

Regular Meeting Minutes
Salem Electric Board of Directors

27 July 2021

6:00 p.m.

1. CALL TO ORDER: The virtual meeting of the Salem Electric Board of Directors was called to order by President Dave Bauer. Directors present: Dave Bauer, Joe Van Meter, Jerry Berger, Jeff Anderson, Jan Bargaen, Cindy Condon, and Angie Onyewuchi. Staff members present: Tony Schacher, General Manager; Chris Kriek, Administrative Services Manager; and Randi Johnson, Executive Assistant. (A list of the members, employees, and guests in attendance is in the Supplemental Minutes Book.)
2. APPEARANCE OF INTERESTED MEMBERS: A member commented on the weather. Another member thanked the board for the opportunity to attend the meeting.
3. MEETING AGENDA: **MOTION** made by Anderson, seconded by Berger and **carried unanimously** to approve the Meeting Agenda as amended.
4. CONSENT CALENDAR: **MOTION** made by Anderson, seconded by Bargaen and **carried unanimously** to approve the Consent Calendar with the removal of Item A.1 – Minutes of the June 22, 2021 Regular Meeting, and Item D – Financial Report.
5. CONSIDERATION OF ITEMS REMOVED FROM THE CONSENT CALENDAR: Minutes of the June 22, 2021 Regular Meeting were corrected. Questions regarding the Financial Report were asked and answered. **MOTION** made by Condon, seconded by Berger and **carried unanimously** to approve Items A.1 and D.
6. INFORMATION/ACTION ITEMS:

Facilities Plan – Action: Schacher reviewed the recommendation for the Facilities Plan. The board deliberated the merits of the proposal and discussed its concerns about the recommended design/build firm, the potential for cost overruns, financing options, debt to equity margins, and the impact to future rates.

MOTION made by Bargaen, seconded by Condon to approve the second paragraph of the Staff Recommendation on p. 64 of the board packet and simultaneously commit to addressing the first paragraph at least at our regular September meeting, if not sooner. During discussion, staff clarified its intent to use Cooperative Business Solutions as it continues to develop the project. **Motion failed with Anderson, Bargaen, and Van Meter in favor, Bauer, Condon, and Onyewuchi opposed, and Berger abstained.**

MOTION made by Condon to authorize management to continue development of a renovation concept and to bring further information to the board at a later meeting regarding the contractor and other detailed information regarding financing options. **Motion died for lack of a second.**

No action was taken on the facilities plan recommendation. The board requested that management provide additional information about the design/build firm as well as detailed information regarding project financing and the impact to future rates.

Form 7 Review – Information: Kriek reviewed the Form 7 document, which is used by CFC to create the annual Key Ratio Trend Analysis report that is provided to the board later in the year.

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Board Policies List for Annual Review – Information: The board reviewed the list of policies proposed for this year’s annual review. Staff will contact committee members soon to schedule a Board Policy Committee meeting.

NRECA Resolutions: Condon stated she has received the NRECA proposed resolutions and will call a committee meeting in the near future. She encouraged others to review the resolution information on Call to Order and return comments to her.

7. MONTHLY REPORTS:

Department Updates: Schacher announced personnel updates in Administrative Services and Operations.

Manager’s Report: Schacher stated that all staff have returned to the office and that the lobby is open to members. BPA’s Record of Decision (ROD) is expected this week. Once that information is available, the rate committee will develop a rate recommendation for the board’s consideration. He noted the next strategic planning workshop will take place on August 4. Schacher highlighted employees celebrating service anniversaries this month.

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

Outside Meeting Reports: Condon and Van Meter reported on the ORECA Mid-Year meeting.

8. APPEARANCE OF INTERESTED MEMBERS: Members commented on the board’s discussion regarding the facilities plan.

9. NEW BUSINESS/GOOD OF THE ORDER: None.

10. EXECUTIVE SESSION: The Board convened in Executive Session at 8:20 p.m. to discuss a retirement plan consolidation. The board reconvened in regular session at 8:35 p.m.

11. ADJOURN: With no further business to come before the Board, the meeting adjourned at 8:35 p.m.

Jerry Berger, Secretary/Treasurer

Approved Pursuant to Board Action on
August 24, 2021

Dave Bauer, President

SALEM ELECTRIC BOARD MEETING AGENDA
6:00 p.m. Tuesday July 27, 2021

1. CALL TO ORDER
2. APPEARANCE OF INTERESTED MEMBERS (5 minutes per member)
3. MEETING AGENDA (Approve)
4. CONSENT CALENDAR (Approve)
 - A. Minutes of Prior Meetings
 1. June 22, 2021 Regular Meeting..... 1-4
 2. June 22, 2021 Executive Session..... 5
 - B. Acceptance of new members (243)
 - C. Release of members no longer taking service (235)
 - D. Financial Report..... 6-16
 - E. Engineering & Operations Report17-23
 - F. Member Services Report.....24-28
 - G. Director Remuneration Forms29-60
5. CONSIDERATION OF ITEMS REMOVED FROM CONSENT CALENDAR (Approve)
6. INFORMATION/ACTION ITEMS
 - Facilities Plan – Action (Schacher).....61-64
 - Form 7 Review – Information (Krieck).....65-78
 - Board Policies List for Annual Review – Information (Schacher)..... 79
7. MONTHLY REPORTS
 - Department Updates (Schacher)
 - Manager’s Report (Schacher)
 - COVID Update
 - Annual Bylaw Review
 - Strategic Planning Document Update (Schacher)
 - Outside Meetings Reports (Directors)
8. APPEARANCE OF INTERESTED MEMBERS (5 minutes per member)
9. NEW BUSINESS/GOOD OF THE ORDER
10. **EXECUTIVE SESSION** (Retirement Plan Consolidation)
11. ADJOURN (Next Meeting: August 24, 2021, 6:00 p.m. For upcoming agenda items, refer to the Annual Agenda Items Calendar on Call to Order (Documents, Board Meeting General).