

Regular Meeting Minutes
Salem Electric Board of Directors
24 October 2023 6:00 p.m.

1. CALL TO ORDER: The Salem Electric Board of Directors meeting was called to order by President Anderson. Directors present: Jeff Anderson, Jan Bargen, Dave Bauer, Tim Klarr, John Taylor, Joe Van Meter, and Angie Villery. Staff members present: Tony Schacher, General Manager; Jacob Knudsen, Member Services Manager; Chris Kriek, Administrative Services Manager; JB Phillips, Engineering and Operations Manager; Michael Richman, IT Manager; Michele Adkins, Executive Coordinator; 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 thanked the cooperative for its prompt response to a request for information.
 3. MEETING AGENDA: **MOTION** made by Villery, seconded by Klarr, and **carried unanimously** to approve the Meeting Agenda.
 4. CONSENT CALENDAR: **MOTION** made by Van Meter, seconded by Bauer, and **carried unanimously** to approve the Consent Calendar with the removal of Item D – Financial Report and Item E – Engineering and Operations Report.
 5. CONSIDERATION OF ITEMS REMOVED FROM THE CONSENT CALENDAR: Item D: Questions regarded line 21 (postretirement benefit obligation) and line 23 (capital credits and memberships) on the balance sheet. Item E: Questions regarded the engineering and operations major projects budget summary. **MOTION** made by Bauer, seconded by Taylor, and **carried unanimously** to approve Items D and E.
 6. ACTION/INFORMATION ITEMS:
2024 Proposed Budget – Information: Staff presented the proposed 2024 budget and asked Directors to submit questions regarding the proposed budget to Schacher via email before the close of business November 14.
Finance & Rates Committee Charter – Action: Anderson presented a proposal to create a combined finance and rates committee. He noted that the duties of both committees are similar and therefore, a combined committee would avoid duplicity. **MOTION** made by Anderson, seconded by Bauer, that the Board create a finance and rates committee as presented. The Board reviewed and discussed the duties and responsibilities of the proposed committee as outlined in the committee charter. **MOTION** made by Van Meter, seconded by Klarr, and **carried unanimously** to postpone consideration of the motion to the next board meeting.
- Villery exited the meeting at 7:25 p.m.
7. MONTHLY REPORTS:
Department Updates: Knudsen discussed two recent member outreach events: EV Cars & Coffee and the Keizer Fire Department open house.

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Manager's Report: Schacher stated that the Bonneville Power Administration has entered an agreement with tribal nations to fund a feasibility study for the reintroduction of anadromous fish above the Grand Coulee dam. He also discussed a White House Council on Environment Quality memorandum regarding the restoration of healthy and abundant salmon, steelhead, and other native fish populations in the Columbia River Basin. Schacher informed the Board of personnel updates and highlighted October employee service anniversaries.

Strategic Plan Quarterly Report: Schacher reviewed the strategic plan and provided a quarterly progress report of each strategic initiative.

The Board recessed for 5 minutes and reconvened at 7:55 p.m.

Outside Meeting Reports: Directors discussed the NRECA Region 9 meeting held September 26-28, in Omaha, Nebraska.

8. APPEARANCE OF INTERESTED MEMBERS: Member comments regarded cybersecurity insurance.
9. NEW BUSINESS/GOOD OF THE ORDER: None.

Villery returned to the meeting at 8:15 p.m.

10. EXECUTIVE SESSION: The Board recessed at 8:15 p.m. and reconvened in Executive Session at 8:25 p.m.

General Manager's Annual Performance Appraisal: As a result of an above average evaluation and his leadership throughout the year, **MOTION** made by Bauer, seconded by Bargaen, and **carried unanimously** to approve the recommendation to adjust the general manager's salary effective January 1, 2024.

11. ADJOURN: With no further business to come before the Board, the meeting adjourned at 9:05 p.m.

Dave Bauer, Secretary/Treasurer

Approved Pursuant to Board Action on
November 28, 2023

Jeff Anderson, President

SALEM ELECTRIC BOARD MEETING AGENDA
6:00 p.m. Tuesday October 24, 2023

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
 - September 20, 2023 Regular Meeting1-4
 - B. Acceptance of new members (182)
 - C. Release of members no longer taking service (178)
 - D. Financial Report5-15
 - E. Engineering & Operations Report16-21
 - F. Member Services Report22-25
 - G. Director Remuneration Forms26-72
5. CONSIDERATION OF ITEMS REMOVED FROM CONSENT CALENDAR (Approve)
6. INFORMATION/ACTION ITEMS

Budget Presentation – Information (Schacher)

 - Budget Detail (KriECK)
 - Capital Budget (Phillips)
 - Information Technology (Richman)
 - Member Services (Knudsen)

Finance & Rates Committee Charter – Information (Anderson)..... 73
7. MONTHLY REPORTS

Department Updates

Manager’s Report (Schacher)

Strategic Plan Quarterly 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 (GM Evaluation)**
11. ADJOURN (Next Meeting: November 28, 2023, 6:00 p.m. For upcoming agenda items, refer to the Annual Agenda Items Calendar on Call to Order (Documents, Board Meeting General).