



Orcas Power & Light Cooperative
Minutes of the Board of Directors Meeting
Thursday, September 18, 2020

Streaming through Zoom attendees were: President Vince Daucinas, Board members Rick Christmas, Jerry Whitfield, Brian Silverstein, Mark Madsen, Peter Garlock and Jeff Struthers. Staff present were General Manager Foster Hildreth; Manager of Engineering and Operations Russell Guerry; Manager of Finance and Member Services Nancy Loomis; Head Accountant Travis Neal; Public Relations Administrator Suzanne Olson; Communications Specialist Krista Bouchey; and Executive Assistant Kelly Koral (serving as recording secretary). Also present were Legal Counsel Joel Paisner and consultant Jay Kimball.

Facebook Live session commenced at 8:30 a.m.

Suzanne Olson greeted the Facebook Live attendees and invited anyone with questions to please post online.

Facebook Live session ended at 8:45 a.m., entered regular session at 8:50 a.m.

Consent Agenda

- **MOTION** was made to accept the consent agenda, seconded. Passed by voice vote.

Member Information Appeal

Discussion was held regarding the request for appeal of a decision made by the GM to deny releasing information requested. Per Policy 16, sections 4.4, 4.7 and 3.1.12 all support not disclosing the information.

- **Motion** was made to deny the request of the member. Seconded and passed by voice vote.

RESP 2.0 RUS Loan

- **Motion** was made to approve Resolution 5-2020 to execute the loan documents from RUS in the amount of \$15M. Passed by voice vote.

Director Election for Industry Organizations

Due to Covid-19 industry in-person meetings and conferences have been cancelled and replaced with teleconferencing. Organizations OPALCO is a member of have requested remote voting. For efficiency staff recommends one delegate and one alternate for all organizational voting. Excepting WRECA which Jerry Whitfield will remain the primary delegate.

- **Motion** was made to approve Foster Hildreth as the delegate and Russell Guerry as the alternate. Jerry Whitfield to remain as delegate for WRECA. Seconded and passed by voice vote.

Annual Meeting 2021

The suggested meeting date for the annual meeting was April 24, 2021. Staff is anticipating the meeting will be a virtual meeting. Staff will investigate live streaming the meeting should conditions change and the meeting is held on the ferry as in years past. Both director positions for District 2 are up for election along with one position for District 3.

- **Motion** was made to approve the following:
 1. Set the date for the 2021 annual meeting as April 24, 2021;
 2. Set the place for the 2021 annual meeting as a virtual event unless pandemic conditions drastically change for the better;
 3. Appoint Joel Paisner as Parliamentarian.

Motion as seconded and passed by voice vote.

Break 9:06 a.m., Return 9:15 a.m.

PNGC – Roger Gray

Roger Gray with PNGC joined the meeting and shared his California Independent System Operator (CAISO) presentation.



Covid-19 Update

GM reviewed the current charts and statistics of the effects of COVID-19 on the co-op. OPALCO is currently assisting approximately 400 members.

GM Report

GM reviewed the General Manager's report

Break at 12:20

Back in session 12:31

The Board broke into Executive Session

Back to regular session at 1:37 p.m.


- **Motion** to approved Bill Appel as a new member of the Elections and Governance Committee (EGC). Seconded and approved by voice vote.

Meeting adjourned at 1:40 p.m.

DocuSigned by:

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Vince Dauciuinas, President

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Brian Silverstein, Secretary/Treasurer