

Orcas Power & Light Cooperative
Minutes of the Board of Directors Meeting
Thursday, March 19, 2020

President Vince Dauciuas called the meeting to order at 8:30 a.m. The meeting was held via Zoom and Facebook Live to allow member comment. Board members present were Rick Christmas, Brian Silverstein, Jeffery Struthers, Peter Garlock and Jerry Whitfield. 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; Communications Specialist Krista Bouchey; Assistant Manager of Member Services Jon Orr; Head Accountant Travis Neal; and Executive Assistant Kelly Koral (serving as recording secretary). Consultant Jay Kimball, Legal Counsel Joel Paisner were also in attendance.

MEMBERS AND GUESTS

Members were given the opportunity to participate via Facebook Live. Approximately 63 people viewed the session live with 14 members commenting.

MEMBER COMMENTS

Member comments were about COVID-19 and the related assistance. The member session can be viewed in the link below.

https://www.facebook.com/orcaspower/videos/518969599004022/UzpfSTEWnzU1MTc0Mzl6MTAyMTg5MjlxNTEzMzk1Mjk/?q=%20opalco%20board%20meeting&epa=SEARCH_BOX

CONSENT AGENDA

- **Motion** was made and seconded to approve the Consent Agenda, including February 20, 2020 minutes, new members as listed with the Board materials and capital credit payments totaling \$3,131.48. Motion carried by voice vote.

ANNUAL MEETING – ELECTIONS AND CANCELLATION

On March 2, 2020 a special meeting was held by the Board via email to discuss ramifications of the Governor's order, specifically cancellation of the 2020 Annual Meeting and candidate forums (no public gatherings) and to re-classify the April 23, 2020 meeting as an Annual Member Business meeting to elect Board officers.

- **Motion** was made to ratify the special meeting of the of the Board on March 13, 2020. Second and passed by voice vote

PAL FUNDING INCREASE

Discussion was held regarding PAL and EAP programs. Staff will bring for a resolution at the April, 2020 meeting.

COVID-19

Staff is working with legal counsel to formalize succession planning. Plans are in development for staff and Board members for both organizations.

RESOLUTION 2-2020 (Tele-education)

Resolution 2-2020 allowing the expenditure of \$150,000 as matching funds for an applied for RUS/USDA grant was reviewed and discussed.

- **Motion** was made to approve Resolution 2-2020. Seconded and passed by voice vote.

Break 11:15 – 11:35

2019 Financials

The 2019 financial report was reviewed.

REPORTS

General Manager

Staff reviewed the General Manager's Report and Rock Island Snapshot.

ADJOURNMENT

Meeting adjourned at 12:55

Vince Dauciuas

Vince Dauciuas, President

Brian Silverstein

Brian Silverstein, Secretary-Treasurer