seconded to approve Consent Agenda, including September, 2019 minutes, new members as listed with the Board materials, capital credit payments totaling \$6,468.08 and RUS 219s totaling \$645,914.47. Motion carried by voice vote.

**EXECUTIVE SESSION 8:45 a.m.**

**RETURN TO REGULAR SESSION 8:55 a.m.**

- **Motion** was made and seconded to approve the 2018 Form 990. Motion carried by voice vote.

**2020 BOARD MEETINGS**

The monthly board meeting dates and locations for 2020 were reviewed. Adding addition locations for members to attend electronically was discussed. President agreed to cancel the July 2020 meeting.

- **Motion** was made and seconded to approve the dates and locations as amended.

**MEMBER COMMUNICATION**

The Board discussed Member Julienne Battalia's request concerning use of radio frequencies. The Board made note that OPALCO and RIC adhere to all federal, state and local safety and health regulations with use of wireless technologies.

**ENTERED EXECUTIVE SESSION 9:10 a.m.**

**SHAKE IT UP DRILL**

- At 10:17 a.m. all OPALCO offices participated in the 2019 ShakeOut drill for actions to be taken should an earthquake occur.

**RETURNED TO GENERAL SESSION 11:45 a.m.**

**ELECTION AND GOVERNANCE UPDATES**

The Board discussed updates to the first readings for adjustments Bylaws, Policy 1, Policy 7 (new), Policy 23, and Election Guidelines (new) related to elections and governance.

LUNCH BREAK 11:55 a.m. – 12:20

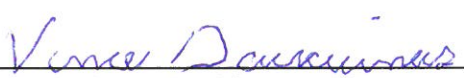
**GENERAL MANGER**

General Manager's report was reviewed.

**EXECUTIVE SESSION 12:15 - 12:45p.m.**

**ADJOURNMENT**

Meeting was adjourned at 12:50 p.m.

  
Vince Dauciunas, President

  
Brian Silverstein, Secretary-Treasurer