



**BLACHLY-LANE COUNTY COOPERATIVE ELECTRIC ASSOCIATION
BOARD OF DIRECTORS
MEETING MINUTES
Monday, September 26, 2011**

CALL TO ORDER

After noting the presence of all directors and the existence of a quorum, the Chairman called the regular monthly Board meeting to order at 5:03 p.m. at the Cooperative's office. In addition to the directors other people present included General Manager Joe Jarvis, Cooperative management staff, Cooperative Counsel Chip Greening, Large Power Representative Todd Payne, Administrative Assistant Mary Cirks, several members from the Misery Creek area, and Siuslaw Watershed Council.

AGENDA: Misery Creek was added to Old Business with discussion moved up on the agenda, wheeling rates were added under the Manager's Items, Meter Data Management System Equipment contract was deleted, and Region 9 meeting was added under Old Business as well as CTC Agreements added under New Business.

Motion was made and seconded to approve the agenda with the additions.
Motion carried 5-0.

MEMBER COMMENTS: Misery Creek members and the Siuslaw Watershed Council expressed their thanks to the board for BLEC's participation in this project.

CONSENT AGENDA:

A motion was made and seconded to approve the Consent Agenda. Motion carried 5-0.

FINANCIALS: Ass't General Manager/Finance Manager Ms. Bartunek reported on the financial highlights.

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

PNGC/PRC REPORT: General Manager Joe Jarvis explained the 1st Amendment to Member Reimbursement Agreement.

A motion was made and seconded to authorize General Manager Jarvis to sign the agreement. Motion carried 5-0.

ORECA REPORT: ORECA Representative Irwin reported there was no meeting last month but a budget meeting will be held next month.

MANAGER'S ITEMS: *Final Disconnect Notices:* Manager Jarvis reviewed the disconnect notices and suggested changes to it, which the board accepted.

Wheeling Rate: Manager Jarvis reviewed the proposed distribution wheeling rate charges.

OLD BUSINESS: *Misery Creek:* The Contractor for the Misery Creek project will start as soon as possible. BLEC's line retirement will start after the job has been completed. Any poles left standing are to be sold to Siuslaw Watershed Council.

Junction City Franchise: The board reviewed the draft Franchise Fee, comparisons from other cities' franchise fee, and the Oregon State Statute.

2012 Annual Meeting: Staff presented options for the 2012 annual meeting. The board instructed staff to make the arrangements that would be best all-around for our membership.

Proposals from Auditors: One RFP was returned. After discussion,

A motion was made and seconded to accept Moss Adams as the auditor for 2012. Motion carried 5-0.

Region 9 meeting: Director Kelley will be attending and voting for BLEC.

NEW BUSINESS: *Outdoor Advertising, LLC:* The Board of Directors agreed with the AWARE Committee to not enter into a contract with Outdoor Advertising. A reader board purchase was discussed but with the economy, the board felt it was not a good idea.

Christmas Party: The board instructed staff and management to handle this project.

Amendment to REP Settlement Agreement: Manager Jarvis informed the board that the amendment has no effect on BLEC's members; it would allow additional entities to sign the REP Settlement Agreement.

A motion was made and seconded to authorize General Manager Jarvis to sign the revised *REP Settlement Agreement*. Motion carried 5-0.

CTC Agreement: After discussion,

A motion was made and seconded to authorize General Manager Jarvis to sign the *CTC Agreement*. Motion carried 5-0.

POLICY REVIEW:

The Board approved the following policies with exceptions and modifications noted.

Policy 108.01 Scholarships: Tabled to November

Policy 109.01 AWARE Committee: Discussed having three members appointed within each district prior to obtaining a fourth member. Also discussed inserting that the chairman will be elected from committee members and they meet 6 times a year.

A motion was made and seconded to delete "the first three must reside" in the first paragraph. Motion failed 3-2, with Director Kelley and Director Haskell voting aye.

Policy 204.01 Board of Directors/General Manager Relationships: General Manager Joe Jarvis to re-write this policy.

Policy 609.01 Working Rules: Approved as presented and discussed in the workshop.

Policy 611.01 Performance Appraisals: Approved as presented and discussed in the workshop

Policy 623.00 Sick Leave: Approved as presented and discussed in the workshop.

Policy 625.01 On Call Duty: Approved as presented and discussed in the workshop.

A motion was made and seconded to approve policies as presented, rescinded and discussed/amended. Motion carried 5-0.

FUTURE LOADS: Discussion was held.

DIRECTOR ASSESSMENTS: *Expenses:* They were turned in.

Comments: The hot trailer will be taken to schools for safety education to the students.

Director Kelley nominated Jim Sodeman and Scott Callahan as members of the AWARE Committee with Wayne Lemler as the 4th member. Motion carried 5-0.

EXECUTIVE SESSION: Executive session was held on organizational, policy or procedural changes. No action was taken.

ADJOURNMENT: The meeting was adjourned at 10:30 p.m.

(SEAL)

Robert C. Sikes, Board Secretary