



**Orcas Power & Light Cooperative  
Minutes of the Board of Directors Meeting  
Thursday, May 19, 2022**

Streaming through Zoom attendees were Board members Jerry Whitfield, Brian Silverstein, Mark Madsen, Tom Osterman, Rick Christmas and Jeff Struthers (Vince Dauciunas was absent). Staff present were General Manager Foster Hildreth; Manager of Engineering and Operations Russell Guerry; Manager of Finance and Member Services Nancy Loomis; Communications Manager Suzanne Olson (serving as recording secretary); Communications Assistant Manager Krista Bouchey; and Head Accountant Travis Neal. Also present were Legal Counsel Joel Paisner and consultant Jay Kimball.

Member comment session commenced at 8:32 a.m.

Members in attendance:

Robert Dashiell, Sharon Abreu, Chuks Adaora

Staff opened and explained rules of the meeting. Reviewed today’s agenda. Reported on upcoming events: Transition Lopez Fossil Free by ’33 (5/21); Island Way workshop on “How Climate Change Will Affect Power Bills” (5/24); EV Jamboree (6/8) and an Island Way workshop on the “Energize San Juans” program for commercial energy audits (5/28). Members were encouraged to take advantage of the Switch it Up on-bill financing program.

Foster Hildreth and Joel Paisner introduced the need to formally allow the Secretary-Treasurer to chair the Board meeting in the absence of the President and Vice President (who was present but injured and not able to fully participate). Discussion ensued.

- **MOTION** was made to allow the Secretary-Treasurer to chair the meeting by Whitfield. Seconded by Christmas. Passed unanimously by voice vote.

Secretary/Treasurer Brian Silverstein opened the meeting at 8:42 a.m.

**CONSENT AGENDA**

- **MOTION** was made to accept the consent agenda by Madsen. Seconded by Struthers. Passed unanimously by voice vote.

**ELECTION OF BOARD OFFICERS**

The Board agreed to postpone board officer elections until the June meeting. In the interim, the existing Board Officers will continue in their positions.

**2022 Q1 FINANCIAL REPORT**

GM reviewed the Q1 report and discussion ensued.

**GM REPORT**

GM presented the monthly General Manager’s Report.

Regular Session closed at 9:42 a.m.

Executive Session commenced at 10:00 a.m.

Regular Session re-opened at 10:40 a.m.

**2021 AUDIT REPORT**

- **MOTION** was made to approve the Moss Adams audit report by Madsen. Seconded by Christmas. Passed unanimously. It was noted that the audit materials will be posted to the website once the IRS finalizes the 2021 Form 990.

Regular session concluded at 10:42 a.m.

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*Vince Dauciunas*  
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Vince Dauciunas, President

DocuSigned by:  
*Brian Silverstein*  
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Brian Silverstein, Secretary-Treasurer