

COOS-CURRY ELECTRIC COOPERATIVE, INC.
Minutes of the Regular Meeting of the Board of Directors
December 17, 2009

I. PRELIMINARY

The regular meeting of the Board of Directors of Coos-Curry Electric Cooperative, Inc. (CCEC) was called to order at 8:34 a.m. on Thursday, December 17, 2009 by Chairman of the Board (Chair Radabaugh) Peter Radabaugh in the conference room at the cooperative's headquarters, Port Orford, Oregon. The Secretary called the roll, showing the following directors present: Robison, Radabaugh, Dowdy, Kolen, McMahan, and Kitchen. Director Herzog arrived at 12:21 p.m. 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 arrived at 9:53 a.m.

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

Items added to the agenda were: Items of Business - Proposed Revised P#400-020 Employee Policy Handbook, Proposed P#100-230 Electronic Devices & Telephonic Communications, E-Mail, & Internet, Proposed P#400-060 Return-to Work Policy, and 2010 Budget Change Proposal.

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 corrected, the minutes of the November 19, 2009 regular board meeting, and a motion was made, seconded and unanimously carried to approve, as written, the minutes of the November 19, 2009, 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 11/2009; the write-off list through 12/7/2009; the list of new memberships for 11/2009; the purge list for 11/2009; the Cooperative

attorney's invoice; and the GM's & Directors' expenses for 11/2009.

III. MANAGER'S REPORT

GM/CEO Meader gave a brief report on revenue, expenses, and margins and responded to questions from the Board. 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 asset disposal.

The December 2009 safety report was reviewed. The safety meetings in December included Safety Attitudes training for all employees and Safety in Motion training for the crews. The December 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 Public Power Council (PPC), Pacific Northwest Generating Cooperative (PNGC Power) matters, and the Bonneville Power Administration (BPA) issues.

Legal Counsel Davison arrived at 9:53 a.m.

The regular session adjourned to an executive session at 10:01 a.m. to discuss contract issues. The executive session adjourned and the regular session reconvened at 10:59 a.m.

B. Policy Committee Recommendations

Policy Review Committee Chair McMahan reported and explained policy issues as follows:

- Proposed P#200-050 New Director Orientation (replaces PB#68) – A motion was made, seconded, and unanimously carried to approve, as amended, proposed P#200-050 New Director Orientation.
- Proposal to Rescind PB#35 Jury Duty, PB#51 Use of Personal Automobiles on Cooperative Business, and PB#53 Overtime – The committee chair advised that these policy bulletins are no longer required

since the policy information has now been placed in the Employee Policy Handbook. A motion was made, seconded, and unanimously carried to rescind PB#35 Jury Duty, PB#51 Use of Personal Automobiles on Cooperative Business, and PB#53 Overtime.

- Proposal to Rescind PB#72 Director's Conflict of Interest – The committee chair advised that this policy bulletin is no longer required since the policy information has now been placed in the policy Director Duties, Code of Ethics, & Standards of Conduct. A motion was made, seconded, and unanimously carried to rescind PB#72 Director's Conflict of Interest.
- Proposed Revised P#400-020 Employee Policy Handbook – The GM/CEO presented and explained the purpose of a proposed change to one section of the employee policy handbook. A motion was made, seconded, and unanimously carried to approve, as amended, proposed, revised P#400-020 Employee Policy Handbook.
- Proposed P#100-230 Electronic Devices & Telephonic Communications, E-Mail & Internet (replaces PB#59) – The Board received an explanation for and purpose of the proposed P#100-230, and following discussion of the policy and amendments proposed by Legal Counsel Davison, a motion was made, seconded, and unanimously carried to approve, as altered, proposed, revised P#100-230 Electronic Devices & Telephonic Communications, E-Mail & Internet.
- Proposed new P#400-050 Return-to-Work Policy – The Board received an explanation for and purpose of the proposed new P#400-050 and following discussion, a motion was made, seconded, and unanimously carried to approve, as presented, proposed, revised P#400-050 Return-to-Work Policy.

The chairman of the policy committee and the Board discussed several policies being examined for potential revisions. The committee chair will bring the proposed policies as discussed to the Board for approval.

C. South Coast Satellite Cooperative, Inc. Dissolution – update

The Board received an update on the progress of the dissolution of South Coast Satellite Cooperative, Inc.

D. Appoint Voting Delegate and Alternate

A motion was made, seconded, and unanimously carried to appoint voting delegates and alternate voting delegates for the following February association annual meetings, as follows:

	Voting	Alternate
• NRECA Annual Mtg –	Radabaugh	McMahan
• CFC Annual Mtg –	Radabaugh	McMahan
• NCSC Annual Mtg –	McMahan	Radabaugh
• Federated Annual Mtg –	McMahan	Radabaugh
• NRTC Annual Mtg –	McMahan	Radabaugh

E. Miscellaneous Business Issues

- January board meeting and training session – discussion – The Board discussed the conflict between the January board meeting and training session, and the Board resolved to reschedule the January board meeting to Thursday 1/21/2010.

F. 2010 Budget Changes Proposal

- NRECA Youth Tour – The GM/CEO advised that Oregon Rural Electric Cooperative Association is helping National Rural Electric Cooperative Association reestablish the Youth Tour Program in Oregon. The program allows CCEC to sponsor the program and request applications from local high school students (freshmen, sophomore, or junior) whose parents are CCEC members. A committee of CCEC members will choose one student to join the Youth Tour and travel to Washington DC with other students from other Oregon cooperatives and participate in all the Youth Tour activities provided. He asked the Board to add \$2000 to CCEC's 2010 Budget as an Expense item to fund one student's expenses to participate in the 2010 NRECA Youth Tour Program.
- Additional AMI Equipment – The GM/CEO advised the Board that CCEC may be able to access some matching grant funds in an effort to purchase some AMR disconnect collars and AMI repeaters. There is already \$50,000 in the budget for this type of equipment, but an additional \$25,000 is needed to meet the matching funds grant total requirement of \$75,000. The funds available are needed before a grant application can be

