



BLACHLY-LANE ELECTRIC COOPERATIVE
P.O. Box 70 Junction City, OR 97448-0070
90680 Highway 99 Eugene, OR 97402-9630
Tel (441) 688-8711 Fax (441) 688-8948

www.blachlylane.coop

**BLACHLY-LANE COUNTY COOPERATIVE ELECTRIC ASSOCIATION
BOARD OF DIRECTORS
MEETING MINUTES
Monday, June 28, 2010**

CALL TO ORDER

The regular meeting was held at the cooperative office, 90680 Hwy 99, Eugene, Oregon. A quorum was declared present and the meeting was called to order at 5:03 p.m., following the board workshop. The full Board of Directors and staff were present. Attorney Chip Greening, Large Power Representative Todd Payne, and Administrative Assistant Mary Cirks were also present. Visitors were Judy Templeton and Audrey Rust.

AGENDA:

A motion was made and seconded to accept the agenda. Motion carried 5-0.

MEMBER COMMENTS: There were none.

CONSENT AGENDA: Director Kelley noted that there was no election of officers on the agenda for last month. He felt under the circumstances, the board should have waited for his expected arrival time before elections were held since there was no notification of such on the agenda. Chairman Irwin apologized for the confusion. Discussion was held on the cost of the truck inspection, the Federated claim that was regarding a faulty neutral, GIS ability, an overload on the trailer causing brake failure, and unclaimed capital credits.

A motion was made and seconded to accept the consent agenda. Motion carried 5-0.

FINANCIALS: Assistant General Manager/Finance Manager Jami Bartunek reviewed the financial highlights, statement of financial position, statement of operations, cash flows, sales report, and the balance sheet.

A motion was made and seconded to accept the financials as presented.
Motion carried 5-0.

PNGC/PRC REPORT: Manager Tracy reported on the water levels, no rate adjustment will come at this time from PNGC, their strategic planning information will be coming within the month.

ORECA REPORT: Discussion was held on the article in *Keeping Pace* honoring Manager Tracy with the "Thinker" award. The article said the Board of Directors' surprised Manager

Tracy with the award. This statement was challenged by a BLEC director but BLEC did not have the opportunity to see the article prior to their printing.

MANAGER'S REPORT: Manager Tracy referred to a newspaper article stating the lack of funding for the state prison. Manager Tracy has visited with the State today and they are still going ahead with their plans. Some of the industries planning on coming into our service territory on Highway 99 have not secured their financing on their projects.

OLD BUSINESS: Director Kelley reported he will submit a candidate for the AWARE Committee to the board by August.

After discussion on Policy 307.01 (Unclaimed Property) a motion was made and seconded to establish the dates of forfeiture for unclaimed capital credits that were authorized for distribution for the years 2007, 2008, 2009, and 2010 are declared to be as follows:

<u>Date to be distributed</u>	<u>Date of forfeiture</u>
May 19, 2008	May 19, 2011
May 10, 2008	May 10, 2012
May 16, 2009	May 16, 2013
May 22, 2010	May 22, 2014

Motion carried 5-0.

A motion was made and seconded to approve Policy 602.01 (Employee Travel Expense) with the addition of the special language as is to be on all future policies regarding the General Manager/Ass't General Manager's responsibilities. Motion carried 5-0.

NEW BUSINESS: *Region 9 Voting Delegate:* Director Sikes and Director Kelley expressed interest in attending the Region 9 meeting.

A motion was made and seconded to appoint Director Jacksch as voting delegate to Region 9. Motion carried 5-0.

Strategic Planning: The Board of Directors discussed firm back-up power for the state project. Discussion was held on the time and where to hold the 2011 annual meeting.

A motion was made and seconded to hold the 2011 Annual Meeting at Triangle Lake on Saturday April 30, 2011. Motion carried 5-0.

Rate Planning: Once we understand how the rates will work, we will know the load-forecast and revenue requirements. Rates will not be known until March of 2011 from BPA. Manager of Financial Services/Ass't General Manager Jami Bartunek will follow the rate planning with BPA and PNGC.

Form 990 Review: Manager of Financial Services/Ass't General Manager Jami Bartunek explained the 990 Form and why we file. Attorney Greening explained that the Form 990 instructions require disclosure of personal loans that are \$10,000 or over. Therefore a \$2,500 loan from the General Manager to Director Swanzy, discussed with BLEC's auditors, was not included on the 2009 Form 990. It was suggested to have a policy addressing personal loans. This is to be discussed again after a new board member has been appointed. No changes were made to this year's Form 990. All reviewed the form with no comments.

Calendar: The calendar was reviewed.

FUTURE LOADS: Discussed under Manager's Report.

DIRECTOR ASSESSMENTS: *Comments:* Credit cards are not to be used for personal purchases. Discussion was held on having an agreement between BLEC and persons holding credit cards.

Expenses: Expense reports were turned in.

Meeting Attendance: Discussed under Region 9 attendance.

EXECUTIVE SESSION: Executive session was held with no action taken.

POLICY REVIEW: All of the policies throughout this year will undergo a format change.

Policy 101.01 (Cooperative Policies and Procedures): Discussion was held on contribute resources. Motion made and seconded to approve policy as presented with the change in format. Motion carried 5-0.

Policy 102.01 (Member Meetings): Motion made and seconded to do away with entire policy since it was redundant of the bylaws. Motion carried 5-0.

Policy 104.01 (Audit Committees): Motion made and seconded to do away with entire policy since it was redundant of the bylaws. Motion carried 5-0.

Policy 105.01 (Board meetings): Motion made and seconded to do away with entire policy since it was redundant of the bylaws. Motion carried 5-0.

Policy 106.01 (Ethics Code): Discussion was held on the conflicts of interest in paragraph B1 and then in paragraph D to have *an employee* inserted into the sentence. A motion was made and seconded to approve this policy as presented with the changes.

ADJOURNMENT: With there being no further business to come before the Board, Chairman Irwin adjourned the meeting at 9:40 p.m.

(SEAL)

Ernie Jacksch, Board Secretary