

WASHINGTON ELECTRIC COOPERATIVE, INC.
REGULAR MEETING OF THE BOARD OF DIRECTORS

July 28, 2021

The regular meeting of the Board of Directors, conducted in person and via video teleconference, was called to order at 4:04 p.m. by President Stephen Knowlton. The following Board members were in attendance:

Barry Bernstein
Donald Douglas
Steven Farnham

Roger Fox
Jean Hamilton
Stephen Knowlton

Anne Reed
Richard Rubin
Mary Just Skinner

Also present were General Manager Patty Richards; Attorney Ron Shems and intern of the law firm Tarrant, Gillies, Richardson, & Shems, the Cooperative's legal counsel; Director of Engineering & Operations (E&O) Dave Kresock; and Administrative Assistant Rosie Casciero. Director of Products & Services (P&S) Bill Powell, CFC representative Jim Meiers, and Broadband consultant Nicholas Pascaretti participated virtually. Mr. Meiers left at 4:43 p.m. Mr. Pascaretti joined the meeting at 4:58 p.m. and left at 6:04 p.m.

APPROVAL OF CONSENT AGENDA ITEMS

The consent agenda included the minutes of the June 2021 regular Board meeting held June 30, 2021. Two technical corrections to the draft minutes were noted.

There being no comments, President Knowlton declared the minutes of the regular June Board Meeting held June 30, 2021, approved as corrected.

PRESIDENT'S REPORT

President Knowlton acknowledged the service of long-time employee Linda Nelson, who will be leaving her position. He reported that the Manager Search Committee has received and is evaluating a large number of applications.

GOVERNANCE & STRATEGIC PLANNING

National Rural Utilities Cooperative Finance Corporation (CFC) representative Jim Meiers presented the Board with an overview of the October Strategic Planning and Governance training. All WEC employees and Board members will take an anonymous survey in which they may share thoughts on organizational strengths, weaknesses, opportunities, and threats; employees are encouraged to identify goals for WEC, as well. General Manager Richards and the management team, joined by select staff members; general WEC staff; and the Board of Directors will meet as individual groups to collaborate with CFC representatives throughout a three-day retreat event. The purpose of this event is to form concrete strategic plans that will help WEC continue operating and improving with greater purpose and clarified vision.

NRECA RESOLUTION COMMITTEE REPRESENTATIVE

General Manager Richards stated that, in light of her leaving WEC in January 2022, a new NRECA regional Resolution Committee representative must be appointed, preferably from the Board of Directors. She described the purpose and duties of the representative's post, emphasizing that the individual who shall fill the position must continue advocating for WEC's positions on environmental issues. President Knowlton proposed no vote be taken at this time, as General Manager Richards will attend the NRECA regional meeting virtually this year.

2021 FALL COMMUNITY MEETING STATUS

Considering the increase in cases of the COVID-19 delta variant, potential low attendance, and the lack of staff resources, General Manager Richards recommended that this year's Fall Community Meeting be canceled. The Board's consensus was to cancel the meeting.

MANAGER'S REPORT & GENERAL BOARD DISCUSSION

General Manager Richards described the current state of and projections for the Coventry Plant gas production.

At the request of President Knowlton, Director of E&O Kresock elaborated on the shortage of qualified ROW crews. Explanation of the new right-of-way mulcher's capabilities, time and geographic constraints, and coordination between management and line crews followed. Ms. Richards reported that management is considering adding recently unemployed tree crews and unused vehicles to create a WEC staff tree crew. A paired WEC tree crew and line crew could expedite outage response and recovery time.

EXECUTIVE SESSION

The Board entered Executive Session at 5:15 p.m. to discuss Broadband and the Coventry Plant gas supply.

The meeting reconvened in open session at 6:11 p.m., at which time the following action taken in Executive Session was reported:

On a motion by Director Bernstein, seconded by Director Farnham, the Board voted unanimously to authorize General Manager Richards, on behalf of Washington Electric Cooperative, Inc., to submit to Rural Utilities Service a Construction Work Plan amendment not exceeding 40 million dollars for the fiber and smart grid initiative, with the proviso that an approval vote from the membership should occur.

There being no further essential business to discuss, the meeting was adjourned at 6:11 p.m.

M. Anne Reed, Secretary

The foregoing record of the minutes was duly accepted by the Board of Directors at a regular meeting held on August 25, 2021, at which meeting a quorum of the Board was present and voting.



M. Anne Reed, Secretary

