



PEDERNALES ELECTRIC COOPERATIVE

Board of Directors Agenda - Final

04/17/2020 | 9:00 AM | PEC Headquarters Board Room

201 S. Ave F, Johnson City, TX 78636

Open Session of this Regular Meeting is held in the PEC Board Room and will be recorded in accordance with Board Meetings Policy. On March 16, PEC offices were closed to member and public interactions to address safety and health concerns and in compliance with federal, state, and local mandates. Consequently, this Regular Meeting is not open to member attendance.

Members may provide comments by sending the input to PECBoard@peci.com.

All Board meeting comments will be provided to all Board directors and attached to the minutes of the meeting. Board meeting dates, agendas and supporting materials are available online at <https://pec.lististar.com/>.

Call to Order and Roll Call

9:00 AM Meeting called to order on April 17, 2020 at PEC Headquarters Board Room, 201 South Avenue F, Johnson City, TX.

The following agenda items may be considered in a different order than they appear.

Adoption of Agenda

Consent Items

1. [2020-093](#) **Friday, March 13, 2020 - Regular Meeting Minutes**

Attachments: [03-13-2020 - Meeting Minutes - Draft v3 - Open Session](#)

2. [2020-157](#) **Wednesday, March 25, 2020 - Emergency Special Board Meeting**

Attachments: [03-25-2020 - Meeting Minutes - Draft v3 - Open Session](#)

Cooperative Monthly Reports

3. [2020-094](#) **Cooperative Update - J Parsley**

4. [2020-095](#) **Financial Services Report - R Kruger**

Attachments: [2020-04-17 February 2020 Financial Report to the Board - R Kruger](#)
[2020-04-17 February 2020 Financial Statements - R Kruger](#)

5. [2020-096](#) **Operations Report - E Dauterive**

Attachments: [2020-4-17 Operations Report Final](#)

Member Comments (3 minute limitation or as otherwise directed by Board)

6. [2020-099](#) **Member Comments**

Attachments: [2015-09-21 Decorum Policy \(reference material\)](#)

Action Items / Other Items

7. [2020-133](#) **Presentation of 2019 Financial Audit and Management Letter by**

Bolinger, Segars, Gilbert & Moss (BSGM) - Kacey Gast, CPA

8. [2020-106](#) Resolution - Approval of Authorization for Supplemental Indenture to Amend Terms of Master Indenture (Removal of Engineering Report Compliance Requirement) - F Wolff

9. [2020-112](#) Qualifications and Elections Committee (QEC) Recommendation of Qualified Candidates - QEC Representative
Attachments: [2020 Qualifications and Elections Committee Written Reccommendation - Final](#)

10. [2020-156](#) Resolution - Approval of Director Candidates for 2020 Pedernales Electric Cooperative Board of Director's Election Ballot - D Ballard

11. [2020-120](#) Resolution - Approval and Certification of 2020 Election Ballot - D Ballard

12. [2020-102](#) Resolution - Approval of 2020 Annual Meeting Agenda - S Romero
Attachments: [2020 04 17 Annual Meeting Agenda - June 2020 - Draft v3](#)

13. [2020-122](#) Resolution - Approval of 2020 Cooperative Response Center (CRC) Voting Delegates - E Dauterive
Attachments: [2020-01-27 CRC 2020 Letter and Voting Delegate Form](#)

14. [2020-057](#) Draft Resolution - Approval to Amend Tariff and Business Rules - Primary Service Adjustment (PSA) N Mack | D Thompson
Attachments: [2020-04-17 - Tariff Amendments for Primary Service - N Mack D Thompson](#)
[2020-04-17 Tariff and Business Rules - Primary Service Redline](#)
[2020-04-17 Tariff and Business Rules - Primary Service Clean](#)

15. [2020-110](#) 2020 Election Timeline Update - D Ballard
Attachments: [2020 Election Timeline - Board Appvd 2019 12 13 - Update for 2020-04-17](#)

Proposed Future Items / Meetings (subject to final posting)

16. [2020-155](#) Resolution - Approval of Proposed Future Meetings
Attachments: [2020 04 17 Board Proposed Meetings - Draft v1](#)

17. [2020-068](#) Board Planning Calendar (Written Report in Materials)
Attachments: [2020-04-17 Board Planning Calendar v4](#)

Recess to Executive Session**Executive Session - Legal Matters**

18. [2020-117](#) Matters in Which the Board Seeks the Advice of Its Attorney as Privileged Communications in the Rendition of Professional Legal Services

19. [2020-118](#) Litigation and Related Legal Matters - D Ballard

20. [2020-100](#) Resolution - Acceptance of 2019 Financial Audit and Management Letter by Bolinger, Segars, Gilbert & Moss (BSGM) - Kacey Gast, CPA

21. [2020-126](#) Resolution - Approval of Delegation of Authority to Chief Executive

Officer to Implement Measures in Response to COVID-19 - J Parsley

22. [2020-154](#) Resolution - Approval of Authorization for Settlement of Litigation Matter(s) - D Ballard
23. [2020-114](#) Report on Property and Liability Insurance Policies - P Brown, The Nitsche Group
24. [2020-119](#) Enterprise Risk Management (ERM) Update - B Headrick
25. [2020-115](#) Ethics and Compliance Quarterly Update - J Burns

Executive Session - Contract and Competitive Matters

26. [2020-103](#) Resolution - Approval of Pole Attachment Fee Structure - R Arellano
27. [2020-107](#) Resolution - Approval for Authority to Negotiate and Execute Power Purchase Agreement (PPA) - D Thompson
28. [2020-113](#) Markets Monthly Report - D Thompson
29. [2020-142](#) Resolution - Approval for Renewal of 2020-2021 Medical Insurance Benefits - W Burns

Executive Session - Real Estate Matters

30. [2020-104](#) Resolution(s) - Approval of Real Property Acquisitions or Real Property Dispositions - R Arellano
31. [2020-105](#) Resolution(s) - Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions - R Arellano
32. [2020-111](#) Real Estate Update - R Arellano

Executive Session - Safety and Security Matters

Executive Session - Personnel Matters

33. [2020-116](#) Personnel Matters

Reconvene to Open Session

Items from Executive Session

Adjournment