

COOS-CURRY ELECTRIC COOPERATIVE, INC.
Minutes of the Regular Meeting of the Board of Directors
September 30, 2009

I. PRELIMINARY

The regular meeting of the board of directors of Coos-Curry Electric Cooperative, Inc. (CCEC) was called to order at 8:30 a.m. on Wednesday, September 30, 2009 by Chairman of the Board (chair) Pete Radabaugh in the conference room at the cooperative's headquarters, Port Orford, Oregon. Secretary McMahan called the roll, showing the following directors present: Robison, Kitchen, Radabaugh, Herzog, McMahan, Dowdy, and Kolen. Also present were General Manager/Chief Executive Officer (GM/CEO) Roger Meader, Executive Assistant (EA) Dian Marple, Marketing & Member Services Manager Christine Stallard, and General Legal Counsel Melinda J. Davison.

There was a call for items for strategic discussion, but there were none.

Items added to the agenda were: under Manager's Report - AMR update, and under Business Items – Proposed Corrected Large Power rate schedule, Proposed Resolution No. 2009-07 Authorization of Bank of America Corporate Credit Cards, 2010 Budget, South Coast Satellite Cooperative, Inc. Status – update, and Conservation Programs Presentation.

Chair Radabaugh advised the board that no CCEC member had applied, under PB#76A, to attend the board meeting and speak to the board.

A motion was made, seconded and unanimously carried to approve, as written, the minutes of the August 27, 2009 regular board meeting and the minutes of the executive session.

II. CONSENT AGENDA

The board held a brief dialogue concerning the consent agenda. Management responded to questions from the board. A motion was duly made, seconded, and unanimously carried to approve Items A through F under the consent agenda, to-wit: the list of general & operating checks for 8/2009; the write-off list through 9/15/2009; the list of new memberships for 8/2009; the purge list for 9/2009; the cooperative attorney's invoice; and the GM's & directors' expenses for 8/2009.

III. MANAGER'S REPORT

GM/CEO Meader gave a brief report on revenue, expenses, and margins and responded to questions from the board. Meader talked about the WECC reporting requirements. The financials presented under the manager's report were filed for audit.

The following reports were given: credit card usage, outages, right-of-way clearing, and four-day work week. There are about 42 AMR meters left to install.

The September 2009 safety report was reviewed. The safety meetings in September included Personal Protective Grounding, Two-Man Rule, and FR Clothing training. The September 2009 safety report was approved, as presented, by a motion duly made, seconded, and unanimously carried.

IV. ITEMS OF BUSINESS

A. Wholesale Power Issues - PNGC Power/PRC/BPA

The board held a discussion about wholesale power issues, future power supplies, the pending Bonneville Power Administration (BPA) rate increase, the Power Resources Cooperative (PRC), the Public Power Council (PPC), Pacific Northwest Generating Cooperative's (PNGC Power) annual meeting, and alternative, renewable energy.

B. Policy Committee Recommendations

- Proposal to Rescind Policy Bulletin No. 26 – There was a brief dialogue regarding the need for a policy concerning employee members. A motion was made to rescind Policy Bulletin No. 26. The motion was seconded and unanimously carried.
- Proposed Policy No. 100-220 Bill Messages & Bill Stuffers (replaces PB#54) – A motion was made to approve, as written, proposed Policy No. 100-220 Bill Messages & Bill Stuffers. The motion was seconded and unanimously carried.
- Proposed Corrected Rate Schedule-Large Power – The GM/CEO explained the necessity for the correction to the Large Power rate schedule. A motion was made to approve, as presented, the proposed, corrected rate schedule. The motion was seconded and unanimously carried.

C. Bylaws Review Committee – discussion

The board was reminded that the bylaws review committee's meeting is scheduled for October 8, 2009, in Gold Beach.

D. CCEC 2010 Annual Meeting – update

The CCEC 2010 annual meeting update was deferred to the October board meeting.

E. Town Hall Meetings – future schedule

The board held a lengthy dialogue. The GM/CEO recommended that two town hall meetings be held in October and that the future schedule of town hall meetings be revisited at the November board meeting.

F. Proposed Board Resolution No. 2009-06 Amending the 401(k) Pension Plan

The GM/CEO advised the board of the purpose of Resolution No. 2009-06 Amending the 401(k) Pension Plan to include the Roth 401(k) options.

Following further discussion a motion was made to adopt, as written, Resolution No. 2009-06 – Amending the 401(k) Pension Plan, a copy of which is attached hereto and incorporated herein by reference, authorizing the GM/CEO to take all steps necessary to include the Roth 401(k) options in the pension plan. The motion was seconded and unanimously carried.

G. Proposed Board Resolution No. 2009-07 Authorization for Bank of America Corporate Credit Cards

The GM/CEO advised the board of the purpose of Resolution No. 2009-07 Authorization for Bank of America Corporate Credit Cards.

Following further discussion a motion was made to adopt, as written, Resolution No. 2009-07 – Authorization for Bank of America Corporate Credit Cards, a copy of which is attached hereto and incorporated herein by reference, authorizing the issuance of corporate credit cards by Bank of America to Coos-Curry Electric Cooperative, Inc.. The motion was seconded and unanimously carried.

H. 2010 Budget

The board held a brief discussion concerning board training, travel and other board expenses anticipated in 2010. No action was taken.

I. South Coast Satellite Cooperative, Inc. Status – update

The board was given a brief update on the status of South Coast Satellite Cooperative, Inc. No action was taken.

General Legal Counsel Melinda J. Davison arrived at 10:30 a.m.

J. Conservation Programs Presentation

Megan Walters and Christine Stallard gave a presentation of what has been accomplished in 2007, 2008, and 2009, in conservation. The board was presented with staff's proposal for conservation programs for 2010 and 2011. Following questions and a discussion, the board approved the proposed plan.

K. Miscellaneous Business Issues

There were no miscellaneous business issues to discuss.

V. EXECUTIVE SESSION

The regular session adjourned to an executive session at 11:12 a.m. to discuss the following: contracts, member issues, and personnel issues. The executive session adjourned and the regular session reconvened at 1:48 p.m.

VI. MEETINGS ATTENDED

Brief reports were given about meetings attended.

VII. MEETINGS TO ATTEND

The board announced that the next regular meeting of the board is scheduled for October 22, 2009, at the cooperative's headquarters office in Port Orford, Oregon.

VIII. ADJOURN

The meeting adjourned at 1:55 p.m.

/s/ John G. Herzog
~~C L McMahan, Secretary~~
J G Herzog, Vice Chair

ATTEST:

/s/ Peter Radabaugh
Peter Radabaugh, Chairman