

Regular Meeting Minutes  
Salem Electric Board of Directors

23 November 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 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 asked about the October 26, 2021 executive session.
3. MEETING AGENDA: **MOTION** made by Berger, seconded by Van Meter and **carried unanimously** to approve the Meeting Agenda.
4. CONSENT CALENDAR: **MOTION** made by Anderson, seconded by Berger and **carried unanimously** to approve the Consent Calendar with the removal of Item E – Engineering & Operations Report.
5. CONSIDERATION OF ITEMS REMOVED FROM THE CONSENT CALENDAR: Questions were asked and answered. **MOTION** made by Anderson, seconded by Condon and **carried unanimously** to approve Item D.

6. INFORMATION/ACTION ITEMS:

Proposed 2022 Budget – Action: **MOTION** made by Anderson, seconded by Van Meter and **carried unanimously** to approve the proposed budget as presented.

Report of Policy Committee – Information: – Van Meter stated that the Policy Committee met November 18 to review the contested election candidate mailing section of the Elections policy. The committee will present a recommendation to the Board at the December meeting. The Board discussed alternative options to contested election mailings, and asked if staff is developing informational materials about the duties and responsibilities of directors, time and travel expectations, and compensation.

Per board policy, the committee also reviewed the Remunerations and Fees policy. Van Meter noted that a recommendation will be presented to the Board at the December meeting.

Report of Bylaw Committee – Information: Berger reported that the Bylaw Committee met November 22 to review Bylaw 4.4(a) – Nomination and Election of Directors and discussed a proposal to change the last day to submit a nomination by petition from 30 days to 45 days before the annual meeting. The committee also considered whether the requirement that petitions must be signed by at least one percent (1%) of the membership is a barrier to members who might be interested in a board position and discussed changing the requirement to one-third of one percent (0.33%).

The Board asked staff to provide a history of bylaw amendments regarding the percentage of required signatures, if a lower percentage resulted in more candidates, and the impact the pandemic has had on the process of collecting signatures. The committee will provide more information at the next board meeting.

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7. MONTHLY REPORTS:

Department Updates: Schacher announced a personnel update in the Engineering & Operations Department, and noted that in time for Veterans Day, crews installed flagpole ropes for two community organizations.

Manager's Report: Schacher stated that COVID protocols remain in effect. He discussed the facilities renovations and noted that Cooperative Building Solutions engineers have discovered the second-floor decking does not meet building codes and will be replaced during the remodel. Schacher highlighted November employee service anniversaries.

Outside Meeting Reports: Condon noted the recent change in leadership at NRU.

8. APPEARANCE OF INTERESTED MEMBERS: A member submitted written comment about the rate making process. Other members commented on the Key Ratio Trend Analysis, the 2022 Budget, contested elections, the process of collecting enough signatures to get on the ballot, and director compensation.
9. NEW BUSINESS/GOOD OF THE ORDER: None.
10. EXECUTIVE SESSION: None.
11. ADJOURN: With no further business to come before the Board, the meeting adjourned at 7:50 p.m.

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Jerry Berger, Secretary/Treasurer

Approved Pursuant to Board Action on  
December 15, 2021

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Dave Bauer, President

SALEM ELECTRIC BOARD MEETING AGENDA  
6:00 p.m.                      Tuesday                      November 23, 2021

1. CALL TO ORDER
2. ~~LEGISLATIVE UPDATE – Ted Case, ORECA Executive Director~~
3. APPEARANCE OF INTERESTED MEMBERS (5 minutes per member)
4. MEETING AGENDA (Approve)
5. CONSENT CALENDAR (Approve)
  - A. Minutes of Prior Meetings
    1. October 26, 2021 Regular Meeting ..... 1-3
    2. October 26, 2021 Executive Session ..... 4
  - B. Acceptance of new members (195)
  - C. Release of members no longer taking service (165)
  - D. Financial Report..... 5-13
  - E. Engineering & Operations Report .....14-20
  - F. Member Services Report.....21-22
  - G. Director Remuneration Forms .....23-31
6. CONSIDERATION OF ITEMS REMOVED FROM CONSENT CALENDAR (Approve)
7. INFORMATION/ACTION ITEMS
 

Proposed 2022 Budget\* – Action (Schacher) ..... Misc. Section  
 Report of Bylaw Review Committee – Information (Berger)  
 Report of Policy Committee – Information (Van Meter)
8. MONTHLY REPORTS
 

Department Updates (Schacher)  
 Manager’s Report (Schacher)
 
  - COVID Update
  - Strategic Plan Update
 Outside Meetings Reports (Directors)
9. APPEARANCE OF INTERESTED MEMBERS (5 minutes per member)
10. NEW BUSINESS/GOOD OF THE ORDER
11. **EXECUTIVE SESSION**
12. ADJOURN – Next Meeting: Wednesday, December 15, 2021, 6:00 p.m. For upcoming agenda items, refer to the Annual Agenda Items Calendar on Call to Order (Documents, Board Meeting General).

\*Document located in Miscellaneous Section.