Regular Meeting Minutes  
Salem Electric Board of Directors  

23 June 2020  6:00 p.m.

1. **CALL TO ORDER:** The Salem Electric Board of Directors virtual meeting was called to order by President Dave Bauer. Directors present: Dave Bauer, Joe Van Meter, Jerry Berger, Jeff Anderson, Jan Bargen, Cindy Condon, and Angie Onyewuchi. Staff members present: Tony Schacher, General Manager, Chris Krieck, Administrative Services Manager, JB Phillips, Engineering and Operations Manager, and Cindy Lenker, Executive Assistant. Also in attendance was attorney Ray Kindley. (A list of the members, employees, and guests in attendance are in the Supplemental Minutes Book.)

2. **WELCOME NEW DIRECTOR – ANGIE ONYEWUCHI:** President Bauer welcomed newly elected director Angie Onyewuchi.

3. **APPEARANCE OF INTERESTED MEMBERS:** A member, attending the meeting virtually, thanked staff for proceeding with the implementation of an EV program and for the opportunity to be included in the EV focus group.

4. **MEETING AGENDA:** MOTION made by Anderson, seconded by Condon and **carried unanimously** to approve the Meeting Agenda as presented.


6. **CONSIDERATION OF ITEMS REMOVED FROM THE CONSENT CALENDAR:** Following the department reports, questions were asked and answered regarding the Financial Report and the Engineering and Operations Report. MOTION was made by Van Meter, seconded by Condon and **carried unanimously** to approve Items 5.D and 5.E.

7. **INFORMATION/ACTION ITEMS:**

*Board Appointment - Information:* Bauer is still working on the board committee and industry appointments.

*Conflict of Interest/Code of Ethics - Information:* To comply with board action in November 2005, each June the board is provided a copy of the Conflict of Interest and Code of Ethics policies and asked to sign a certificate indicating they agree to comply with the policies’ provisions. This year, due to COVID and virtual meetings, staff is mailing the information, and asking directors to sign and return the certificate.

*Member Document Request - Action:* MOTION was made by Condon, seconded by Bargen and **passed with six in favor and one opposed,** to provide a full copy of the 2019 audit report as requested by a member.

8. **MONTHLY REPORTS:**

*Department Updates:* Krieck gave an overview of the information provided in the financial reports and answered questions from the board. Phillips presented information explaining how Salem Electric assists members with service entrance repairs where existing weatherheads don’t meet the current National Electric Safety Code.
Manager’s Report: Schacher reported that the new EV Level II charger incentive program will be implemented by the end of summer. Since entering Phase II, staff is beginning to return to the office. At this time, the lobby will remain closed. Service disconnects will resume later this summer. BPA is seeking to suspend their financial reserves policy that, if approved, will reduce Salem Electric’s BPA bill by approximately $20,000 monthly. Virtual board meetings will continue through August, members can sign-up in advance to attend meetings virtually.

Strategic Planning Document Update: Schacher reviewed updates to the Strategic Planning Document.

Outside Meeting Reports: As the board’s ORECA representative, Van Meter said he plans to provide ORECA meeting notes and other information to the board via email. Condon said she attended NRECA’s Rate Policies and Strategies online session. Condon discussed NRU’s role and involvement in BPA rate cases and contract negotiations.

9. APPEARANCE OF INTERESTED MEMBERS: A member asked questions regarding the number of accepted and released co-op members in April and May. Krieck said approximately 1/6th of Salem Electric’s membership turns over annually.

10. NEW BUSINESS/GOOD OF THE ORDER: Condon asked for a time to discuss making the annual audit and 990 report available to members without going through the Member Document Request process. Bauer notified the board that the Document section on Call to Order includes the Annual Agenda Items List, a good source of information for directors to know what items of business are coming up. He also notified the board that staff is working on additional iPad training for directors.

11. ADJOURN: The meeting adjourned at 8:15 p.m.

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Jerry Berger, Secretary/Treasurer

Approved Pursuant to Board Action on

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July 28, 2020

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Dave Bauer, President
1. CALL TO ORDER
2. WELCOME NEW DIRECTOR – ANGIE ONYEWUCHI
3. APPEARANCE OF INTERESTED MEMBERS (5 minutes per member)
4. MEETING AGENDA (Approve)
5. CONSENT CALENDAR (Approve)
   A. Minutes of Prior Meetings
      April 28, 2020 Meeting ................................................................. 1-3
      April 28, 2020 Executive Session ......................................................... 4
      April 30, 2020 Special Meeting ......................................................... 5-6
      May 5, 2020 Organizational Meeting ................................................... 7
      May 20, 2020 Special Meeting ............................................................ 8-9
   B. Acceptance of new members (April 226) / (May 176)
   C. Release of members no longer taking service (April 248) / (May 222)
   E. Engineering & Operations Report ...................................................... 29-35 36-42
   F. Member Services Report ................................................................... 43-47 48-50
   G. Director Remuneration Forms ............................................................ 51-57
6. CONSIDERATION OF ITEMS REMOVED FROM CONSENT CALENDAR (Approve)
7. INFORMATION/ACTION ITEMS
   Board Appointments – Information (Bauer)
   Conflict of Interest / Code of Ethics – Information (Schacher)
   Member Document Request – Action (Schacher) ......................................... 58-59
8. MONTHLY REPORTS
   Department Updates (Department Managers)
   • Financial and Engineering & Operations Report Review (Kriek/Phillips)
   Manager’s Report (Schacher)
   • COVID Update
   Strategic Planning Document Update (Schacher)
   Outside Meetings Reports (Directors)
   • NRU Discussion (Condon)
9. APPEARANCE OF INTERESTED MEMBERS (5 minutes per member)
10. NEW BUSINESS/GOOD OF THE ORDER
11. ADJOURN (Next Meeting: July 28, 2020, 6:00 p.m.)