



PEDERNALES ELECTRIC COOPERATIVE

Board of Directors Agenda - Final

02/17/2023 | 9:00 AM | PEC Headquarters Auditorium

201 S. Ave F, Johnson City, TX 78636

Open Session of this Regular Meeting will be held in the PEC Auditorium and will be recorded in accordance with Board Meetings Policy. Members are able to watch this meeting by livestream from the PEC website at <https://pec.legistar.com/Calendar.aspx>.

Call to Order and Roll Call

9:00 AM Meeting called to order on February 17, 2023 at PEC Headquarters Auditorium, 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. [2023-011](#) Friday, January 20, 2023 - Regular Meeting Minutes

Attachments: [2023-01-20 OS Meeting Minutes draft v2](#)

Cooperative Monthly Reports

2. [2023-033](#) Cooperative Update - J Parsley

Attachments: [CEO Feb Update 2023-033_v3](#)

3. [2023-034](#) Cooperative Financial Update - R Kruger

Attachments: [CFO Update Flash Report-2023-034-Draft](#)

4. [2023-035](#) Cooperative Operations Update - E Dauterive

Attachments: [Operations Report 2023-035 Final](#)

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

5. [2023-036](#) Member Comments

Attachments: [Decorum Policy](#)

Action Items / Other Items

6. [2023-037](#) Resolution - Approval of 2023 NRECA Annual Meeting Voting Delegates, 2023 CFC District Voting Delegates, and 2023 NRTC Voting Delegates - M Ekrut

Attachments: [NRECA Voting Delegate Form 2023-01-26](#)

7. [2023-038](#) Resolution - Approval for Directing the General Counsel to Prepare 2023 Proposed Non-Director Election Ballot Item(s) - D Ballard

8. [2023-039](#) Resolution - Approval of Appointments to 2023 Qualifications and Elections Committee - D Ballard
9. [2023-042](#) 2023 Election Timeline Update - D Ballard (Written Report in Materials)
Attachments: [2023 Election Timeline FINAL BOD Approved 121622 2023-042](#)
10. [2023-057](#) Key Performance Indicator (KPI) of 2022 Period 2 Results - E Dauterive/B Porter

Proposed Future Items / Meetings (subject to final posting)

11. [2023-043](#) List of Board Approved Future Meetings
Attachments: [2023 Board Meeting Calendar](#)
12. [2023-060](#) Resolution - Approval to Amend the 2023 Board of Directors List of Proposed Future Meetings - M Ekrut
Attachments: [Proposed Meetings](#)
13. [2023-044](#) Board Planning Calendar (Written Report in Materials)
Attachments: [3 Month Outlook Calendar](#)
[PEC Annual Board Planning Calendar](#)

Recess to Executive Session

Executive Session - Legal Matters

14. [2023-045](#) Matters in Which the Board Seeks the Advice of Its Attorney as Privileged Communications in the Rendition of Professional Legal Services
15. [2023-046](#) Litigation and Related Legal Matters - D Ballard
16. [2023-047](#) Legislative Update - J Urban
17. [2023-048](#) Resolution - Approval of Authorization for Initiation, Settlement, or Disposition of Litigation Matter(s) - D Ballard

Executive Session - Contract and Competitive Matters

18. [2023-049](#) Discussion of Power Supply Contractual Resources - D Thompson
19. [2023-050](#) Markets Monthly Report - D Thompson
20. [2023-041](#) Resolution - Approval of 2022 Budget Amendments for Capital Improvement Plan Expenditures - J Smith/K Jones
21. [2023-040](#) Draft Resolution - Approval of Construction Contract for Leander to Nameless Transmission Line - J Treviño
22. [2023-058](#) Draft Resolution - Approval of Construction Contract for Junction Substation Upgrade - J Treviño
23. [2023-059](#) Draft Resolution - Approval of Materials Purchase for Paleface to Marshall Ford Transmission Line Project - J Treviño

24. [2023-051](#) Transmission Operations and Control Center Update - C Moos/J Warren/J Treviño

Executive Session - Real Estate Matters

25. [2023-052](#) Resolution(s) - Approval of Real Property Acquisitions or Real Property Dispositions - E Dauterive/C Moos
26. [2023-053](#) Resolution(s) - Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions - E Dauterive/C Moos

Executive Session - Safety and Security Matters

27. [2023-054](#) Safety and Security Matters
28. [2023-055](#) Cyber Security Biannual Update - S Stoppelmoor

Executive Session - Personnel Matters

29. [2023-056](#) Personnel Matters

Reconvene to Open Session

Items from Executive Session

Adjournment



File #: 2023-011, **Version:** 1

Friday, January 20, 2023 - Regular Meeting Minutes



Pedernales Electric Cooperative

PO Box 1
Johnson City, TX 78636

Meeting Minutes - Draft

Board of Directors

Friday, January 20, 2023

9:00 AM

PEC Headquarters Auditorium

201 S. Ave F, Johnson City, TX 78636

Open Session of this Regular Meeting will be held in the PEC Auditorium and will be recorded in accordance with Board Meetings Policy. Members are able to watch this meeting by livestream from the PEC website at <https://pec.legistar.com/Calendar.aspx>.

Call to Order and Roll Call

This meeting was called to order at 9:07 a.m. on January 20, 2023 at the PEC Headquarters Auditorium, 201 South Avenue F, Johnson City, Texas.

Present: 7 - Vice President Milton Rister, Director Emily Pataki, President Mark Ekrut, Director Travis Cox, Director James Oakley, Secretary/Treasurer Paul Graf, and Director Amy Akers

Adoption of Agenda

The agenda was adopted as posted and without objection.

Consent Items

Without objection the items listed under Consent Items were approved by general consent.

1. [2023-001](#) Friday, December 16, 2022 - Regular Meeting Minutes

Attachments: [2022-12-16 OS Meeting Minutes draft v3](#)

Cooperative Monthly Reports

2. [2023-002](#) Cooperative Update - J Parsley

Attachments: [CEO Jan Update 2023-002 - FINAL](#)

Ms. Julie Parsley, Chief Executive Officer (CEO), provided an annual legislative update, the regulatory update, an update of member payment options, for which Mr. J.P. Urban, Vice President of External Relations, provided additional details. Ms. Parsley further discussed the 2023 Board election and timeline, a recent employment recruiting event for apprentice line workers, PEC scholarship applications, which open February 1, 2023 for high school seniors and adults pursuing higher education opportunities, and employee kudo messages.

3. [2023-003](#) Cooperative Financial Update - R Kruger

Attachments: [CFO Update Flash Report-2023-003-Final](#)

Mr. Randy Kruger, Chief Financial Officer (CFO), provided the December financial report. Additional details of the financial report may be found in the attached documents. Mr. Kruger discussed the cold weather in late December, gas storage, forward natural gas prices, forward power prices, market heat rates, the impact of inflation and commodity costs, and interest rates.

4. [2023-004](#) Cooperative Operations Update - E Dauterive

Attachments: [Operations Report 2023-004 Final](#)

Mr. Eddie Dauterive, Chief Operations Officer (COO), discussed safety and technical training, system growth, preparing for growth, reliability and operational impacts, and manufacturing supply chain constraints affecting new meter installations.

Member Comments (3 minute limitation or as otherwise directed by Board)**5. [2023-005](#) Member Comments**

Attachments: [Decorum Policy](#)

Ms. Monique Ragsdale was present and commented on member payments.

Action Items / Other Items**6. [2023-006](#) Resolution - Approval to Amend Tariff and Business Rules - Industrial Rate - N Mack | D Thompson**

Body: **BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE** that the Cooperative approves the amendments to the Tariff and Business Rules as attached hereto with such changes, if any, as were approved by the Board, to become effective upon Board approval, unless otherwise specified in the Tariff and Business Rules; and

BE IT FURTHER RESOLVED that the Chief Executive Officer, or designee, is authorized to take all such actions as needed to implement this resolution.

Attachments: [PPT - Approval to Amend Tariff and Business Rules - Industrial Rate - 2023-006-FINAL](#)
[Tariff language Clean - Tariff and Business Rules Industrial Rate Update - 2023-006-FINAL](#)
[Tariff language Redline - Tariff and Business Rules Industrial Rate Update - 2023-006-FINAL](#)

Industrial Rate

The Cooperative's Rate Policy requires a Cost-of-Service Study to be conducted at regular intervals to guide rate design and as an input to the Rate Plan. The Rate Plan defines how the Cooperative anticipates recovering its costs from members for services provided during the upcoming year. The

proposed 2023 Rate Plan references review of the Industrial Power Service Rate.

As a component of the Industrial Power Service Rate, the Capacity Demand Charge generally recovers the cost associated with the maintenance and operations of the distribution infrastructure and other related costs. The Industrial Rate's Capacity Demand Charge is reviewed annually to ensure the rate closely aligns with the cost to provide service. After review, the recommendation is to adjust the Tariff and Business Rules (the "Tariff") as to "Industrial Power Service" Section 500.2.2.3 by decreasing the Capacity Demand Charge from: \$0.580000 kW to \$0.490000 per kW.

Tariff amendment and effective date is shown below:

Industrial Power Service, Section 500.2.2.3 - Effective for all bills issued on and after March 1, 2023.

Ms. Natalia Mack, Rates Manager, presented the resolution and asked the Board for approval.

A motion was made by Director Oakley, seconded by Vice President Rister, that this item be approved. The motion carried by the following vote:

Yes: 7 - Rister, Pataki, Ekrut, Cox, Oakley, Graf, and Akers

7. [2023-007](#) **Resolution - Approval to Amend Tariff and Business Rules - Annual Interconnect Rate Update - N Mack | D Thompson**

Body: **BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE** that the Cooperative approves the amendments to the Tariff and Business Rules as attached hereto with such changes, if any, as were approved by the Board, to become effective upon Board approval, unless otherwise specified in the Tariff and Business Rules; and

BE IT FURTHER RESOLVED that the Chief Executive Officer, or designee, is authorized to take all such actions as needed to implement this resolution.

Attachments: [PPT - Approval to Amend Tariff and Business Rules - Annual Interconnect Rate Update - 2023-007-FINAL](#)
[Tariff Language Clean - Tariff and Business Rules - Annual Interconnect Rate Update - 2023-007-FINAL](#)
[Tariff Language Redline - Tariff and Business Rules - Annual Interconnect Rate Update - 2023-007-FINAL](#)

Annual Interconnect Rate Update

The Cooperative's Rate Policy requires a Cost-of-Service Study to be conducted at regular intervals to guide rate design and as an input to the Rate Plan. The Rate Plan defines how the Cooperative anticipates recovering its costs from members for services provided during the upcoming year. The proposed 2023 Rate Plan references review of the Sustainable Power Credit - Interconnect Rate.

As a component of the Interconnect Rate, the Sustainable Power Credit is designed to pay solar members for their excess power at the market value of power plus any system benefit. The Sustainable Power Credit is updated annually to ensure that this credit that compensates Members, with an active interconnect agreement and not on the Interconnect Wholesale Energy Rate, for received energy, closely aligns with the benefit to the Cooperative. After

review, the recommendation is to adjust the Tariff and Business Rules (the "Tariff") as to "Sustainable Power Credit" Section 500.1.12 by increasing the Sustainable Power Credit from: - \$0.053770 to - \$0.60005 per kWh.

Tariff amendment and effective date is shown below:

Sustainable Power Credit, Section 500.1.12 - Effective for all bills issued on and after March 1, 2023.

Ms. Natalia Mack, Rates Manager, presented the resolution and asked the Board for approval.

A motion was made by Secretary/Treasurer Graf, seconded by Director Akers, that this item be approved. The motion carried by the following vote:

Yes: 7 - Rister, Pataki, Ekrut, Cox, Oakley, Graf, and Akers

8. [2023-008](#) **Resolution - Approval to Amend Tariff and Business Rules - Dual Feed Rider - N Mack | D Thompson**

Body: **BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE** that the Cooperative approves the amendments to the Tariff and Business Rules as attached hereto with such changes, if any, as were approved by the Board, to become effective upon Board approval, unless otherwise specified in the Tariff and Business Rules; and

BE IT FURTHER RESOLVED that the Chief Executive Officer, or designee, is authorized to take all such actions as needed to implement this resolution.

Attachments: [PPT - Approval to Amend Tariff and Business Rules - Dual Feed Rider - 2023-008-FINAL](#)
[Tariff language Clean - Tariff and Business Rules Dual Feed Rider - 2023-008-FINAL](#)
[Tariff language Redline - Tariff and Business Rules Dual Feed Rider - 2023-008-FINAL](#)

Dual Feed Rider

In February 2021, the Cooperative approved removal from the Tariff and Business Rule of the Facilities Rental Rider. The Facilities Rental Rider supported non-residential Member requests for non-standard equipment allowing payment over an extended timeframe for this equipment. These changes were needed to ensure equitable treatment of members in the line extension construction process and to ensure standardization for maintenance and tracking of non-standard equipment across the Cooperative.

To address the remaining cost alignment for non-standard equipment, the Cooperative now recommends adoption of a Dual Feed Rider. A subset of Members requesting the non-standard equipment require that the Cooperative reserve standby capacity on a secondary distribution line.

The proposed new charge ensures those Members requiring reserve capacity pay an equitable share of PEC distribution system costs. In addition, Members are responsible for all costs associated with engineering, installation, maintenance, and material costs required to provide and maintain the non-standard equipment.

The Dual Feed Rider will be based on the Member's highest annual non-coincident peak demand, measured on an hourly basis. The demand will

be updated each year according to the Member's required capacity. The monthly charge will be \$5.20 per kW reserved.

Tariff and Business Rules amendments and effective dates are shown below:
Section Dual Feed Rider, 500.1.21 - Effective for all bills issued on and after June 1, 2023.

Ms. Natalia Mack, Rates Manager, presented the resolution and asked the Board for approval.

A motion was made by Director Oakley, seconded by Director Cox, that this item be approved. The motion carried by the following vote:

Yes: 7 - Rister, Pataki, Ekrut, Cox, Oakley, Graf, and Akers

9. [2023-009](#) **Resolution - Approval of 2023 Key Performance Indicators Plan Methodology - E Dauterive**

Body: **BE IT RESOLVED BY THE BOARD OF DIRECTORS** that the 2023 Key Performance Indicator Plan Methodology presented to the Board this day is approved; and

BE IT FURTHER RESOLVED that the Chief Executive Officer, or designee, is authorized to take all actions necessary to implement this resolution.

Attachments: [2023 KPI Plan Revisions Presentation](#)
[2023 KPI Plan FINAL](#)

2023 KPI Plan Year

The Board of Directors may consider approving the 2023 KPI Plan for implementation in the periods for the 2023 KPI Plan Year.

Mr. Eddie Dauterive, Chief Operations Officer (COO), presented the resolution and asked the Board for approval.

A motion was made by Director Pataki, seconded by Director Oakley, that this item be approved. The motion carried by the following vote:

Yes: 7 - Rister, Pataki, Ekrut, Cox, Oakley, Graf, and Akers

10. [2023-010](#) **Resolution - Approval of Construction Contract for Hero Way Substation - J Treviño**

Body: **BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE**, that the Cooperative approve an agreement to construct the Hero Way Substation as described herein; and

BE IT FURTHER RESOLVED, that the Chief Executive Officer or designee is authorized to take all such actions as needed to implement this resolution.

Hero Way Substation

Recommendation to approve the contract for substation construction services for the Hero Way Substation in Williamson County, Texas. The new substation is needed to off load the existing substations and feeders in the area and to improve reliability and contingency options.

Mr. Eddie Dauterive, Chief Operations Officer (COO), presented the resolution and asked the Board for approval.

A motion was made by Director Oakley, seconded by Director Cox, that this item be approved. The motion carried by the following vote:

Yes: 7 - Rister, Pataki, Ekrut, Cox, Oakley, Graf, and Akers

11. [2023-012](#) Resolution - Approval of 2023 NRECA Annual Membership Dues - J Parsley

Body: BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE, that the Membership dues to the National Rural Electric Cooperative Association for 2023 in the amount of \$226,412.00 are approved; and the Chief Executive Officer of the Cooperative, or designee, is authorized to pay those dues pursuant to the invoice duly presented to the Cooperative.

Attachments: [NRECA Distribution Membership Dues Invoice for 2023](#)

NRECA Membership Dues

Membership in NRECA (National Rural Electric Cooperative Association) provides the ability for members to take legislative action, stay informed with technology, industry, and politics, and collaboration between other cooperatives. Membership also provides opportunities to participate in international and youth programs.

Below is a historic table of membership dues paid to NRECA, which is based on statistical data for the number of consumers at Pedernales Electric:

2016 - \$161,427.00
2017 - \$163,820.00
2018 - \$171,025.00
2019 - \$174,316.00
2020 - \$182,228.00
2021 - \$186,295.00
2022 - \$198,000.00
2023 - \$226,412.00

Ms. Julie Parsley, Chief Executive Officer (CEO), presented the resolution and asked the Board for approval.

A motion was made by Director Oakley, seconded by Vice President Rister, that this item be approved. The motion carried by the following vote:

Yes: 7 - Rister, Pataki, Ekrut, Cox, Oakley, Graf, and Akers

12. [2023-013](#) Resolution - Approval of TEC 2023 Annual Membership Dues - J Parsley

Body: RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE that Texas Electric Cooperatives (TEC) membership dues (in the amount of \$186,723.46) and associated dues, including ERCOT and Legal, for 2023 are approved, and the Chief Executive Officer of the Cooperative, or designee, is authorized to pay those dues pursuant to the invoices duly presented to the Cooperative.

Attachments: [TEC Membership Dues Invoice for 2023](#)

TEC Membership Dues

Each calendar year the Board considers approval of Texas Electric Cooperatives (TEC) membership. Membership contributes to overall

effectiveness by providing a clearinghouse for ongoing training, developments in the utility industry, best practices, and other legislative education or efforts provided. With membership, PEC is also able to access aggregated competitive pricing for certain utility materials. The statewide association also returns patronage capital to its cooperative members. Below is a 3-year history of PEC dues and patronage capital.

Year	Membership Dues	Patronage Capital
2020	\$167,686	\$115,538
2021	\$174,426	\$688,181
2022	\$186,723	\$406,986

Ms. Julie Parsley, Chief Executive Officer (CEO), presented the resolution and asked the Board for approval.

A motion was made by Director Cox, seconded by Director Oakley, that this item be approved. The motion carried by the following vote:

Yes: 7 - Rister, Pataki, Ekrut, Cox, Oakley, Graf, and Akers

13. [2023-014](#) Draft Resolution - Approval of 2023 NRECA Annual Meeting Voting Delegates, 2023 CFC District Voting Delegates, and 2023 NRTC Voting Delegates - M Ekrut

Body: BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE, that the following persons are appointed as voting delegate and alternate delegate to act as designated and authorized representatives of the Cooperative at the 2023 NRECA PowerXchange (Annual Meeting) until successors are duly appointed and designated: _____, Voting Delegate; and _____, Alternate Delegate; and

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE, that the following persons are appointed as voting delegate and alternate delegate to act as designated and authorized representatives of the Cooperative at the 2023 NRTC Annual Meeting, until successors are duly appointed and designated: _____, Voting Delegate; and _____, Alternate Delegate; and

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE, that the following persons are hereby appointed as voting delegate and alternate delegate to act as designated and authorized representatives of the Cooperative at the 2023 District 10 Meeting of CFC, until successors are duly appointed and designated: _____, Voting Delegate; and _____, Alternate Delegate; and

BE IT FURTHER RESOLVED that the Chief Executive Officer, or designee, is authorized to take all such actions necessary to implement this resolution.

The Board deliberated on the matter and President Mark Ekrut said the Board will confirm the Voting Delegate and Alternate Voting Delegate in time for the February Board meeting.

14. [2023-015](#) Draft Resolution - Approval for Directing the General Counsel to Prepare 2023 Proposed Non-Director Election Ballot Item(s) - D Ballard

Body: **BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE** that the General Counsel, or designee, of the Cooperative is directed to prepare proposed ballot wording for consideration by the Board of Directors on the following Non-Director Election matter(s) (as defined in the Cooperative's Election Procedures):

- A.) _____;
B.) _____;
C.) _____; and

BE IT FURTHER RESOLVED that in accordance with Section 6.1 of the Election Procedures, the ballot wording will be presented in a way to maximize Members' understanding of the Non-Director Election matter, including any Board recommendation or position concerning the matter; and

BE IT FURTHER RESOLVED that the Board votes to [support/oppose] the proposed Non-Director Election matter, and the General Counsel is directed to draft proposed ballot language that reflects the Board's position; and

BE IT FURTHER RESOLVED that this proposed Non-Director Election matter shall not be included on the ballot unless and until a majority of the Directors votes to affirmatively place the matter on the ballot and approves the ballot wording.

Mr. Don Ballard, General Counsel, presented the draft resolution and said the Board may consider any 2023 Non-Director Election items for the ballot.

15. [2023-016](#)

Draft Resolution - Approval of Appointments to 2023 Qualifications and Elections Committee - D Ballard

Body: **WHEREAS** the Bylaws of the Cooperative require the Board to appoint a Qualifications and Elections Committee (the "Committee") to review and determine the qualifications of applicants who wish to be candidates for election to the Board, and in accordance with the Cooperative's Election Policy and Procedures;

NOW, THEREFORE, BE IT RESOLVED that the following individuals are appointed to serve on the Qualifications and Elections Committee for the 2023 Election:

1. _____
2. _____
3. _____
4. _____
5. _____
6. _____
7. _____; and

BE IT FURTHER RESOLVED that the following individuals are appointed as alternates to serve on the Qualifications and Elections Committee for the 2023 Election should an appointed member be unable to serve:

1. _____
2. _____
3. _____

4. _____
5. _____
6. _____
7. _____; and

BE IT FURTHER RESOLVED that the Committee will elect its own officers (Chair and Secretary), and will have access to information gathered from various sources, including the Candidates themselves, public records, and the Cooperative; and

BE IT FURTHER RESOLVED that the Cooperative will provide legal counsel and staff support; and

BE IT FURTHER RESOLVED that the Committee should conduct Meetings as often as the Committee determines that they are needed to perform the review of Candidate applications, and these meetings may be conducted by phone or at a place of the Committee's choosing; and

BE IT FURTHER RESOLVED that Committee members are paid \$150 for each telephonic or live meeting lasting more than one hour; the Cooperative will reimburse mileage and reasonable meal expenses incurred by Committee members in the course of their service; and provide indemnification and protection from liability for Committee members serving in that capacity as provided for in the PEC Bylaws; and

BE IT FURTHER RESOLVED that the General Counsel, or designee, is authorized and directed to take all actions necessary to implement this resolution.

Mr. Don Ballard, General Counsel, presented the draft resolution requesting the Board to provide names of eligible individuals willing to serve on the Qualifications Elections Committee (QEC) by the February 10, 2023 deadline.

16. [2023-017](#) 2023 Election Timeline Update - D Ballard (Written Report in Materials)

Attachments: [2023 Election Timeline FINAL BOD Approved 121622 2023-017](#)

Mr. Don Ballard, General Counsel, said the 2023 Annual Director Election Candidate Application and Petition Form is available online. All nomination materials must be received at PEC Headquarters no later than 5:00 p.m. on March 27, 2023.

Proposed Future Items / Meetings (subject to final posting)

17. [2023-018](#) List of Board Approved Future Meetings

Attachments: [2023 Board Meeting Calendar](#)

President Mark Ekrut said the list of Board approved future meetings is included in the meeting materials.

18. [2023-019](#) Board Planning Calendar (Written Report in Materials)

Attachments: [3 Month Outlook Calendar](#)
[PEC Annual Board Planning Calendar](#)

President Mark Ekrut stated that the proposed Board Planning Calendar is included in the meeting materials.

Recess to Executive Session

President Mark Ekrut announced the items to be discussed in Executive Session and at 10:10 a.m., stated the Board would go into Executive Session.

Executive Session - Legal Matters

- 19. [2023-020](#) Matters in Which the Board Seeks the Advice of Its Attorney as Privileged Communications in the Rendition of Professional Legal Services
- 20. [2023-021](#) Litigation and Related Legal Matters - D Ballard
- 21. [2023-031](#) Legislative Update - J Urban
- 22. [2023-022](#) Resolution - Approval of Authorization for Initiation, Settlement, or Disposition of Litigation Matter(s) - D Ballard

Executive Session - Contract and Competitive Matters

- 23. [2023-030](#) Discussion of Power Supply Contractual Resources - D Thompson
- 24. [2023-023](#) Markets Monthly Report - D Thompson
- 25. [2023-024](#) Transmission Operations and Control Center Update - C Moos/J Warren/J Treviño

Executive Session - Real Estate Matters

- [2023-025](#) Resolution(s) - Approval of Real Property Acquisitions or Real Property Dispositions - E Dauterive/C Moos
- 27. [2023-026](#) Resolution(s) - Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions - E Dauterive/C Moos

Executive Session - Safety and Security Matters

- 28. [2023-027](#) Safety and Security Matters

Executive Session - Personnel Matters

- 29. [2023-028](#) Personnel Matters

30. [2023-032](#) Review of 2023 CEO Action Items - J Parsley**Reconvene to Open Session**

At 2:32 p.m., the Board reconvened to the open session meeting.

Items from Executive Session**26. [2023-025](#) Resolution - Approval of Purchase of Land in Kimble County - E Dauterive**

Body: **NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE** that the Cooperative approve the purchase of real property, subject to satisfaction of any terms as discussed by the Board during Executive Session of this meeting, with certain details of any such purchase to be publicly available upon public filing of instruments memorializing the transfer; and

BE IT FURTHER RESOLVED that the Chief Executive Officer or designee is authorized to take all such actions as needed to implement this resolution.

Kimble County Property

The Cooperative will consider authorizing the purchase of real property located in Kimble County, Texas on such terms and conditions as further described in Schedule 1 as provided in Executive Session.

A motion was made by Director Oakley, seconded by Director Akers, that this item be approved. The motion carried by the following vote:

Yes: 7 - Rister, Pataki, Ekrut, Cox, Oakley, Graf, and Akers

Adjournment

There being no further business to come before the Board of the Directors, the meeting was adjourned at 2:33 p.m.

Approved:

Paul Graf, Secretary

Mark Ekrut, President



File #: 2023-033, **Version:** 1

Cooperative Update - J Parsley

Submitted By: Julie Parsley
Department: Chief Executive Officer
Financial Impact and Cost/Benefit Considerations: N/A



Cooperative Update

Julie C. Parsley | Chief Executive Officer

Winter Storm Mara

[More information to come]

Legislative Update

- XXXX bills filed
- Senator Charles Schwertner will again chair Senate Business and Commerce Committee
- Representative XXX will chair House State Affairs Committee
- Staff attended TEC Rally Day to meet with representatives, advocate for cooperatives, and to explain the Cooperative Difference
- Lunch and learns with staff ongoing



Regulatory Update

- ERCOT will evaluate near term “bridge solutions”, for improved resiliency until longer term solution like Performance Credit Mechanism (PCM) is implemented
 - Goals include:
 - Retain existing generation assets;
 - Consider incentives to signal development of new dispatchable generation; and
 - To the extent possible, reduce the need for Reliability Unit Commitments
- ERCOT to develop possible bridge solutions, then discuss with stakeholders, obtain final Board recommendation, then present to PUC for consideration in late April.



2023 Capital Credits Distribution

Last month, PEC distributed **\$6 million** in capital credits to current and former PEC members who accumulated capital credits in 2021 and 1995.

\$147.8 million has been returned to PEC members as capital credit distributions!



Apply Now for a PEC Community Grant!

- Local nonprofits are encouraged to apply for PEC Community Grants
- Deadline to apply is Monday, April 3
- Grants of up to \$5,000 available
- More than \$330,000 invested in our communities
- Funded through voluntary Power of Change Program

THE POWER OF HOME

AUSTIN HABITAT FOR HUMANITY: POWER OF CHANGE GRANT RECIPIENT



Stronger Together

The February feature XXX



New and Improved Website Coming (If used for Stronger Together)

- PEC is partnering with Steel Advertising to redesign www.pec.coop
- Member-focused design will enhance user experience
 - Setting up or changing service
 - Paying bill
 - Reporting outage
 - Chat
- New design on schedule to launch Q4 2023

UPGRADE LOADING...



Showing Our Employees Some Love

- Total compensation statements sent to all employees this week
- Combines value of benefits and compensation
 - Wages with midpoint scale of 75% or higher
 - Affordable, high-quality health care
 - Tuition reimbursement and financial support tools
 - Retirement savings with generous matching



For the *Love* of Community



Employee Kudos*



Dale Guthrie
Journeyworker
Junction



Kat Ruyle
Journeyworker
Cedar Park



Sandy Thomas
Member Relations
Analyst
Canyon Lake



Jill Peake
Member Relations
Agent
Oak Hill



**Sanjeanette
McCants**
Member Relations
Analyst
Liberty Hill

**These were selected from the hundreds of kudos PEC receives each month*





File #: 2023-034, **Version:** 1

Cooperative Financial Update - R Kruger

Submitted By: Renee Oelschleger on behalf of Randy Kruger
Department: Chief Financial Officer
Financial Impact and Cost/Benefit Considerations: N/A



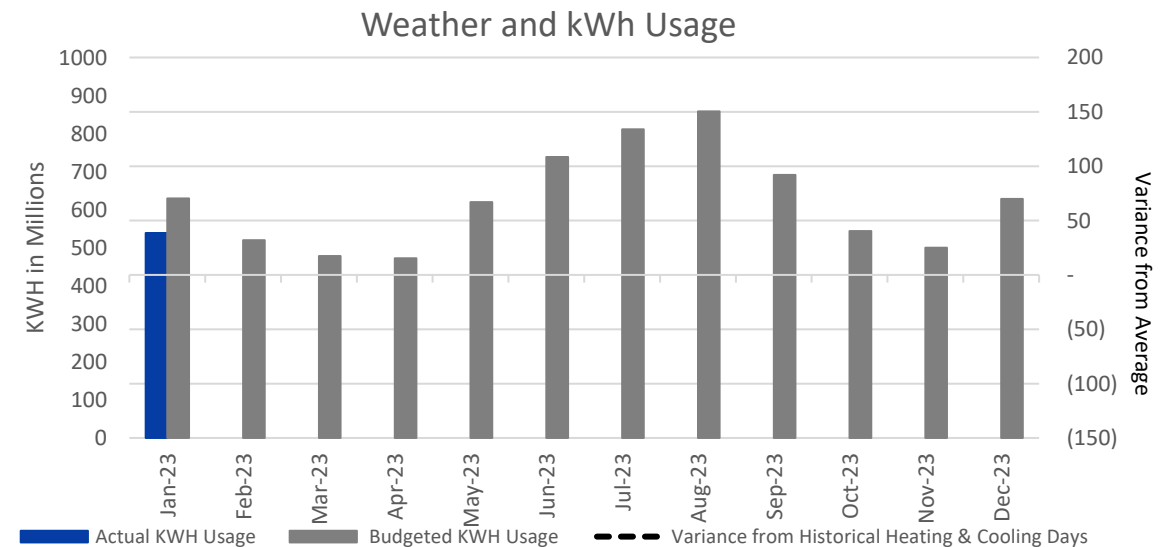
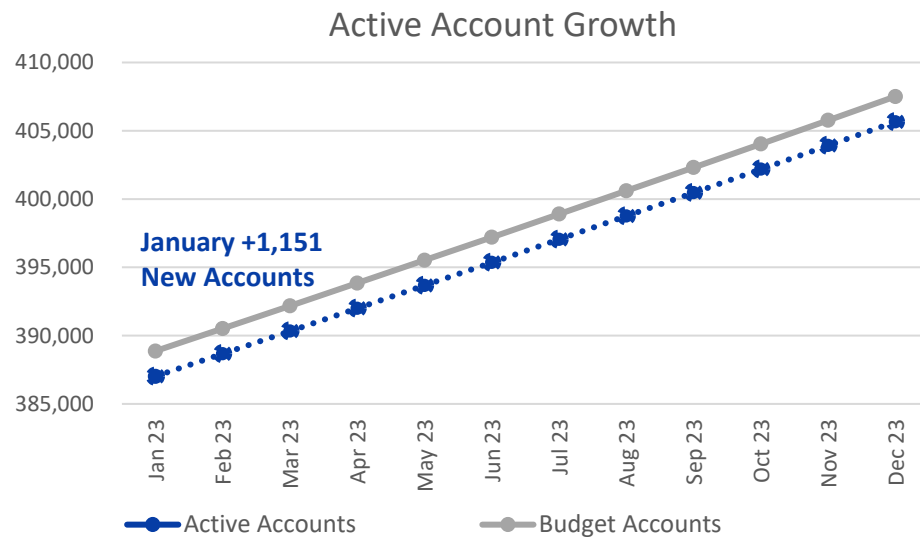
January 2023 Financial Presentation to the Board

Randy Kruger | Chief Financial Officer

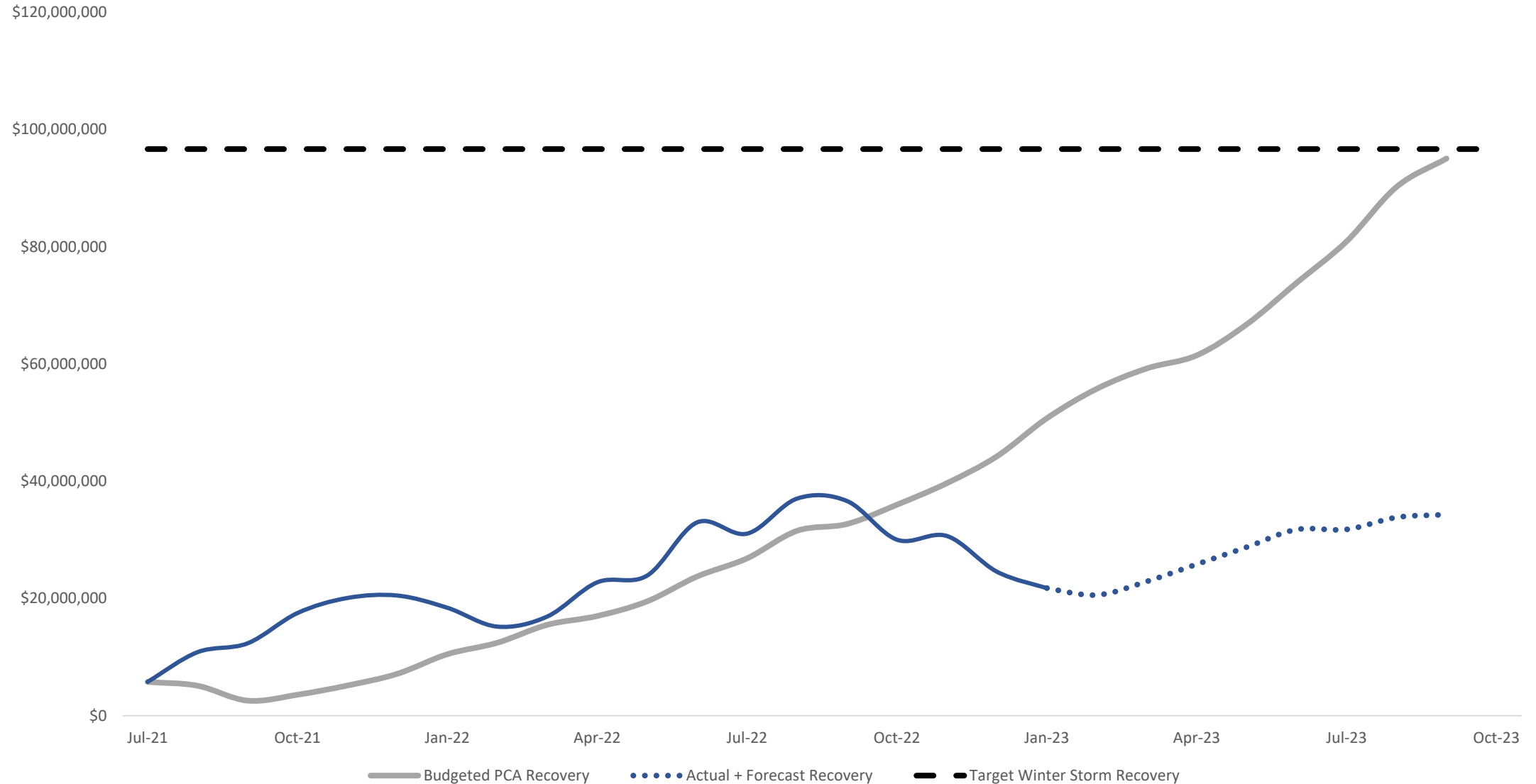
Finance at a Glance – January 2023

	MTD (\$ in millions)			YTD (\$ in millions)		
	Actual	Budget	Variance Favorable (Unfavorable)	Actual	Budget	Variance Favorable (Unfavorable)
MWH Sold	538,787	629,786	(90,998)	538,787	629,786	(90,998)
Gross Margins	\$ 29.3	\$ 29.6	\$ (0.3)	\$ 29.3	\$ 29.6	\$ (0.3)
Revenue O/(U)	\$ (4.9)	\$ 0.0	\$ (4.9)	\$ (4.9)	\$ 0.0	\$ (4.9)
Long-Term Debt				\$ 1,046.5	\$ 1,062.6	\$ 16.0

	Liquidity Coverage (\$ in millions)
Cash & Marketable Securities	\$ 16.2
Short Term Facilities	505.0
Less: Short Term Borrowings	-
Available Liquidity	\$ 521.2
Liquidity Coverage (Days)	299



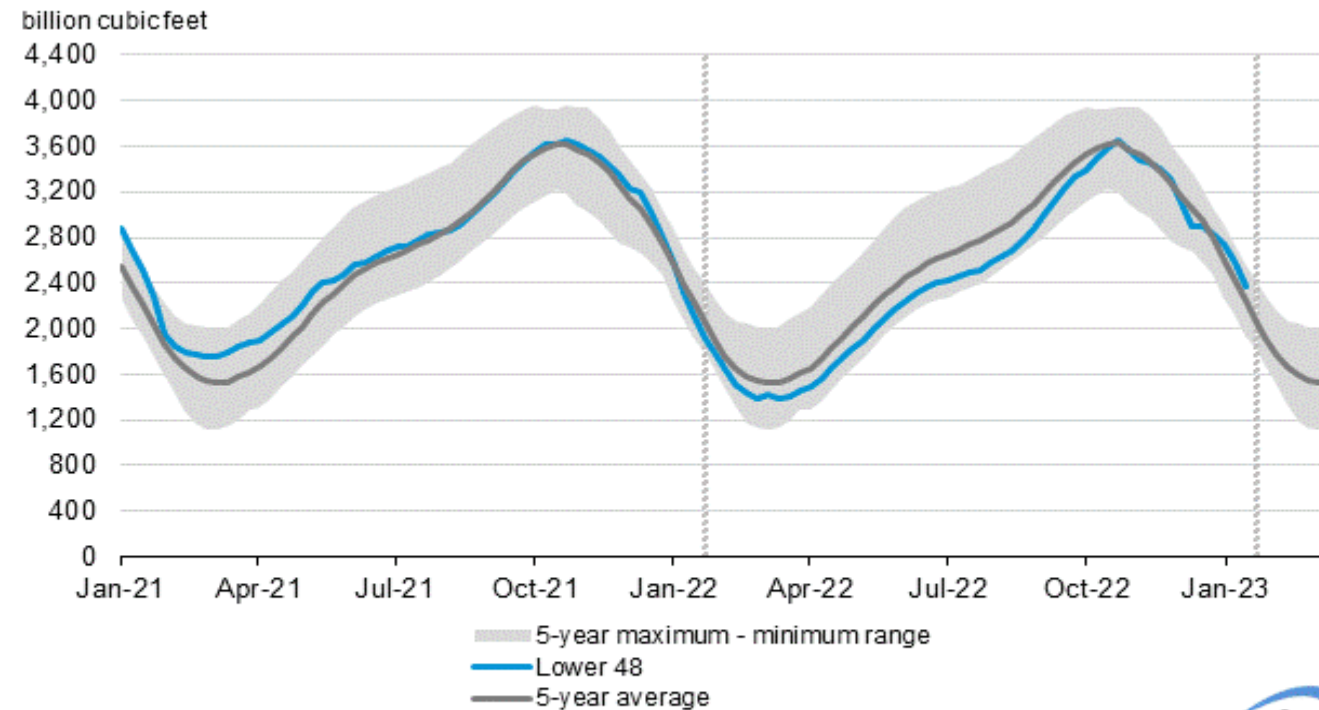
PCA + FPCRf O/(U) Winter Storm Recovery



Gas Storage

Gas in storage slightly above 5yr average

Working gas in underground storage compared with the 5-year maximum and minimum



Data source: U.S. Energy Information Administration

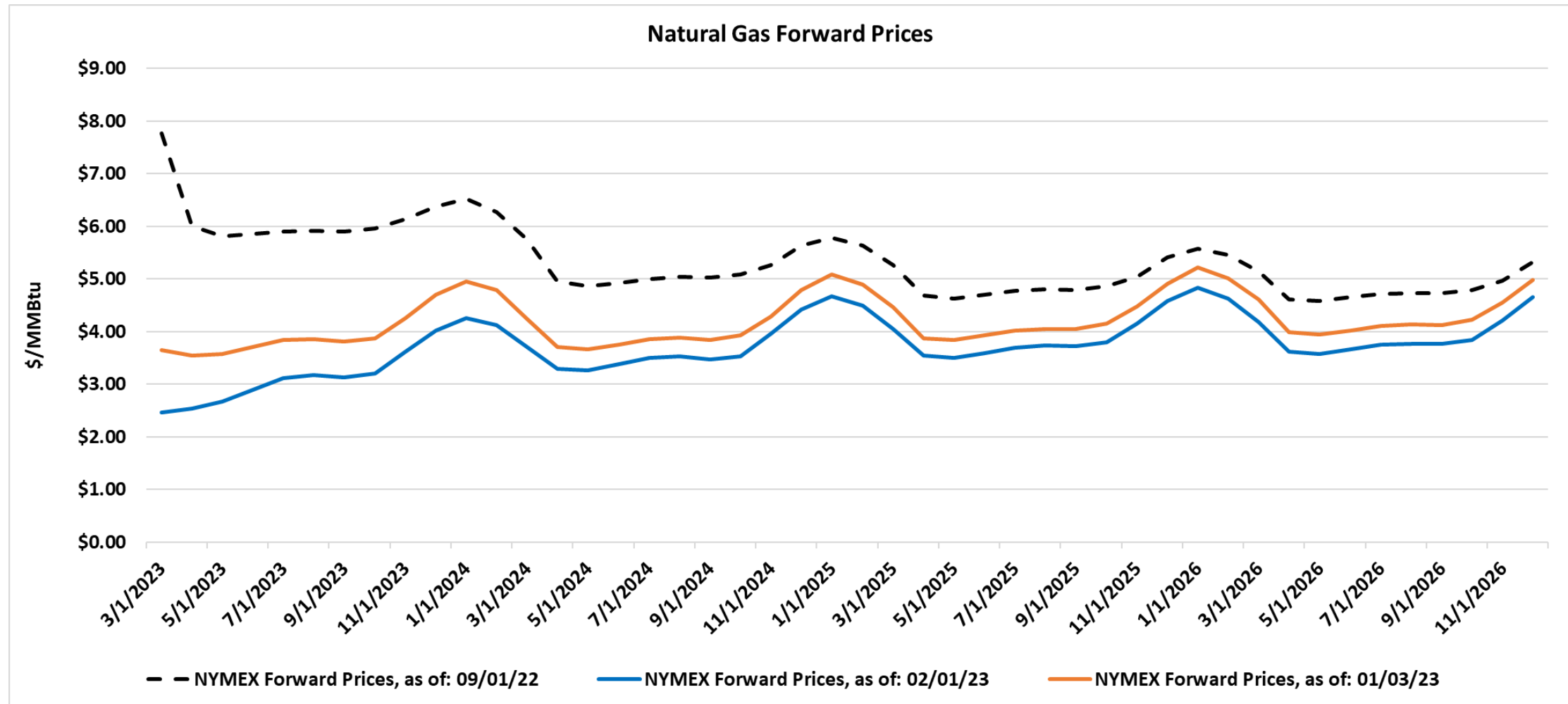


Note: The shaded area indicates the range between the historical minimum and maximum values for the weekly series from 2018 through 2022. The dashed vertical lines indicate current and year-ago weekly periods.

As of February 3, 2023

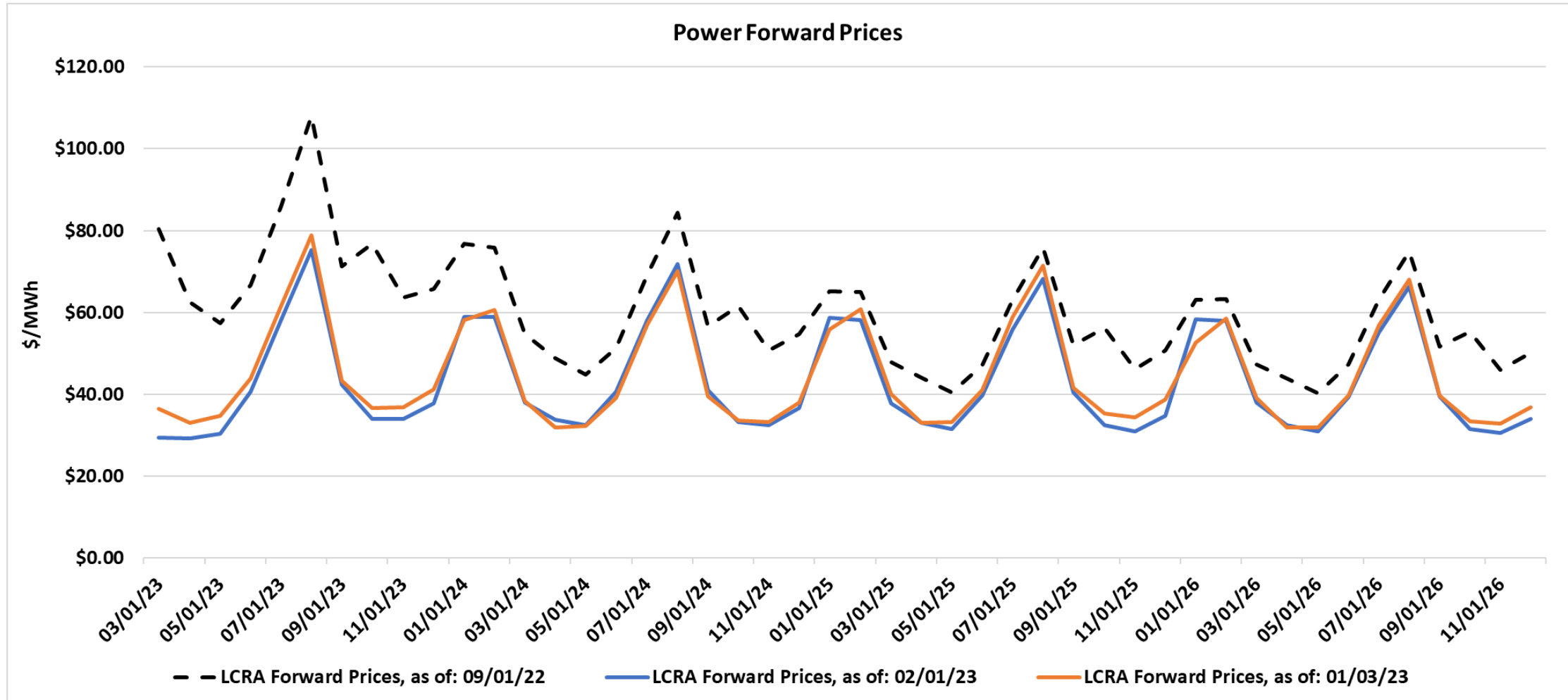
Forward Natural Gas Prices

Natural gas prices down on warm weather outlook and increased production levels.



Forward Power Prices

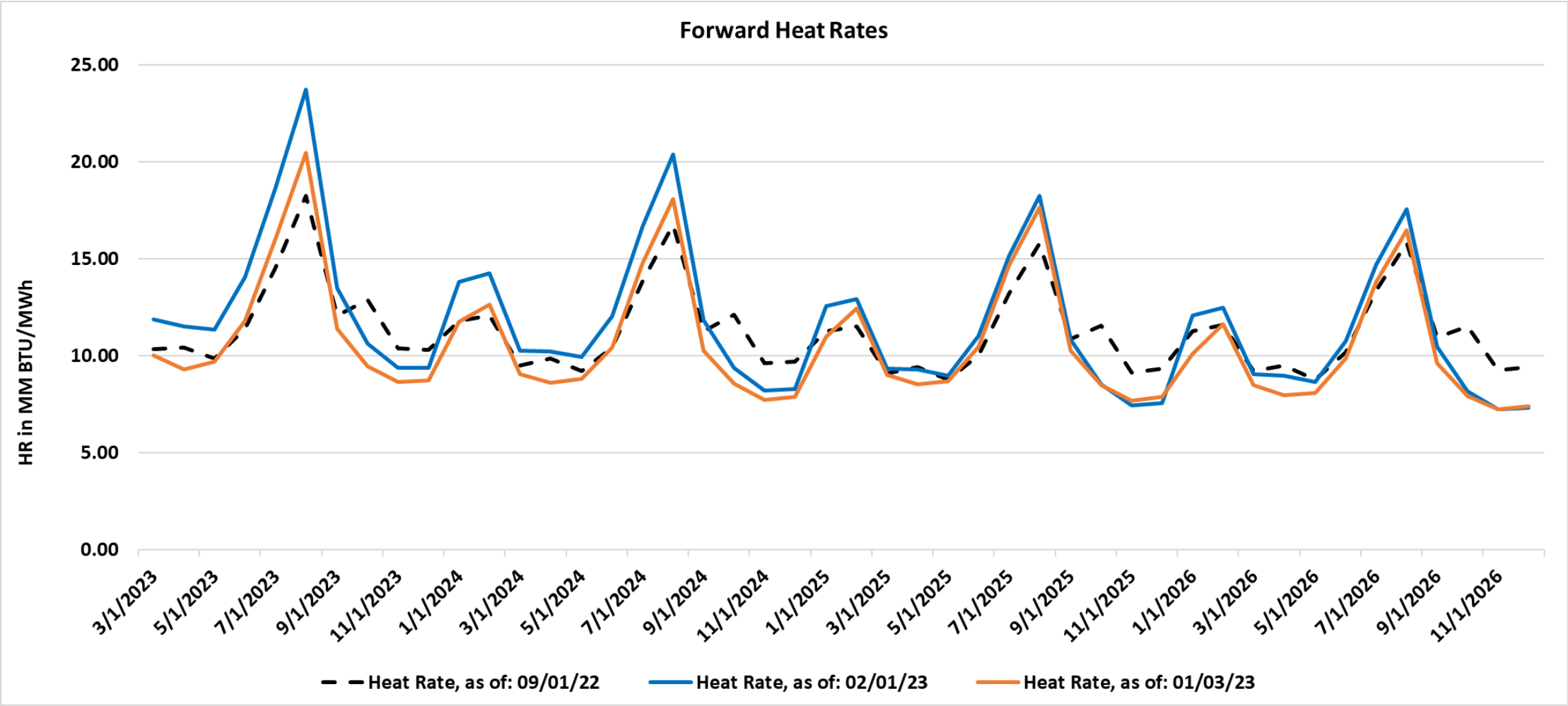
Forward power prices down but not as dramatically as gas prices.





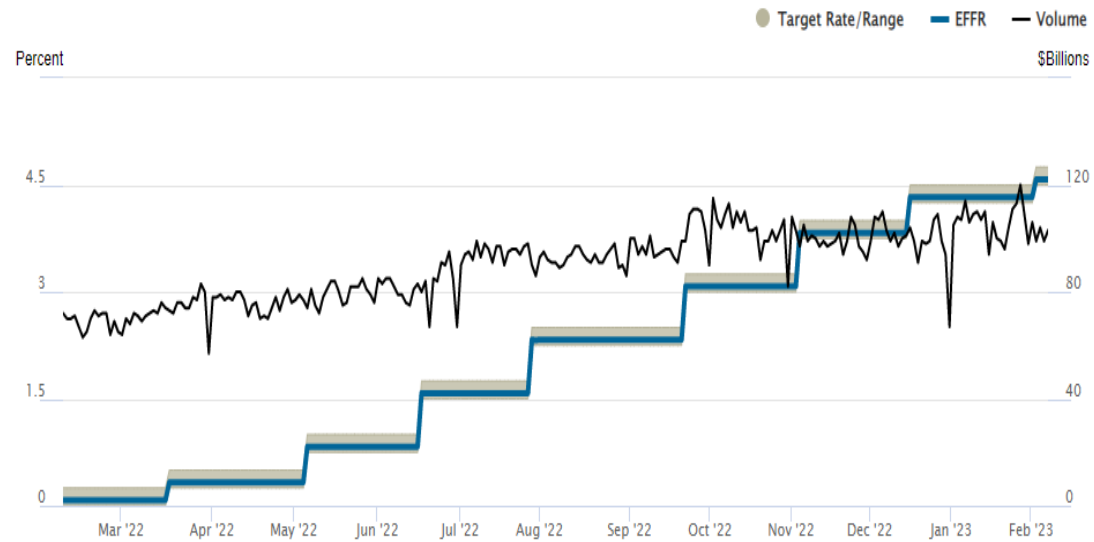
Market Heat Rates

Prompt heat rates have increased



Interest Rates

Federal Funds Rate



Source: Federal Reserve Bank of New York

10-Year Note



Source: *The Wall Street Journal* 2/2/2023



PROUD



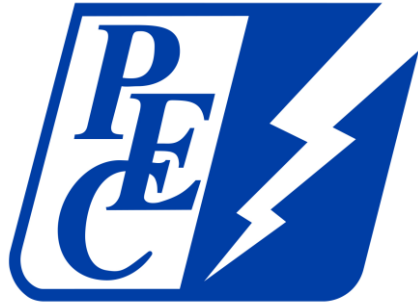
File #: 2023-035, **Version:** 1

Cooperative Operations Update - E Dauterive

Submitted By: Renee Oelschleger on behalf of Eddie Dauterive

Department: Chief Operations Officer

Financial Impact and Cost/Benefit Considerations: N/A



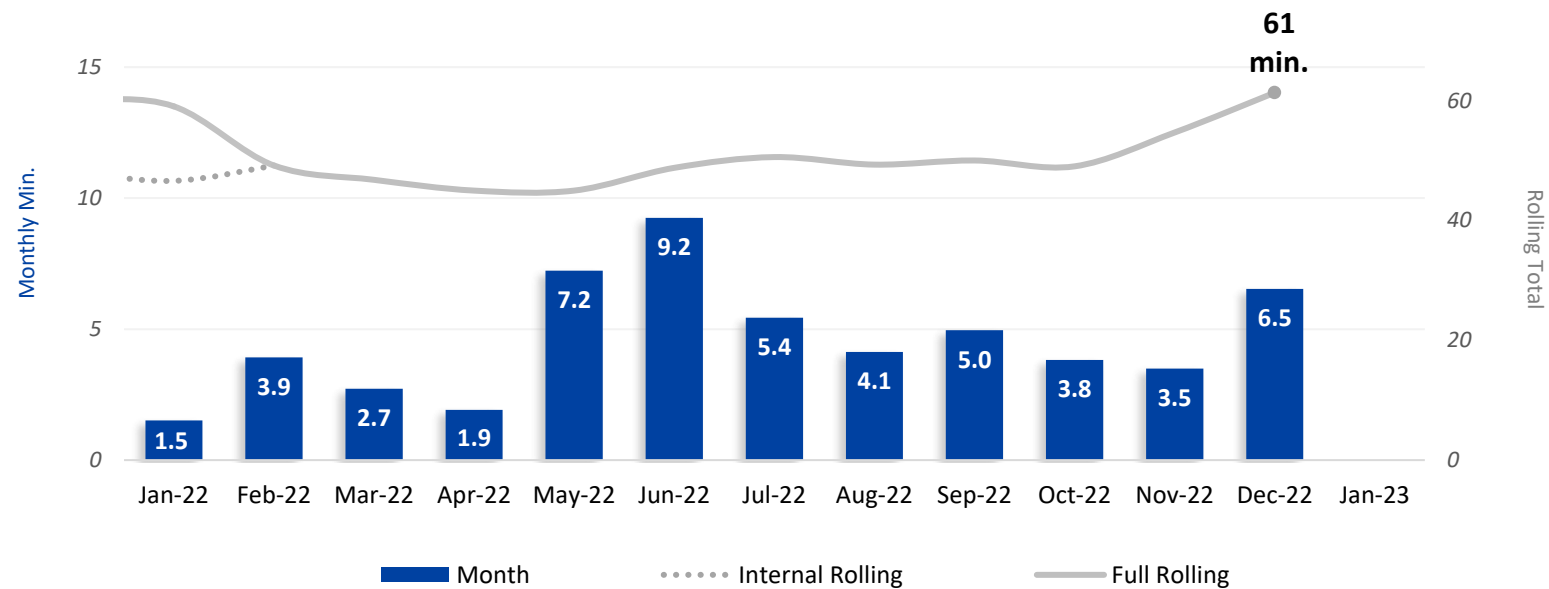
Operations Report

Eddie Dauterive | Chief Operations Officer

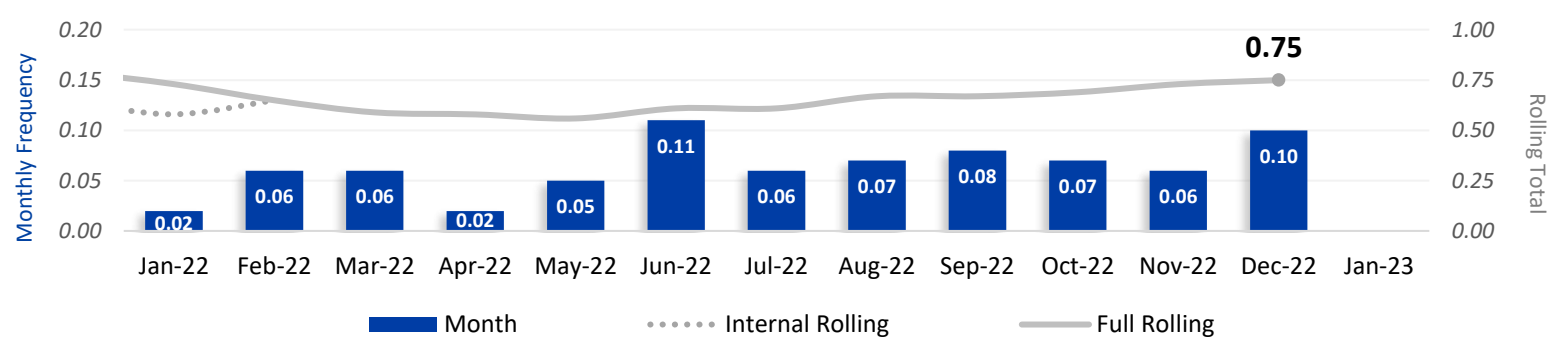
January update to be provided at Board Mtg.

Reliability

System Average Interruption Duration Index (SAIDI)



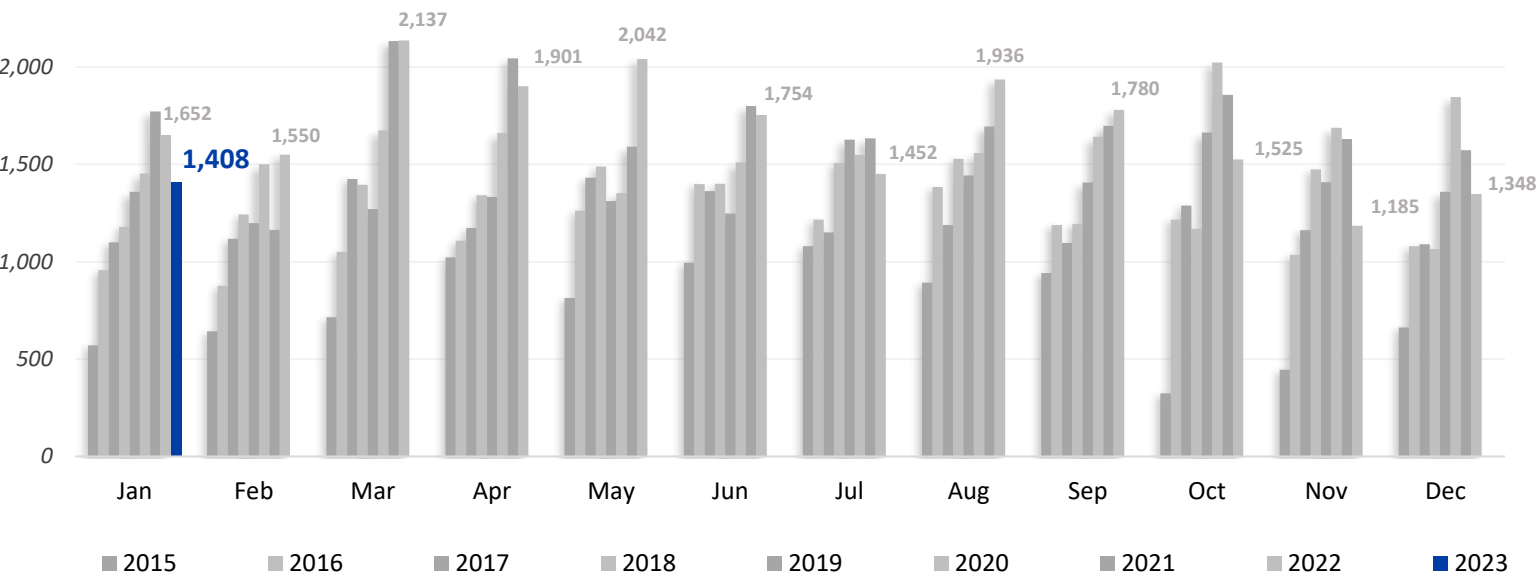
System Average Interruption Frequency Index (SAIFI)



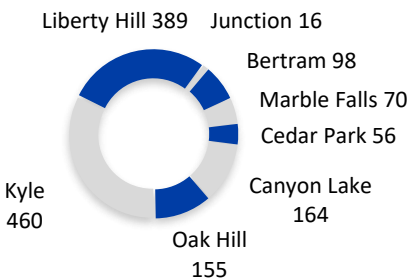
System Growth

Line Extensions Completed

2019: 16,640 2020: 19,458 2021: 20,592 2022: 20,262 2023 YTD: 1,408



Line Extensions Per District (1,408)

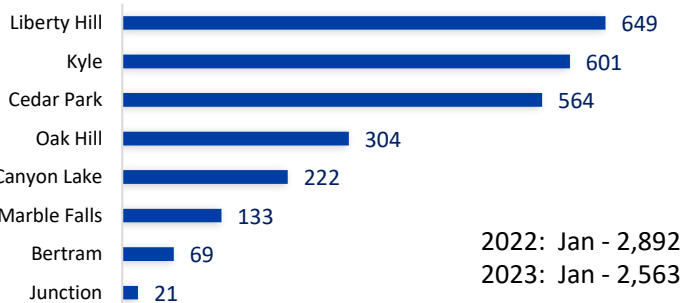


Miles of Distribution Line:

Underground: 6,809 (28%)
Overhead: 17,615 (72%)
Total: 24,424

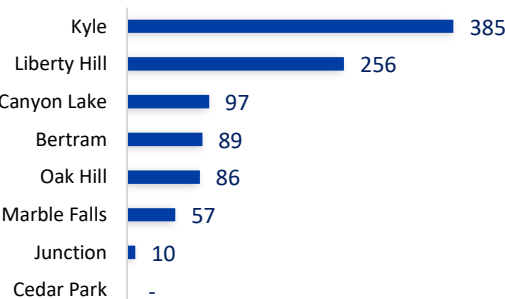


Member Applications (2,563)



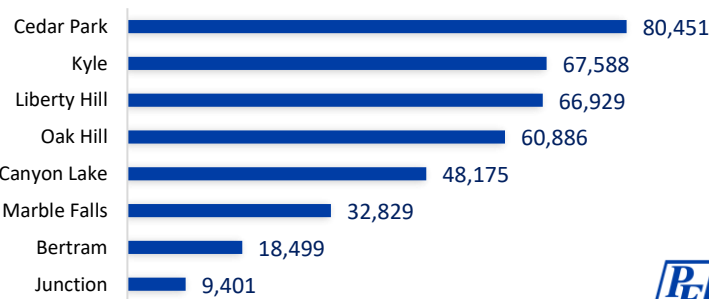
2022: Jan - 2,892
2023: Jan - 2,563

Meter Growth (903)



2022: Jan - 1,404
2023: Jan - 903

Meter Totals (384,758)

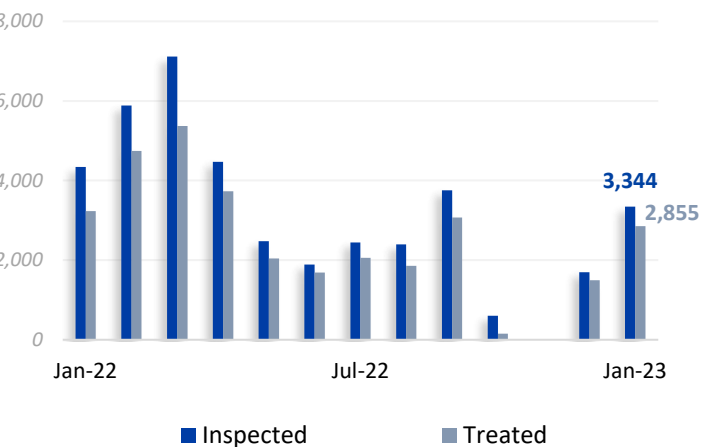


Distribution Maintenance

Pole Testing & Treatment (PTT)

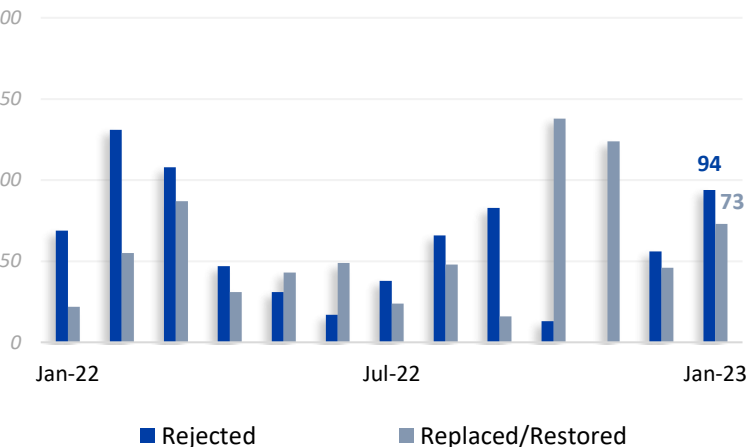
Poles Inspected & Treated

2022 YTD: Inspections - 4,331 Treated - 3,231
2023 YTD: Inspections - 3,344 Treated - 2,855



Poles Rejected & Replaced/Restored

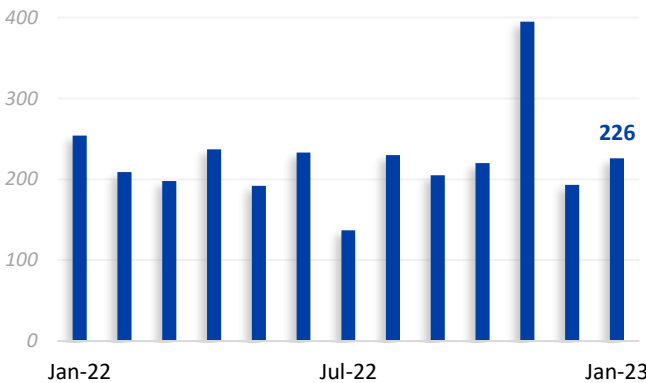
2022 YTD: Rejected - 69, Restored - 22
2023 YTD: Rejected - 94, Restored - 73



Underground Equipment

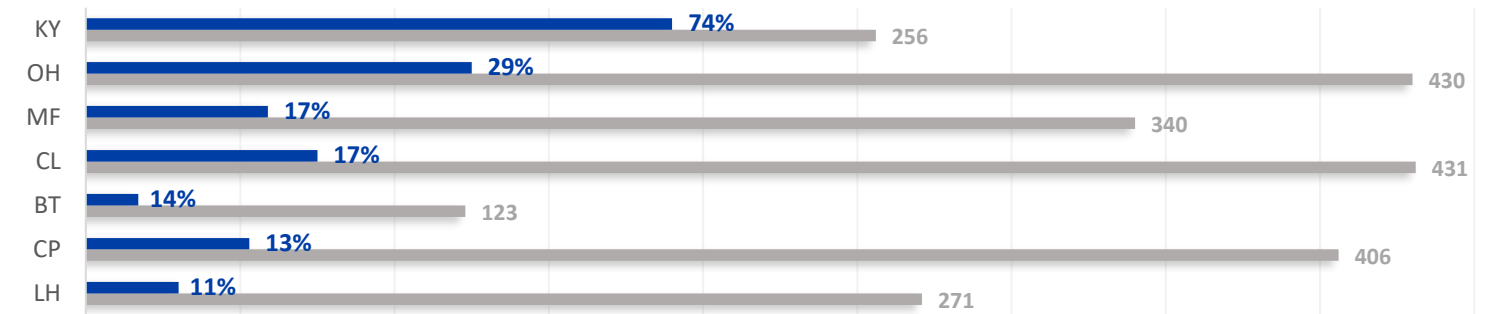
URD Pad Restorations

2022 YTD: Restorations - 254
2023 YTD: Restorations - 226



Vegetation Management

Wildland Urban Interface (WUI) Audits - Locations Identified for Service with % Audits Completed:

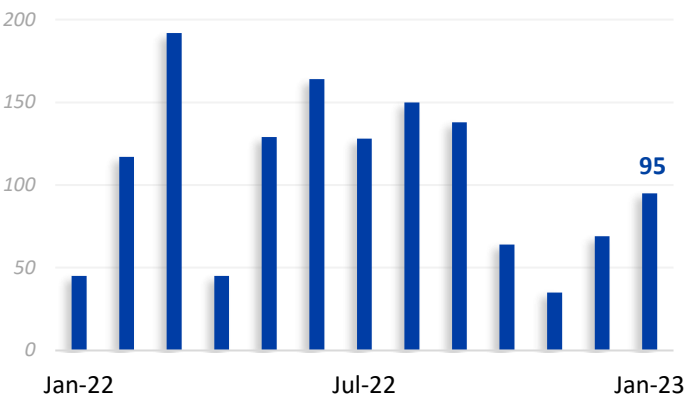


Distribution Maintenance

Technical Services

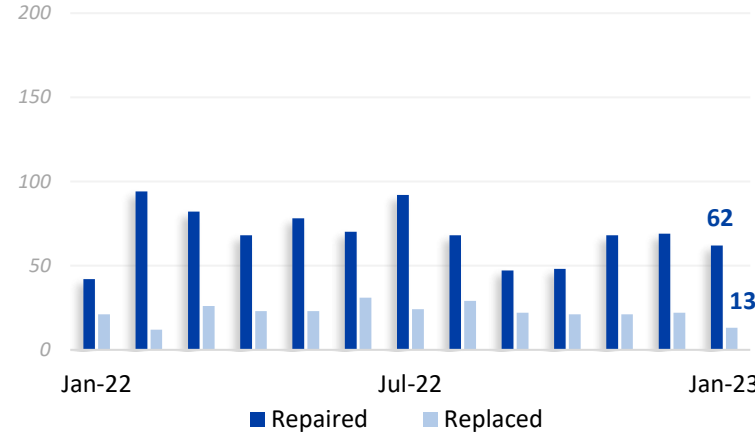
Equipment Inspections

2022 YTD: 95
2023 YTD: 45



Equipment Repaired & Replaced

2022 YTD: Repaired - 42, Replaced - 21
2023 YTD: Repaired - 62, Replaced - 13



Pole Contacts

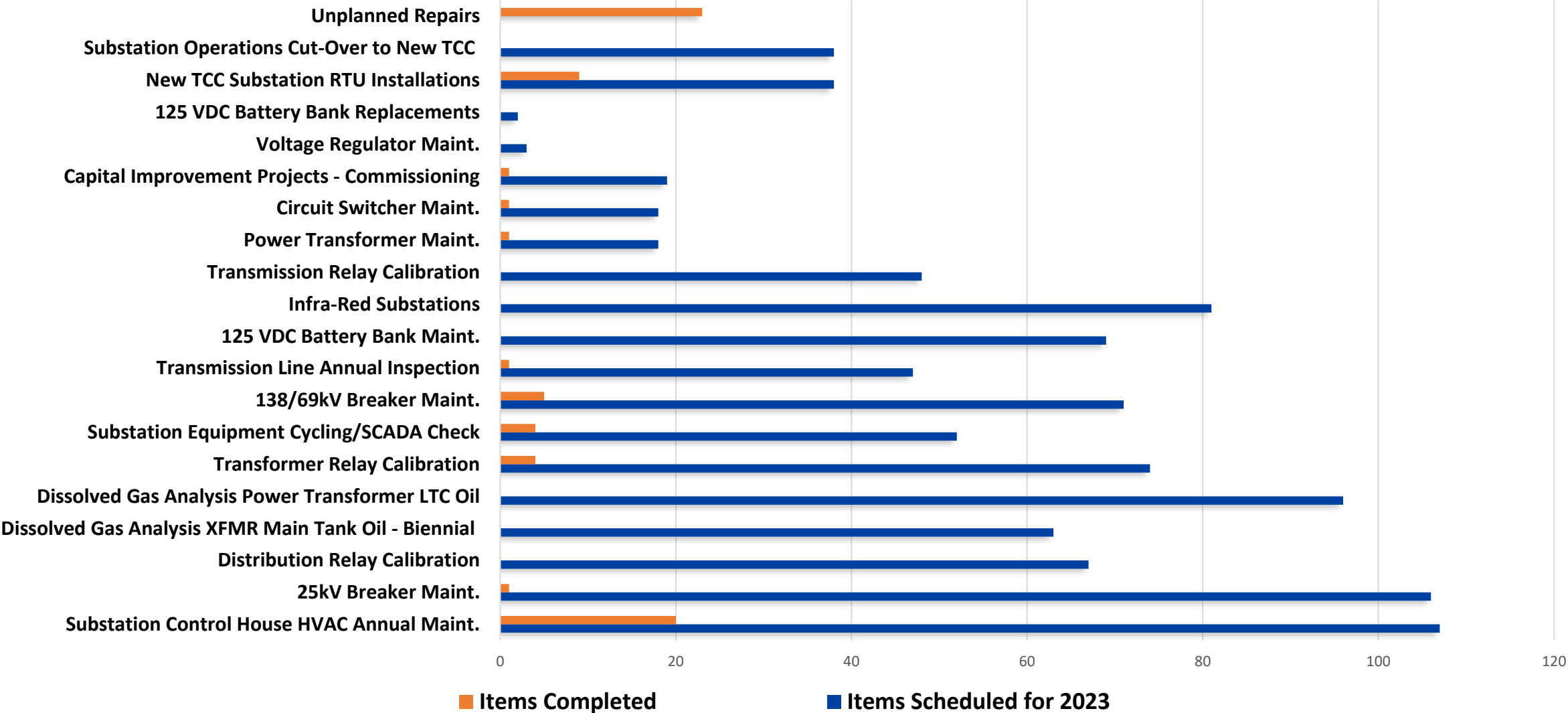
Applications Received & Permits Issued

2022 YTD: Received - 65, Inspected - 56, Approved - 65
2023 YTD: Received - 57, Inspected - 62, Approved - 45



Substation & Transmission Maintenance

2023 Itemized Maintenance By Equipment



Planning Engineering Projects

Overall Status

Project	Completion Date	Percent Complete
Load Projections Study	Jan 2023	100%
2023 CIP Project Maps	Feb 2023	30%
Capacitor Settings	Mar 2023	0%
20 Year Plan	Apr 2023	92%
4CP Study	Apr 2023	0%
Summer Contingency	May 2023	0%
UFLS Study	May 2023	0%
CIP (1st draft) Study	Jun 2023	0%
CIP Study Completed	Aug 2023	0%
Mock UFLS Study	Dec 2023	0%
Winter Contingency	Dec 2023	0%
2 Year System Protection Coordination Review	Dec 2023	65%

Substation Engineering Projects

Overall Status

District Project	Project Phase	Description	Completion Date	Percent Complete	
Cedar Park	Construction	Upgrade bus to double-breaker	Apr-23	90%	
Cedar Park	Engineering	Make improvements to ground grid for reliability	Apr-23	78%	
Kyle	Construction	Add third power transformer	May-23	72%	
Liberty Hill	Construction	Add third power transformer	Jun-23	70%	
All Districts	Construction	Upgrade circuit switchers and relay protection on three mobile substations	Jun-23	76%	
All Districts	Engineering	Develop transmission protection philosophy for protective settings	Sep-23	11%	
Bertram	Engineering	Upgrade power transformer	Sep-23	54%	
Junction	Engineering	Upgrade transformer and add line breakers	Oct-23	72%	
Liberty Hill	Engineering	Construct new substation	Dec-23	0%	
All Districts	Engineering	Develop configuration for engineering to have access to RTU settings/events	Dec-23	57%	
Oak Hill	Construction	Upgrade line protection relay panels	May-24	60%	
Liberty Hill	Engineering	Upgrade power transformer	May-24	0%	
Cedar Park	Engineering	Add third power transformer	Nov-24	0%	
Kyle	Engineering	Construct new substation	Dec-24	1%	
Oak Hill	Engineering	Upgrade power transformers	Jan-25	0%	

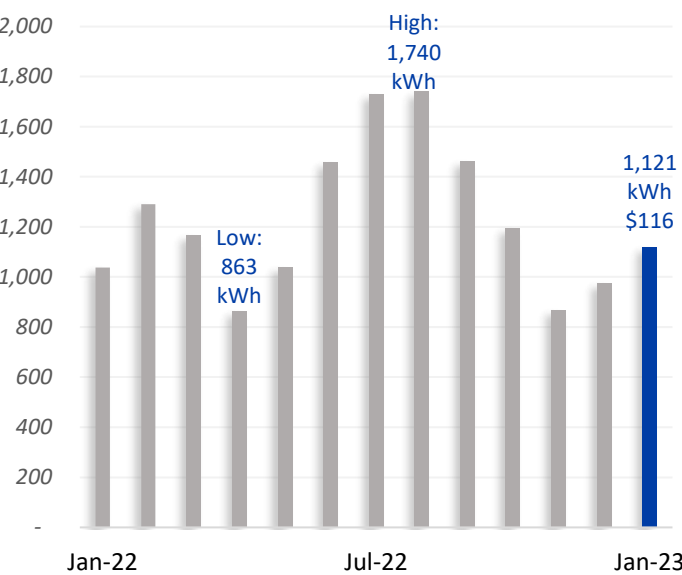
Transmission Projects

Overall Status

District Project	Project Phase	Description	Completion Date	Percent Complete
Canyon Lake	Construction	Increase clearance to meet USACE requirements	Dec 2022	99%
Marble Falls and Oak Hill	Construction	Respacing shield wire and conductor to reduce outage vulnerability during extreme weather	Jan 2023	99%
All Districts	Planning	NERC required annual planning assessment	Feb 2023	60%
Kyle	Engineering	Harden transmission line to meet severe weather requirements	Apr 2023	49%
Oak Hill	Construction	Harden transmission line to meet severe weather requirements	May 2023	87%
Oak Hill	Engineering	Developer funded transmission line relocation	Dec 2023	25%
Liberty Hill	Engineering	Add Fiber to existing transmission line	Dec 2023	15%
Liberty Hill	Engineering	Harden transmission line to meet severe weather requirements	Dec 2023	40%
Liberty Hill	Engineering	Harden transmission line to meet severe weather requirements	May 2024	40%
Oak Hill	Engineering	Harden transmission line to meet severe weather requirements	Dec 2024	25%
Marble Falls and Cedar Park	Construction	Reconductor (Phase 1)	Dec 2024	15%
Cedar Park	Engineering	Harden transmission line to meet severe weather requirements	Dec 2025	20%
Marble Falls and Cedar Park	Engineering	Overhaul (Phase 2)	Dec 2025	20%

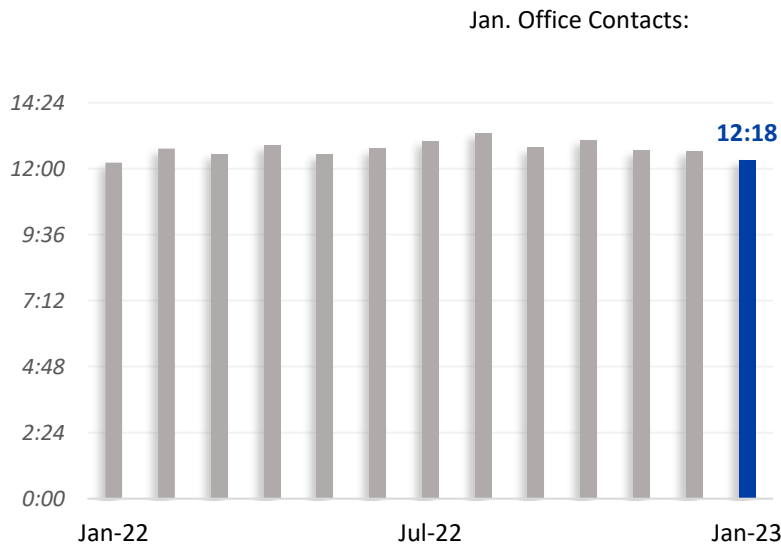
Member Relations

Average Residential Usage



Member Contacts

Average Handle Time



Jan. Phone Contacts: 22,997
Jan. Office Contacts:

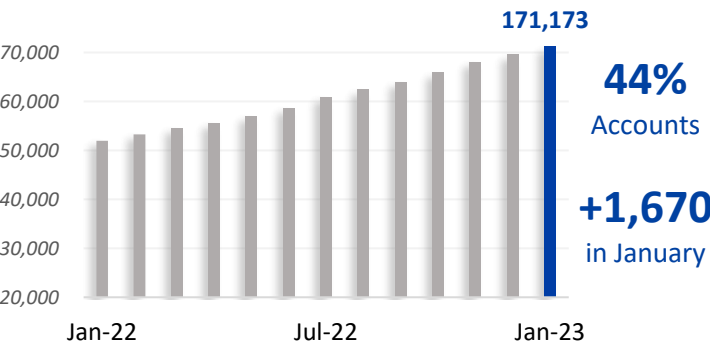


Contact Types

2022: 376,659 Contacts

Main Contact Types	Jan. Totals	
Service Request	6,957	29%
Billing Inquiry	4,858	21%
Payment Arrangement	1,752	7%
Account Update	1,378	6%
Outage	1,365	6%
Payment	1,326	6%

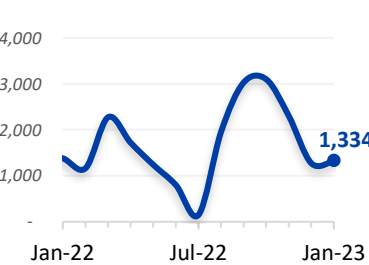
Paperless Enrollments



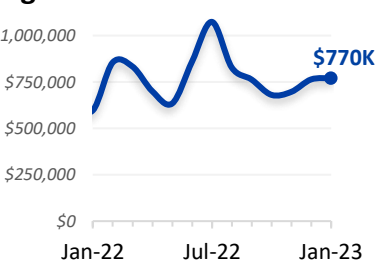
Collections

9 days with no collection activity.

Remote Disconnects



Aged Balances



Energy Services

2022 YTD: Audits - 20, Insp. - 154
2023 YTD: Audits - 16, Insp. - 218



Winter ice-storm summary to be
provided in open session.



pec.coop



File #: 2023-036, **Version:** 1

Member Comments

Submitted By: Don Ballard

Department: General Counsel

Financial Impact and Cost/Benefit Considerations: N/A

All Cooperative Members have the right to speak up to 3 minutes limitation or as otherwise directed by the Board, and attend any meetings called by the Board of Directors as defined in the Cooperative's Articles of Incorporation.

Members are also able to watch this meeting by livestream from the PEC website at <https://pec.legistar.com/Calendar.aspx>.

Board meeting dates, agendas and supporting materials are available online <https://pec.legistar.com/Calendar.aspx>.

Members may also provide input by using the following methods. Comments are provided to all board directors.

- Members may submit comments and requests to the board by email or U.S. mail.
- Please direct board meeting email messages to: PECBoard@peci.com [<mailto:PECBoard@peci.com>](mailto:PECBoard@peci.com).

Articles of Incorporation, Article IX, Section 3, Member Bill of Rights - Open Meetings:

A Member has the right to attend every regular, special, or called meeting of the Board of Directors and its committees, except for executive sessions as allowed by policy or law. All meetings shall be called with proper notice, and any final action, decision, or vote on a matter shall be made in an open meeting.

Articles of Incorporation, Article IX, Section 5, Member Bill of Rights - Right to Speak:

A Member has the right to speak at every regular, special, or called meeting of the Board of Directors and its committees, except for executive sessions, on any PEC matter at a time designated by the Board.

Members' attendance and their right to speak at all meetings called by the Board of Directors is further outlined in the Decorum Meetings Policy.

Decorum Meetings Policy, Purpose:

As a democratically-controlled and Member-owned Cooperative, Member participation in Pedernales Electric Cooperative ("Cooperative" or "PEC") affairs is valued and respected and individuals should be allowed to state opinions. Meetings or functions of the Cooperative whether conducted on or off premises shall be conducted in a professional and courteous manner.



DECORUM POLICY

Effective Date: October 16, 2020

1. PURPOSE

As a democratically-controlled and Member-owned Cooperative, Member participation in Pedernales Electric Cooperative ("Cooperative" or "PEC") affairs is valued and respected and individuals should be allowed to state opinions. Meetings or functions of the Cooperative, whether conducted on or off premises, shall be conducted in a professional and courteous manner.

2. SCOPE

This Policy applies to all Participants at meetings of PEC Board of Directors ("Board") and any other business meeting or function of the Cooperative, whether on or off PEC premises.

3. POLICY AND IMPLEMENTATION

- 3.1. PEC Business Meetings or Functions. Participants in any business meeting or function shall maintain an environment free of abusive, slanderous, or bullying behavior. To protect the security and safety of persons attending such meetings, all Participants shall respect an individual's physical space and refrain from any form of physical intimidation or abuse. Any behavior demonstrating or threatening violence, attack, or physical abuse is not tolerated.
 - 3.1.1. Meeting Participants may not display placards, bumper stickers, signs, or other campaigning, or political advocacy materials within the premises of a meeting or function, other than those materials displayed on the individual Participants' body or clothing. Campaigning and electioneering for PEC elections is governed by the Cooperative's Election Policy and Procedures.
 - 3.1.2. Meeting Participants shall refrain from disruptive or distracting behavior. Personal or character attacks, or improperly sidetracking the attention of other Participants with subject matter that is irrelevant to PEC or unrelated to PEC are examples of disruptive or distracting behavior.
- 3.2. Board Meetings. PEC Board meetings are conducted in accordance with the [Board Meetings Policy](#) and the current edition of Robert's Rules of Order Newly Revised, as practicable, and "Procedure for Small Boards" (for example, Robert's Rules of Order Newly Revised § 49 (11th ed. Cambridge, Mass.: Perseus Publishing, 2011)).
 - 3.2.1. All Participants wishing to address the Board during the designated portion of a Board meeting shall sign a registry identifying themselves prior to speaking, and shall open their remarks by stating their name and whether they are a Cooperative Member. Time allotted by the Board for each speaker cannot be shared or allotted with other speakers. The allotted time shall include and commence from the



beginning of the speaker's remarks and include any time that passes during questioning or colloquy between the speaker and the Board. Additional time may be granted to a person by the Board President, or upon a majority vote of the Board.

- 3.2.2.** When any Member or Participant wishes to provide written or demonstrative materials to the Board or others, such Member or Participant must, prior to the meeting's start, provide the information to the Board Secretary or their designee for distribution.
- 3.2.3.** Participants shall refrain from disruptive or distracting behavior. Personal or character attacks, speaking out of turn, approaching or standing at the Board meeting dais without the permission of the Presiding Officer, or improperly sidetracking the attention of other Participants with subject matter that is irrelevant to PEC or unrelated to PEC are examples of disruptive behavior.

4. DEFINITIONS

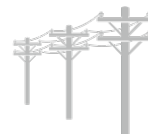
- 4.1. Participants** – Collectively includes Cooperative Board Directors, employees, Members, or any other attendees at PEC business meetings or functions.

5. PROCEDURE RESPONSIBILITIES

- 5.1.** PEC Business Meetings or Functions. Directors and Employees shall maintain order and preserve the decorum of any business meeting or function conducted on or off the Cooperative premises.
- 5.2.** Board Meetings. The Presiding Officer shall maintain order and preserve the decorum of Board meetings as provided in this Policy. Each Board Director shall cooperate with the Presiding Officer in preserving order and decorum, and no Participant shall, by conversation or otherwise, delay or interrupt the proceedings of the Board, nor disturb any person while speaking.

6. POLICY ENFORCEMENT

- 6.1.** When Member or Participant behavior violates this Policy, is severe, or threatens physical safety or property, the Presiding Officer, CEO, or responsible Cooperative employee may require the Member or Participant to leave the PEC premises, meeting, function, or discussion.
- 6.2.** Repeated or Severe Violation
 - 6.2.1.** PEC Business Meetings or Functions. Upon repeated or severe violation of this Policy, the Board, CEO, or their designee, may prohibit a person from attendance at PEC meetings, functions, or discussions. The duration of the prohibition shall be based upon the severity and nature of the violation.
 - 6.2.2.** Board Meetings. Upon repeated or severe violation of this Policy, the Board may prohibit a person from attendance at PEC Board meetings. The duration of the prohibition shall be based upon the severity and nature of the violation.

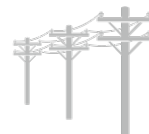


7. REFERENCES AND RELATED DOCUMENTS

Board Meetings Policy

Robert's Rules of Order Newly Revised (11th ed. Cambridge, Mass.: Perseus Publishing, 2011)

Date adopted:	March 15, 2010
Last reviewed:	October 16, 2020
Review frequency:	Every Five Years
Amendment dates:	September 21, 2015, October 16, 2020
Effective date:	October 16, 2020
Approver:	Board of Directors
Applies to:	All Participants at meetings of the Board of Directors, any other business meeting or function of the Cooperative whether on or off PEC premises.
Administrator:	Board of Directors and CEO
Superseding effect:	This Policy supersedes all previous policies and memoranda concerning the subject matter. Only the Approver may authorize exceptions to this Policy.





File #: 2023-037, Version: 1

Resolution - Approval of 2023 NRECA Annual Meeting Voting Delegates, 2023 CFC District Voting Delegates, and 2023 NRTC Voting Delegates - M Ekrut

Submitted By: Mark Ekrut

Department: Board of Directors

Financial Impact and Cost/Benefit Considerations: N/A

The Board may consider designation of voting delegates and alternates to upcoming NRECA (National Rural Electric Cooperative Association), NRTC (National Rural Telecommunications Cooperative), and CFC (National Rural Utilities Cooperative Finance Corporation) annual meetings.

The NRECA PowerXchange (Annual Meeting) will be held March 3-8, 2023 in Nashville, Tennessee. NRECA requires voting delegates to cast votes for the NRECA Annual Member Business Meeting on March 7, 2023 from 11:00 a.m.-12:00 p.m. EST. Voting delegates may attend the annual member business meeting either in-person or online

The NRTC Annual Meeting will be held on March 3, 2023 from 2:00 p.m.-3:30 p.m. EST in Nashville, Tennessee.

The 2023 CFC Forum will be held June 19-21, 2023 in Seattle, Washington. CFC Bylaws do permit members to cast ballot by mail.

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE, that the following persons are appointed as voting delegate and alternate delegate to act as designated and authorized representatives of the Cooperative at the 2023 NRECA PowerXchange (Annual Meeting) until successors are duly appointed and designated: Amy SJ Akers, Voting Delegate; and Mark Ekrut, Alternate Delegate; and

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE, that the following persons are appointed as voting delegate and alternate delegate to act as designated and authorized representatives of the Cooperative at the 2023 NRTC Annual Meeting, until successors are duly appointed and designated: Amy SJ Akers, Voting Delegate; and Mark Ekrut, Alternate Delegate; and

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE, that the following persons are hereby appointed as voting delegate and alternate delegate to act as designated and authorized representatives of the Cooperative at the 2023 District 10 Meeting of CFC, until successors are duly appointed and designated: Amy SJ Akers, Voting Delegate; and Mark Ekrut, Alternate Delegate; and

BE IT FURTHER RESOLVED that the Chief Executive Officer, or designee, is authorized to take all such actions necessary to implement this resolution.



NRECA Annual and
Regional Meeting Voting
Delegate Certification and
Credentialing Process



Please fill out the form below. Indicate who will be your Voting Delegate and Alternate at the Business Meeting. The Alternate will serve only if the Delegate is unable to attend the Business Meeting.

Please return this form to NRECA using the following email address: VotingDelegates@nreca.coop or this fax number: (703) 907-5512.

Pedernales Electric Co-op, Inc.

Region: 10

CEO/GM: Julie Parsley

State: Texas

MEETING AND REGISTRATION PROCEDURES

- Please return signed, dated and completed form to VotingDelegates@nreca.coop
- **Make sure you are selecting a delegate that is registered for and will be attending the meeting.**
- At the meeting, the delegate must first pick up their badge, then proceed to the Delegate Check-in station located near registration.
- At the Delegate Check-in station, the delegate will confirm their certification and pick up all voting credentials, including badge and ribbon.
- At the Business Meeting, delegates will be asked to present their badge and credentials in order to vote. **Delegates must be present at the Business Meeting to have their vote counted.** No individual may represent more than one system. Proxy voting is prohibited.
- Each voting member is permitted one vote on each of the resolutions and other business properly brought before the Business Session.

NRECA VOTING DELEGATE CERTIFICATION

NRECA Bylaws Article V, Section 2(B) and 2(C) provide that "...each voting member shall be entitled to select, either by vote of its membership or its board of directors, one of its members, directors, or employees to act as the voting delegate, and one such person to act as the alternate delegate, at the meeting...each voting delegate must submit a certification signed by the director who is president of the member or is chair of the member's board of directors, and by the director who is secretary of the member, stating that such delegate is duly authorized to cast the vote of the member."

Please indicate below who will be your delegate at the Business Meeting. **Only those delegates who have been properly documented as authorized by their cooperatives shall be credentialed to act during the NRECA Annual and Regional Meeting Business Sessions. This form must be dated, signed by the board President and board Secretary (board of directors/trustees), and returned to NRECA by the deadline provided in the accompanying instructions.**

Please note: Delegates chosen for the NRECA Annual Meeting are certified for the year. If there is no change for the **Regional Business Meeting**, there is no need to send in this form. If new delegates have been selected, please provide the new information requested.

The following are hereby certified as official voting delegate and alternate and are duly authorized to cast the vote of this member.

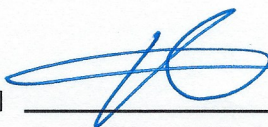
Amy Lea S J Akers
Voting Delegate

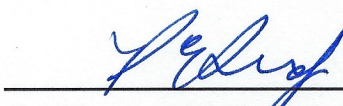
Director, District 7
Title

Mark Ekrut
Alternate Voting Delegate

President, District 3
Title

Signed


Board President (of Member System) DATE 12/20/22


Board Secretary (of Member System) DATE

Prepared by Susanne Greenseth (12/12/2022 11:02:13 AM)

If you have any questions concerning the above procedure, please contact the Membership Department at (703) 907-5868.



File #: 2023-038, Version: 1

Resolution - Approval for Directing the General Counsel to Prepare 2023 Proposed Non-Director Election Ballot Item(s) - D Ballard

Submitted By: Don Ballard

Department: General Counsel

Financial Impact and Cost/Benefit Considerations: Expenditure of Cooperative funds estimated in the amount of \$0 currently included in the Cooperative's 2023 operating budget; expenditures of staff time estimated in amount of 0 hours (other than ordinary processing requirements).

Section 6.1 of the Election Policy and Procedures provides that:

"The Board may, from time-to-time, submit matters under consideration by the Board to a vote of the Members. The vote in any such Non-Director Election shall be advisory only, except in such cases where a vote of Members is required by law or the PEC Bylaws, such as a vote to amend the PEC Articles of Incorporation. No later than the Regular Board Meeting 5 months prior to an election, the Board will direct the General Counsel to prepare proposed Ballot wording for any items to be put to a vote in a Non-Director Election. Any such matters will be presented by the General Counsel in a way to enhance Member understanding of such measures, including any Board recommendation or position concerning such a vote."

The Board may now wish to consider whether any Non-Director Election(s) items shall be placed on the 2023 election ballot.

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE that the General Counsel, or designee, of the Cooperative is directed to prepare proposed ballot wording for consideration by the Board of Directors on the following Non-Director Election matter(s) (as defined in the Cooperative's Election Procedures):

- A.) _____;
- B.) _____;
- C.) _____; and

BE IT FURTHER RESOLVED that, in accordance with Section 6.1 of the Election Procedures, the ballot wording will be presented in a way to maximize Members' understanding of the Non-Director Election matter, including any Board recommendation or position concerning the matter; and

BE IT FURTHER RESOLVED that the Board votes to [support/oppose] the proposed Non-Director Election matter, and the General Counsel is directed to draft proposed ballot language that reflects the Board's position; and

BE IT FURTHER RESOLVED that this proposed Non-Director Election matter shall not be included on the ballot unless and until a majority of the Directors votes to affirmatively place the matter on the ballot and approves the ballot wording.



File #: 2023-039, Version: 1

Resolution - Approval of Appointments to 2023 Qualifications and Elections Committee - D Ballard

Submitted By: Don Ballard

Department: General Counsel

Financial Impact and Cost/Benefit Considerations: Expenditure of Cooperative funds estimated in the amount of \$2,500 currently included in the Cooperative's 2023 operating budget; expenditures of staff time estimated in amount of 60 hours (other than ordinary processing requirements).

PEC's Bylaws Article 3 Section 3 provides the following:

Qualifications and Elections Review Committee.

- (a) At least ninety (90) days before any Membership vote for Election of a Director, the Board of Directors shall, appoint, by resolution, a qualifications and election review committee ("Qualifications and Elections Committee") consisting of no less than three (3) nor more than seven (7) members who are not existing Cooperative officers, employees, Directors or known candidates for Directors, or close relatives or members of the same household thereof. The Qualifications and Elections Committee shall elect its own chairman and secretary and shall be dissolved without further action required at the conclusion of the fifth day following the Member Meeting for which the Qualifications and Elections Committee was appointed, or upon the conclusion of any business before the Qualifications and Elections Committee, whichever is later. The Board may set compensation, reimbursement, allowances for telephonic meetings, and any other terms for the Qualifications and Elections Committee not otherwise specified by these Bylaws.
- (b) It shall be the responsibility of the Qualifications and Elections Committee to verify the qualifications of Director Nominees.
- (c) In the exercise of its responsibility, the Qualifications and Elections Committee shall have available to it the assistance of staff and the advice of legal counsel provided by the Cooperative, and shall be subject to the limits of Article III, Sec. 2 (p) of these Bylaws.
- (d) The Qualifications and Elections Committee's decisions (as reflected by a majority of those actually present and voting) on all matters covered by this Section shall be final.
- (e) In all matters, the Qualifications and Elections Committee shall assume the truth of matters asserted by Director Nominees, and act accordingly, unless the Committee has identified a reasonable and specific basis for acting otherwise.

PEC's Election Policy and Procedures Section 6.2.1.6 provides the following:

Qualifications and Elections Committee

At least a week before the Regular Board meeting 4 months prior to an election, each Director may submit to the Governance Team the name of a person or persons residing in the Director's District eligible and willing to serve on the Qualifications and Elections Committee, as described in the Bylaws. At the Regular Board meeting 4 months before an election, the Board will appoint the Qualifications and Elections Committee, with no less than three (3) nor more than seven (7) members, preferably with one member from each Director District.

The resolution will set compensation, if any, deadlines, reimbursement, allowances for telephonic meetings, and any other terms specified by the Board, and will specify that the Committee shall operate in accordance with the Bylaws and these Election Procedures. Members of the Qualifications and Elections Committee will have access to personal candidate information. The Qualifications and Elections Committee will use personal candidate information only as needed for service on the Qualifications and Elections Committee and will not

further disclose the information unless required as a matter of law.

WHEREAS the Bylaws of the Cooperative require the Board to appoint a Qualifications and Elections Committee (the "Committee") to review and determine the qualifications of applicants who wish to be candidates for election to the Board, and in accordance with the Cooperative's Election Policy and Procedures;

NOW, THEREFORE, BE IT RESOLVED that the following individuals are appointed to serve on the Qualifications and Elections Committee for the 2023 Election:

1. Amy Phillips
2. Cliff Hahn
3. Richard Law
4. Andy Cable
5. Craig Magerkurth
6. Lindy Sisk
7. Chris Oliveira; and

BE IT FURTHER RESOLVED that the following individuals are appointed as alternates to serve on the Qualifications and Elections Committee for the 2023 Election should an appointed member be unable to serve:

1. None
2. None
3. Kevin Nolting
4. None
5. None
6. None
7. Karleigh Stautz; and

BE IT FURTHER RESOLVED that the Committee will elect its own officers (Chair and Secretary), and will have access to information gathered from various sources, including the Candidates themselves, public records, and the Cooperative; and

BE IT FURTHER RESOLVED that the Cooperative will provide legal counsel and staff support; and

BE IT FURTHER RESOLVED that the Committee should conduct Meetings as often as the Committee determines that they are needed to perform the review of Candidate applications, and these meetings may be conducted by phone or at a place of the Committee's choosing; and

BE IT FURTHER RESOLVED that Committee members are paid \$150 for each telephonic or live meeting lasting more than one hour; the Cooperative will reimburse mileage and reasonable meal expenses incurred by Committee members in the course of their service; and provide indemnification and protection from liability for Committee members serving in that capacity as provided for in the PEC Bylaws; and

BE IT FURTHER RESOLVED that the General Counsel, or designee, is authorized and directed to take all actions necessary to implement this resolution.



File #: 2023-042, **Version:** 1

2023 Election Timeline Update - D Ballard (Written Report in Materials)

Submitted By: Don Ballard

Department: General Counsel

Financial Impact and Cost/Benefit Considerations: Expenditure of Cooperative funds is estimated in the amount of \$0 to process the election timeline. Responsibilities required of staff time are part of ordinary governance operations.

Section 3.2 of the Election Policy and Procedures provides that the Board will consider, amend (if desired), and approve an Election Timeline at least 5 months prior to each Annual Meeting of Members. The timeline sets out the key dates relative to the election to be held before the Annual Meeting.

2023 ELECTION TIMELINE
DIRECTOR ELECTION BALLOTS, DISTRICTS 2 and 3
NOTE: All due dates apply to all election ballots.

#	Item	EPP or Other Policy	Responsible Party	Due Date	2022 - 2023 Deadline**
1	Draft Resolution - Approval of Annual Election Services Provider Contract	4.1	BOD / GC / GT	At or before the August Regular Board Meeting	6/16/2022
2	Final Resolution - Approval of Annual Election Services Provider Contract	4.1	BOD / GC / GT	At or before the August Regular Board Meeting	7/21/2022
3	Draft Resolution - Establish Annual Meeting Date and Location	3.1	BOD / GC / GT	At or before the August Regular Board Meeting but no later than December each year	9/15/2022
4	Final Resolution - Establish Annual Meeting Date and Location	3.1	BOD / GC / GT	At or before the August Regular Board Meeting but no later than December each year	10/20/2022
5	Present Draft Election Timeline	3.2	GT	At least 6 months prior to Annual Meeting	11/18/2022
6	Communications Draft Plan overview presented to the Board of Directors	7.3	External Relations	At or before Regular Board Meeting 5 months before an election	11/18/2022
7	Approve Election Timeline	3.2	BOD	At least 6 months prior to Annual Meeting	12/16/2022
8	Final Communications Plan to be approved by the Board of Directors	7.3	BOD	At or before Regular Board Meeting 5 months before an election	12/16/2022
9	Conduct Internal Coordination Meeting and Establish PEC Election Team	3.3	GC / GT / ER / Mapping / IT / Member Relations / SBS	Upon approval of the Election Timeline (meeting set after approval of election timeline)	12/19/2022
10	Retain Background Verifier	6.2.1.7	GC / GT	As specified in this timeline	1/3/2023
11	Post and make available Nomination Application and Ballot Materials	6.2.1.1.1	BRS / GT / ER / Member Relations / Mapping	At least 5 months prior to Annual Meeting	1/17/2023
12	Direct the General Counsel to prepare proposed Non-Director Election items	6.1	GC / BOD	No later than the Regular Board Meeting 5 months prior to an election	1/20/2023
13	Membership List Availability	7.7	GT / IT / MR	2 months before the deadline for candidate application as specified in Section 6.2.1.4.	1/27/2023
14	Directors requested to submit the name(s) of a person or persons (including an alternate) residing in the Director's District eligible and willing to serve on the Qualifications and Elections Committee	6.2.1.6	BOD / GT	As specified in this timeline	2/1/2023
15	Director submits the name(s) of a person or persons (including an alternate) residing in the Director's District eligible and willing to serve on the Qualifications and Elections Committee	6.2.1.6	BOD / GT	At least a week before the Regular Board meeting 4 months prior to an election	2/10/2023
16	Election Services Provider to Present Quality Control steps to the General Counsel	7.12	SBS / GC / GT	Four (4) months prior to the member meeting, the Election Services provider shall provide PEC a list of quality-control steps to be taken before the Member Meeting, including process for the release and announcement of election results	2/17/2023
17	Board appoints the Qualifications and Elections Committee	6.2.1.6	BOD / QC	At the Regular Board meeting 4 months before an election	2/17/2023
18	Nomination Application and Ballot Materials Deadline - Candidate Application to be delivered to the Governance Team at PEC Headquarters in Johnson City	6.2.1.4	Candidate Applicants / Governance Team	At or before 5 p.m. on the last business day falling 82 days or more before the date of the Member Meeting	3/27/2023

2023 ELECTION TIMELINE
DIRECTOR ELECTION BALLOTS, DISTRICTS 2 and 3
NOTE: All due dates apply to all election ballots.

#	Item	EPP or Other Policy	Responsible Party	Due Date	2022 - 2023 Deadline**
20	Member Record Date for Petition Signatures	5.1	Governance Team / Member Relations	At or before 5 p.m. on the Record Date for a Member to be eligible to sign a nomination petition is the date of the verification of the signatures by PEC	3/27/2023
19	Qualifications and Elections Committee Meeting Date	6.2.1.6	QEC / GC / EC / GT	The QEC reviews all candidate material and then makes recommendation to the board of the candidates' slate	4/5/2023 & 4/6/2023
22	Candidate Orientation and Candidate Photographs	7.1, 7.5	Candidate Applicants / Governance Team / External Relations	The week preceding the April Regular Meeting of the Board	4/10/2023
23	Election withdrawal deadline for removal from Ballot	7.2	Candidate Applicants	Before Board approval of Ballot	4/21/2023
25	Presentation and approval of Candidate slate, Ballot, and any Non-Director Election items	6.2.1.9, 6.2.1.10	Qualifications and Elections Committee / GC	At least 2 months prior to an election	4/21/2023
26	Written Notice of Annual Member Meeting	TX Utilities Code 161.068	GC / GT	Between 30 and 10 days before the date of the Annual Meeting	5/16/2023
27	Mailing of Ballots*	7.4.1	SBS	Delivered between 25 and 30 days before the Annual Meeting	5/16/2023
28	Online voting site goes live	7.4.2	SBS	30 days before the Annual Meeting	5/16/2023
29	Electronic voting devices available to membership at PEC offices		Elections Committee / Governance Team	Devices are set up in each district office up for election, by 5:00pm, on the business day prior to online voting going live	5/16/2023
30	Initial voting email notifications	7.4.3	SBS	Between 25 and 30 days before the Annual Meeting	5/16/2023
31	Initial PEC Corporate Fact Sheet emailed to all PEC Members	7.3	External Relations	As approved in the Communications plan	5/16/2023
32	Update on voter turnout (totals by each director election district)	7.11	GC / GT	Once weekly after ballots are initially mailed	5/22/2023
33	Supplemental mailing of ballots to Members since previous mailing	7.4.1	SBS / IT	As specified in this timeline	5/22/2023
34	Second - voting email notifications	7.4.3	SBS	As specified in this timeline	5/22/2023
35	Second - PEC Corporate Fact Sheet emailed to all PEC Members	7.3	External Relations	As approved in the Communications plan	5/22/2023
36	Update on voter turnout (totals by each director election district)	7.11	GC / GT	Once weekly after Ballots are initially mailed	5/30/2023
37	Supplemental mailing of ballots to Members since previous mailing	7.4.1	SBS / IT	No later than 16 days before the Member Meeting at which Election Results are Announced	5/30/2023
38	Third - voting email notifications	7.4.3	SBS	As specified in this timeline	5/30/2023
39	Third - PEC Corporate Fact Sheet emailed to all PEC Members	7.3	External Relations	As approved in the Communications plan	5/30/2023
40	Update on voter turnout (totals by each director election district)	7.11	GC / GT	Once weekly after ballots are initially mailed	6/5/2023
41	Final - Reminder voting emails	7.4.3	SBS	As specified in this timeline	6/5/2023
42	Final - PEC Corporate Fact Sheet emailed to all PEC Members	7.3	External Relations	As approved in the Communications plan	6/5/2023
43	Supplemental mailing of ballots to Members since previous mailing	7.4.1	SBS / IT	As specified in this timeline	6/5/2023
44	Record Date for Casting Ballot	5.2 Bylaws, Art. II, § 9	IT / GT	Close of business, at least eight (8) business days before Annual Meeting	6/8/2023, 5:00pm
45	Deadline for Mailing or Casting Online Ballots; Ballots must be received by Election Services Provider	8.2, 8.4 Bylaws Art. II, § 8	SBS	No later than seven (7) days prior to the Member Meeting at which the Elections Results are announced	6/9/2023, 5:00 p.m.

2023 ELECTION TIMELINE
DIRECTOR ELECTION BALLOTS, DISTRICTS 2 and 3
NOTE: All due dates apply to all election ballots.

#	Item	EPP or Other Policy	Responsible Party	Due Date	2022 - 2023 Deadline**
46	Pre-Announcement and Pre-Results Delivery Quality Control; Post-Tabulation Quality Control	7.13, 8.2, 8.4 & 8.7 Bylaws Art. II, § 8	SBS / GC	No later than four (4) days prior to the Member Meeting at which pre-announcement and pre-results delivery quality control and pre / post-tabulation quality control is performed by SBS	6/12/2023
47	Election Services Provider Certifies Election Results and Provides Results to PEC	7.11 8.4 8.8	GC / GT	No later than four (4) days prior to the Member Meeting at which Election Results are announced	6/12/2023
48	Candidates and Board Advised of Election Results immediately before Results Released to Membership	7.11 8.4	GC / GT	Three (3) days prior to the Member Meeting at which Election Results are announced	6/13/2023
49	Election Results Released to PEC Membership	7.11 8.4	GC / GT / External Relations	No later than three (3) days prior to the Member Meeting at which Election Results are released	6/13/2023
50	Announcement of Certified Election Results at Annual Meeting	8.4 8.8	SBS, or as designated by BOD	On the date of Member Meeting and as specified in this timeline election results are announced	6/16/2023
51	Post-Election Director Acknowledgements	8.90	BOD	On the date of Member Meeting after the Meeting has concluded	6/16/2023
52	Final Election Results: District-by-District Results	9.1	SBS	Within five business days of the Annual Meeting, SBS will provide district-by-district results	6/23/2023
53	Post-Election Analysis	9.2	GC / GT	Within two months after the Annual Meeting	8/18/2023
<p>* Ballots are mailed for intended delivery to Members on the first day of voting period. It is anticipated that U.S. addresses will be mailed 3 days in advance and international addresses 10-15 days in advance of the first day of voting.</p>					
<p>** Dates listed on this timeline are subject to change with Board of Directors' Meeting dates.</p>					

LEGEND:

Board of Directors	BOD	Election/Board Counsel	EC
Board Reporting Secretary	BRS	Qualifications & Election Committee	QEC
Governance Team	GT	Survey & Ballot Systems (Election Services Provider)	SBS (ESP)
General Counsel	GC	Information Technology Department	IT
External Relations	ER	Articles of Incorporation	Art.
		Election Policy and Procedures	EPP



File #: 2023-057, **Version:** 1

Key Performance Indicator (KPI) of 2022 Period 2 Results - E Dauterive/B Porter

Submitted By: Operations

Department: Chief Operations Officer

Financial Impact and Cost/Benefit Considerations: Unknown



File #: 2023-043, **Version:** 1

List of Board Approved Future Meetings

Submitted By: Don Ballard

Department: General Counsel

Financial Impact and Cost/Benefit Considerations: N/A

From time to time, the Board may set the annual Board meetings schedule as attached to this agenda item. Further, the Cooperative's Bylaws describe the types of meetings, notice requirements, and Board quorum as outlined below.

BYLAWS ARTICLE IV - Meetings of Directors Section 1. Regular Board Meetings: A regular meeting of the Board of Directors shall be held on the third Monday of each month at the E. Babe Smith Headquarters Building of the Cooperative in Blanco County, Texas, unless another meeting location, time and/or date is set by the Board of Directors ("Regular Board Meeting").

Section 2. Special Board Meetings: Special meetings of the Board of Directors ("Special Board Meetings") may be called by the President or any four (4) Directors. The person or persons authorized to call a Special Board Meeting may fix the time and place for the holding of any Special Board Meeting called by them.

Section 3. Telephonic or Electronic Participation in Board Meetings: For good cause and with approval of the Board of Directors, a Regular Board Meeting or Special Board Meeting (each a "Board Meeting") may be conducted with Directors participating but not physically present but deemed present in person through a means of communication by which all Directors participating in the Board Meeting may simultaneously hear, reasonably and verifiably identify themselves, and generally simultaneously and instantaneously communicate with each other during the Board Meeting. Directors that are not physically present may deliberate and vote on the question of approving telephonic or electronic participation. A vote to approve telephonic or electronic participation in any Board Meeting is exempt from the notice requirements herein specified. Such Board Meeting shall be compliant with the Cooperative's Open Meetings Policy, and Members shall have the opportunity to monitor the Board Meeting electronically or in person. A Director may be compensated for a Board Meeting at which that Director participated but was not physically present only with Board approval.

Section 4. Notice: Notice of the time, place and purpose of any Regular Board Meeting shall be given at least seventy-two (72) hours previous thereto, by written notice, delivered personally, electronically, or by mail, to each Director at the Director's last known address. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed with postage thereon prepaid. Meeting notices and agendas will be posted on the Cooperative's website at least seventy-two (72) hours before each Regular Board Meeting. In an emergency or when there is an urgent necessity, the notice of a Board Meeting or the supplemental notice of a subject added as an item to the agenda for a Board Meeting for which notice has been posted in accordance with this Section is sufficient if it is posted for at least two (2) hours before the Board Meeting is convened. An emergency or an urgent necessity exists only if immediate action is required because of a reasonably unforeseeable situation. The Board of Directors shall clearly identify the emergency or urgent necessity in the notice or supplemental notice under this Section.

Section 5. Board Quorum: Four (4) or more Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, except in the case when four (4) or more vacancies exist on the Board, in which case a majority of the Board shall constitute a quorum ("Board Quorum").

2023 Board Meeting Calendar

- January 20, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- February 17, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- March 17, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- April 21, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- May 19, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- June 16, 2023 Regular Meeting immediately following the conclusion of the 2023 Annual Membership Meeting on Friday at the PEC Headquarters
- July 21, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- August 18, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- September 15, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- October 20, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- November 17, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- December 15, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters



File #: 2023-060, **Version:** 1

Resolution - Approval to Amend the 2023 Board of Directors List of Proposed Future Meetings - M Ekrut

Submitted By: Don Ballard on behalf of Mark Ekrut
Department: Board of Directors
Financial Impact and Cost/Benefit Considerations: N/A

The Board approves a list of future Regular Meeting dates and locations each year and may now consider the 2023 List of Proposed Future Meetings. Bylaws Article IV, Section 1.

Body

BE IT RESOLVED BY THE BOARD OF DIRECTORS that the Cooperative adopt the 2023 List of Proposed Future Meetings that was presented to and discussed by the Board this day; and

BE IT FURTHER RESOLVED that the Chief Executive Officer or designee is authorized to take all such actions as may be necessary to implement this resolution.

Proposed 2023 Board Meeting Calendar
(previously approved 11/18/2022)

- January 20, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- February 17, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- **March 10, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters**
- April 21, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- May 19, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- June 16, 2023 Regular Meeting immediately following the conclusion of the 2023 Annual Membership Meeting on Friday at the PEC Headquarters
- July 21, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- August 18, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- September 15, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- October 20, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- November 17, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters
- December 15, 2023 Regular Meeting at 9:00 am on Friday at the PEC Headquarters



File #: 2023-044, **Version:** 1

Board Planning Calendar (Written Report in Materials)

Submitted By: Don Ballard

Department: General Counsel

Financial Impact and Cost/Benefit Considerations: N/A

In connection with agenda planning and strategy, the Cooperative provides an annual calendar of all agenda items to ensure compliance and governance matters. The annual calendar also includes ad hoc items.

3-Month Outlook Planning Calendar - March 2023 through May 2023

Item #	Month	Item	Owner	Due Date Notes	Strategic Item / Compliance Item	Reoccurring / Ad-hoc
MAR						
1	3	2023 Election Timeline Update	General Counsel	March Regular BOD Meeting	Compliance - Election Policy and Procedures	Reoccurring
2	3	Approval Resolution - Approval of Materials Purchase for Paleface to Marshall Ford Transmission Line Project	Engineering	March Regular BOD Meeting	Strategic	Ad-hoc
3	3	Approval Resolution - Approval of Construction Contract for Junction Substation Upgrade	Engineering	March Regular BOD Meeting	Strategic	Ad-hoc
4	3	Approval Resolution - Approval of Construction Contract for Leander to Nameless Transmission Line	Engineering	March Regular BOD Meeting	Strategic	Ad-hoc
5	3	Approval Resolution(s) – Approval of Capital Improvement Plan Budget Amendments for Real	Chief Operations Officer	March Regular BOD Meeting	Strategic	Reoccurring
6	3	Approval Resolution(s) – Approval of Real Property Acquisitions or Real Property Dispositions	Chief Operations Officer	March Regular BOD Meeting	Strategic	Reoccurring
7	3	Chief Executive Officer Action Plan and Annual Performance Goals Quarterly Update	Board of Directors	March Regular BOD Meeting	Compliance	Quarterly
8	3	Cooperative Financial Update	Chief Financial Officer	March Regular BOD Meeting	Strategic	Reoccurring
9	3	Cooperative Operations Update	Chief Operations Officer	March Regular BOD Meeting	Strategic	Reoccurring
10	3	Cooperative Update	Chief Executive Officer	March Regular BOD Meeting	Strategic	Reoccurring
11	3	Draft Resolution – Approval and Certification of 2023 Election Ballot	General Counsel	March Regular BOD Meeting	Compliance	Reoccurring
12	3	Draft Resolution - Approval of 2023 Annual Membership Meeting Agenda	General Counsel	March Regular BOD Meeting	Compliance	Reoccurring
13	3	Draft Resolution – Approval of 2023 Cooperative Response Center (CRC) Voting Delegates	Chief Operations Officer	March Regular BOD Meeting	Compliance	Reoccurring
14	3	Markets Monthly Report	VP, Markets	March Regular BOD Meeting	Strategic	Reoccurring
15	3	Personnel Matters	Human Resources	March Regular BOD Meeting	Strategic	Reoccurring
16	3	Safety and Security Matters	Chief Operations Officer	March Regular BOD Meeting	Strategic	Reoccurring
17	3	Transmission Operations and Control Center Update	Chief Operations Officer	March Regular BOD Meeting	Strategic	Reoccurring
APR						
18	4	2023 Election Timeline Update	General Counsel	April Regular BOD Meeting	Compliance - Election Policy and Procedures	Reoccurring
19	4	Approval Resolution – Approval and Certification of 2023 Election Ballot	General Counsel	April Regular BOD Meeting	Compliance	Reoccurring
20	4	Approval Resolution – Approval of 2022 Financial Audit and Management Letter by Bolinger, Segars, Gilbert & Moss (BSGM)	Chief Financial Officer	April Regular BOD Meeting	Compliance	Reoccurring
21	4	Approval Resolution – Approval of 2023 Annual Membership Meeting Agenda	General Counsel	April Regular BOD Meeting	Strategic	Reoccurring
22	4	Approval Resolution – Approval of 2023 Cooperative Response Center (CRC) Voting	Chief Operations Officer	April Regular BOD Meeting	Compliance	Reoccurring
23	4	Approval Resolution – Approval of Director Candidates for 2023 Pedernales Electric Cooperative Board of Director's Election Ballot	General Counsel	April Regular BOD Meeting	Compliance	Reoccurring
24	4	Approval Resolution - Approval to Revise the Audit Committee Charter	Audit Committee	April Audit Committee Meeting	Compliance	Ad-hoc
25	4	Approval Resolution – Recommendation for Approval of Review and Amendments to Audit Committee Charter	Audit Committee	April Audit Committee Meeting	Strategic	Reoccurring
26	4	Approval Resolution – Recommendation of Acceptance of the Selection of Independent Auditor and Tax Services for Fiscal Years 2023-2025	Audit Committee	April Audit Committee Meeting	Strategic	Reoccurring
27	4	Approval Resolution(s) – Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions	Chief Operations Officer	April Regular BOD Meeting	Strategic	Reoccurring
28	4	Approval Resolution(s) – Approval of Real Property Acquisitions or Real Property Dispositions	Chief Operations Officer	April Regular BOD Meeting	Strategic	Reoccurring
29	4	Audit Committee Meeting – 2022 Financial Audit	Audit Committee	April Audit Committee Meeting	Compliance	Reoccurring

3-Month Outlook Planning Calendar - March 2023 through May 2023

Item #	Month	Item	Owner	Due Date Notes	Strategic Item / Compliance Item	Reoccurring / Ad-hoc
APR						
30	4	Audit Plan Report 2023	Chief Financial Officer	April Regular BOD Meeting	Strategic	Reoccurring
31	4	Cooperative Financial Update	Chief Financial Officer	April Regular BOD Meeting	Strategic	Reoccurring
32	4	Cooperative Operations Update	Chief Operations Officer	April Regular BOD Meeting	Strategic	Reoccurring
33	4	Cooperative Update	Chief Executive Officer	April Regular BOD Meeting	Strategic	Reoccurring
34	4	Corporate Insurance Policy Update	Compliance & Regulatory	April Regular BOD Meeting	Strategic	Annual
35	4	Distribution System Planning Update	VP, Engineering	April Regular BOD Meeting	Strategic	April/September Annual
36	4	Draft Resolution - Approval of Annual Corporate Insurance Renewal	VP, Compliance & Regulatory	April Regular BOD Meeting	Compliance	
37	4	Draft Resolution - Approval of Construction Contract for Trading Post to Cedar Valley	Engineering	April Regular BOD Meeting	Strategic	Ad-hoc
38	4	Markets Monthly Report	VP, Markets	April Regular BOD Meeting	Strategic	Reoccurring
39	4	Personnel Matters	Human Resources	April Regular BOD Meeting	Strategic	Reoccurring
40	4	Presentation of 2022 Financial Audit and Management Letter by Bolinger, Segars, Gilbert & Moss (BSGM)	Audit Committee	April Audit Committee Meeting	Strategic	Reoccurring
41	4	Qualifications and Elections Committee (QEC) Recommendation of Qualified Candidates - QEC Rep.	General Counsel	April Regular BOD Meeting	Compliance	Reoccurring
42	4	Review of Internal Audit Report Provided by Sirius Solutions	Audit Committee	April Audit Committee Meeting	Strategic	Reoccurring
43	4	Safety and Security Matters	Chief Operations Officer	April Regular BOD Meeting	Strategic	Reoccurring
44	4	Transmission Operations and Control Center Update	Chief Operations Officer	April Regular BOD Meeting	Strategic	Reoccurring
MAY						
45	5	2023 Election Timeline Update	General Counsel	May Regular BOD Meeting	Compliance - Election Policy and Procedures	Reoccurring
46	5	Approval Resolution - Approval of Annual Corporate Insurance Renewal	VP, Compliance & Regulatory	May Regular BOD Meeting	Compliance	Annual
47	5	Approval Resolution - Approval of Construction Contract for Trading Post to Cedar Valley	Engineering	May Regular BOD Meeting	Strategic	Ad-hoc
48	5	Approval Resolution - Review and Approval of 2023 CEO Performance Evaluation and Compensation	Board of Directors	May Regular BOD Meeting	Compliance	Reoccurring
49	5	Approval Resolution(s) – Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions	Chief Operations Officer	May Regular BOD Meeting	Strategic	Reoccurring
50	5	Approval Resolution(s) – Approval of Real Property Acquisitions or Real Property Dispositions	Chief Operations Officer	May Regular BOD Meeting	Strategic	Reoccurring
51	5	Cooperative Financial Update	Chief Financial Officer	May Regular BOD Meeting	Strategic	Reoccurring
52	5	Cooperative Operations Update	Chief Operations Officer	May Regular BOD Meeting	Strategic	Reoccurring
53	5	Cooperative Update	Chief Executive Officer	May Regular BOD Meeting	Strategic	Reoccurring
54	5	Draft Resolution – Review and Approval of Privacy Policy	General Counsel	May Regular BOD Meeting	Compliance	Reoccurring
55	5	Ethics and Compliance Update	Ethics & Compliance Officer	May Regular BOD Meeting	Strategic	Biannual
56	5	Markets Monthly Report	VP, Markets	May Regular BOD Meeting	Strategic	Reoccurring
57	5	Moment of Silence in Commemoration of Memorial Day	Board President	May Regular BOD Meeting	Strategic	Reoccurring
58	5	Personnel Matters	Human Resources	May Regular BOD Meeting	Strategic	Reoccurring
59	5	Safety and Security Matters	Chief Operations Officer	May Regular BOD Meeting	Strategic	Reoccurring
60	5	Transmission Operations and Control Center Update	Chief Operations Officer	May Regular BOD Meeting	Strategic	Reoccurring
61	5	Transmission Operations and Control Center Update	Chief Operations Officer	May Regular BOD Meeting	Strategic	Reoccurring

PEC Annual Planning Calendar

Item #	Month	Description	Owner	Due Date Notes	Strategic Item/Compliance Item	Reoccurring/Ad-hoc
1	1	2023 Election Timeline Update	General Counsel	January Regular BOD Meeting	Compliance - Election Policy and Procedures	Reoccurring
2	1	Approval Resolution – Approval of 2023 Key Performance Indicators Plan Methodology	Chief Operations Officer	January Regular BOD Meeting	Strategic	Reoccurring
3	1	Approval Resolution – Approval of 2023 NRECA Annual Membership Dues	Chief Executive Officer	January Regular BOD Meeting	Compliance	Reoccurring
4	1	Approval Resolution - Approval of Amendments to the Tariff and Business Rules - Dual Feed Rider	VP, Markets	January Regular BOD Meeting	Strategic	Ad-hoc
5	1	Approval Resolution - Approval of Amendments to the Tariff and Business Rules - Industrial Rate Annual Update	VP, Markets	January Regular BOD Meeting	Strategic	Ad-hoc
6	1	Approval Resolution - Approval of Amendments to the Tariff and Business Rules - Interconnect Rate Annual Update	VP, Markets	January Regular BOD Meeting	Strategic	Ad-hoc
7	1	Approval Resolution - Approval of Construction Contract for Hero Way Substation	Engineering	January Regular BOD Meeting	Strategic	Ad-hoc
8	1	Approval Resolution – Approval of TEC Annual Membership Dues	Chief Executive Officer	January Regular BOD Meeting	Strategic	Reoccurring
9	1	Approval Resolution(s) – Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions	Chief Operations Officer	January Regular BOD Meeting	Strategic	Reoccurring
10	1	Approval Resolution(s) – Approval of Real Property Acquisitions or Real Property Dispositions	Chief Operations Officer	January Regular BOD Meeting	Strategic	Reoccurring
11	1	Cooperative Financial Update	Chief Financial Officer	January Regular BOD Meeting	Strategic	Reoccurring
12	1	Cooperative Operations Update	Chief Operations Officer	January Regular BOD Meeting	Strategic	Reoccurring
13	1	Cooperative Update	Chief Executive Officer	January Regular BOD Meeting	Strategic	Reoccurring
14	1	Draft Resolution – Approval of 2023 NRECA Annual Meeting Voting Delegates, 2023 CFC District Voting Delegates, and 2023 NRTC Voting Delegates	General Counsel	January Regular BOD Meeting	Strategic	Reoccurring
15	1	Draft Resolution – Approval for Directing the General Counsel to Prepare 2023 Proposed Non-Director Election Ballot Item(s)	General Counsel	January Regular BOD Meeting	Strategic	Reoccurring
16	1	Draft Resolution – Approval of Appointments to 2023 Qualifications and Elections Committee	General Counsel	January Regular BOD Meeting	Compliance	Reoccurring
17	1	Markets Monthly Report	VP, Markets	January Regular BOD Meeting	Strategic	Reoccurring
18	1	Personnel Matters	Human Resources	January Regular BOD Meeting	Strategic	Reoccurring
19	1	Safety and Security Matters	Chief Operations Officer	January Regular BOD Meeting	Strategic	Reoccurring
20	1	Transmission Operations and Control Center Update	Chief Operations Officer	January Regular BOD Meeting	Strategic	Reoccurring
21	2	2023 Election Timeline Update	General Counsel	February Regular BOD Meeting	Compliance - Election Policy and Procedures	Reoccurring
22	2	Approval Resolution – Approval for Directing the General Counsel to Prepare 2023 Proposed Non-Director Election Ballot Item(s)	General Counsel	February Regular BOD Meeting	Strategic	Reoccurring
23	2	Approval Resolution - Approval of 2022 Capital Budget Amendment	Finance	February Regular BOD Meeting	Compliance	Ad-hoc
24	2	Approval Resolution – Approval of Appointments to 2023 Qualifications and Elections Committee (QEC)	General Counsel	February Regular BOD Meeting	Compliance	Reoccurring
25	2	Approval Resolution(s) – Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions	Chief Operations Officer	February Regular BOD Meeting	Strategic	Reoccurring
26	2	Approval Resolution(s) – Approval of Real Property Acquisitions or Real Property Dispositions	Chief Operations Officer	February Regular BOD Meeting	Strategic	Reoccurring
27	2	Cooperative Financial Update	Chief Financial Officer	February Regular BOD Meeting	Strategic	Reoccurring
28	2	Cooperative Operations Update	Chief Operations Officer	February Regular BOD Meeting	Compliance	Reoccurring
29	2	Cooperative Update	Chief Executive Officer	February Regular BOD Meeting	Strategic	Reoccurring
30	2	Cyber Security Biannual Update	Compliance & Regulatory	February Regular BOD Meeting	Strategic	Biannual
31	2	Draft Resolution - Approval of Construction Contract for Junction Substation Upgrade	Engineering	February Regular BOD Meeting	Strategic	Ad-hoc
32	2	Draft Resolution - Approval of Construction Contract for Leander to Nameless Transmission Line	Engineering	February Regular BOD Meeting	Strategic	Ad-hoc
33	2	Draft Resolution - Approval of Materials Purchase for Paleface to Marshall Ford Transmission Line Project	Engineering	February Regular BOD Meeting	Strategic	Ad-hoc

PEC Annual Planning Calendar

Item #	Month	Description	Owner	Due Date Notes	Strategic Item/Compliance Item	Reoccurring/Ad-hoc
34	2	Key Performance Indicator (KPI) of 2022 Period 2 Results	Chief Operations Officer	February Regular BOD Meeting	Strategic	Reoccurring
35	2	Markets Monthly Report	VP, Markets	February Regular BOD Meeting	Strategic	Reoccurring
36	2	Personnel Matters	Human Resources	February Regular BOD Meeting	Strategic	Reoccurring
37	2	Real Estate Update	Chief Operations Officer	February Regular BOD Meeting	Strategic	Bi-Annual
38	2	Safety and Security Matters	Chief Operations Officer	February Regular BOD Meeting	Strategic	Reoccurring
39	2	Transmission Operations and Control Center Update	Chief Operations Officer	February Regular BOD Meeting	Strategic	Reoccurring
40	3	2023 Election Timeline Update	General Counsel	March Regular BOD Meeting	Compliance - Election Policy and Procedures	Reoccurring
41	3	Approval Resolution - Approval of Materials Purchase for Paleface to Marshall Ford Transmission Line Project	Engineering	March Regular BOD Meeting	Strategic	Ad-hoc
42	3	Approval Resolution - Approval of Construction Contract for Junction Substation Upgrade	Engineering	March Regular BOD Meeting	Strategic	Ad-hoc
43	3	Approval Resolution - Approval of Construction Contract for Leander to Nameless Transmission Line	Engineering	March Regular BOD Meeting	Strategic	Ad-hoc
44	3	Approval Resolution(s) – Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions	Chief Operations Officer	March Regular BOD Meeting	Strategic	Reoccurring
45	3	Approval Resolution(s) – Approval of Real Property Acquisitions or Real Property Dispositions	Chief Operations Officer	March Regular BOD Meeting	Strategic	Reoccurring
46	3	Chief Executive Officer Action Plan and Annual Performance Goals Quarterly Update	Board of Directors	March Regular BOD Meeting	Compliance	Quarterly
47	3	Cooperative Financial Update	Chief Financial Officer	March Regular BOD Meeting	Strategic	Reoccurring
48	3	Cooperative Operations Update	Chief Operations Officer	March Regular BOD Meeting	Strategic	Reoccurring
49	3	Cooperative Update	Chief Executive Officer	March Regular BOD Meeting	Strategic	Reoccurring
50	3	Draft Resolution – Approval and Certification of 2023 Election Ballot	General Counsel	March Regular BOD Meeting	Compliance	Reoccurring
51	3	Draft Resolution - Approval of 2023 Annual Membership Meeting Agenda	General Counsel	March Regular BOD Meeting	Compliance	Reoccurring
52	3	Draft Resolution – Approval of 2023 Cooperative Response Center (CRC) Voting Delegates	Chief Operations Officer	March Regular BOD Meeting	Compliance	Reoccurring
53	3	Markets Monthly Report	VP, Markets	March Regular BOD Meeting	Strategic	Reoccurring
54	3	Personnel Matters	Human Resources	March Regular BOD Meeting	Strategic	Reoccurring
55	3	Safety and Security Matters	Chief Operations Officer	March Regular BOD Meeting	Strategic	Reoccurring
56	3	Transmission Operations and Control Center Update	Chief Operations Officer	March Regular BOD Meeting	Strategic	Reoccurring
57	4	2023 Election Timeline Update	General Counsel	April Regular BOD Meeting	Compliance - Election Policy and Procedures	Reoccurring
58	4	Approval Resolution – Approval and Certification of 2023 Election Ballot	General Counsel	April Regular BOD Meeting	Compliance	Reoccurring
59	4	Approval Resolution – Approval of 2022 Financial Audit and Management Letter by Bolinger, Segars, Gilbert & Moss (BSGM)	Chief Financial Officer	April Regular BOD Meeting	Compliance	Reoccurring
60	4	Approval Resolution – Approval of 2023 Annual Membership Meeting Agenda	General Counsel	April Regular BOD Meeting	Strategic	Reoccurring
61	4	Approval Resolution – Approval of 2023 Cooperative Response Center (CRC) Voting Delegates	Chief Operations Officer	April Regular BOD Meeting	Compliance	Reoccurring
62	4	Approval Resolution – Approval of Director Candidates for 2023 Pedernales Electric Cooperative Board of Director's Election Ballot	General Counsel	April Regular BOD Meeting	Compliance	Reoccurring
63	4	Approval Resolution - Approval to Revise the Audit Committee Charter	Audit Committee	April Audit Committee Meeting	Compliance	Ad-hoc
64	4	Approval Resolution – Recommendation for Approval of Review and Amendments to Audit Committee Charter	Audit Committee	April Audit Committee Meeting	Strategic	Reoccurring
65	4	Approval Resolution – Recommendation of Acceptance of the Selection of Independent Auditor and Tax Services for Fiscal Years 2023-2025	Audit Committee	April Audit Committee Meeting	Strategic	Reoccurring
66	4	Approval Resolution(s) – Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions	Chief Operations Officer	April Regular BOD Meeting	Strategic	Reoccurring

PEC Annual Planning Calendar

Item #	Month	Description	Owner	Due Date Notes	Strategic Item/Compliance Item	Reoccurring/Ad-hoc
67	4	Approval Resolution(s) – Approval of Real Property Acquisitions or Real Property Dispositions	Chief Operations Officer	April Regular BOD Meeting	Strategic	Reoccurring
68	4	Audit Committee Meeting – 2022 Financial Audit	Audit Committee	April Audit Committee Meeting	Compliance	Reoccurring
69	4	Audit Plan Report 2023	Chief Financial Officer	April Regular BOD Meeting	Strategic	Reoccurring
70	4	Cooperative Financial Update	Chief Financial Officer	April Regular BOD Meeting	Strategic	Reoccurring
71	4	Cooperative Operations Update	Chief Operations Officer	April Regular BOD Meeting	Strategic	Reoccurring
72	4	Cooperative Update	Chief Executive Officer	April Regular BOD Meeting	Strategic	Reoccurring
73	4	Corporate Insurance Policy Update	Compliance & Regulatory	April Regular BOD Meeting	Strategic	Annual
74	4	Distribution System Planning Update	VP, Engineering	April Regular BOD Meeting	Strategic	April/September Annual
75	4	Draft Resolution - Approval of Annual Corporate Insurance Renewal	VP, Compliance & Regulatory Engineering	April Regular BOD Meeting	Compliance	Ad-hoc
76	4	Draft Resolution - Approval of Construction Contract for Trading Post to Cedar Valley	VP, Markets	April Regular BOD Meeting	Strategic	Reoccurring
77	4	Markets Monthly Report	VP, Markets	April Regular BOD Meeting	Strategic	Reoccurring
78	4	Personnel Matters	Human Resources	April Regular BOD Meeting	Strategic	Reoccurring
79	4	Presentation of 2022 Financial Audit and Management Letter by Bolinger, Segars, Gilbert & Moss (BSGM)	Audit Committee	April Audit Committee Meeting	Strategic	Reoccurring
80	4	Qualifications and Elections Committee (QEC) Recommendation of Qualified Candidates - QEC Rep.	General Counsel	April Regular BOD Meeting	Compliance	Reoccurring
81	4	Review of Internal Audit Report Provided by Sirius Solutions	Audit Committee	April Audit Committee Meeting	Strategic	Reoccurring
82	4	Safety and Security Matters	Chief Operations Officer	April Regular BOD Meeting	Strategic	Reoccurring
83	4	Transmission Operations and Control Center Update	Chief Operations Officer	April Regular BOD Meeting	Strategic	Reoccurring
84	5	2023 Election Timeline Update	General Counsel	May Regular BOD Meeting	Compliance - Election Policy and Procedures	Reoccurring
85	5	Approval Resolution - Approval of Annual Corporate Insurance Renewal	VP, Compliance & Regulatory Engineering	May Regular BOD Meeting	Compliance	Annual
86	5	Approval Resolution - Approval of Construction Contract for Trading Post to Cedar Valley	VP, Markets	May Regular BOD Meeting	Strategic	Ad-hoc
87	5	Approval Resolution - Review and Approval of 2023 CEO Performance Evaluation and Compensation	Board of Directors	May Regular BOD Meeting	Compliance	Reoccurring
88	5	Approval Resolution(s) – Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions	Chief Operations Officer	May Regular BOD Meeting	Strategic	Reoccurring
89	5	Approval Resolution(s) – Approval of Real Property Acquisitions or Real Property Dispositions	Chief Operations Officer	May Regular BOD Meeting	Strategic	Reoccurring
90	5	Cooperative Financial Update	Chief Financial Officer	May Regular BOD Meeting	Strategic	Reoccurring
91	5	Cooperative Operations Update	Chief Operations Officer	May Regular BOD Meeting	Strategic	Reoccurring
92	5	Cooperative Update	Chief Executive Officer	May Regular BOD Meeting	Strategic	Reoccurring
93	5	Draft Resolution – Review and Approval of Privacy Policy	General Counsel	May Regular BOD Meeting	Compliance	Reoccurring
94	5	Ethics and Compliance Update	Ethics & Compliance Officer	May Regular BOD Meeting	Strategic	Biannual
95	5	Markets Monthly Report	VP, Markets	May Regular BOD Meeting	Strategic	Reoccurring
96	5	Moment of Silence in Commemoration of Memorial Day	Board President	May Regular BOD Meeting	Strategic	Reoccurring
97	5	Personnel Matters	Human Resources	May Regular BOD Meeting	Strategic	Reoccurring
98	5	Safety and Security Matters	Chief Operations Officer	May Regular BOD Meeting	Strategic	Reoccurring
99	5	Transmission Operations and Control Center Update	Chief Operations Officer	May Regular BOD Meeting	Strategic	Reoccurring
100	6	Acknowledgement and Seating of Directors Elected at Annual Membership Meeting	General Counsel	June Regular BOD Meeting	Compliance - Bylaws	Reoccurring
101	6	Approval Resolution - Approval of Texas Electric Cooperative (TEC) Delegates for TEC Annual Meeting	General Counsel	June Regular BOD Meeting	Compliance - TEC	Reoccurring

PEC Annual Planning Calendar

Item #	Month	Description	Owner	Due Date Notes	Strategic Item/Compliance Item	Reoccurring/ Ad-hoc
102	6	Approval Resolution – Review and Approval of Privacy Policy	General Counsel	June Regular BOD Meeting	Compliance	Reoccurring
103	6	Approval Resolution(s) – Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions	Chief Operations Officer	June Regular BOD Meeting	Strategic	Reoccurring
104	6	Approval Resolution(s) – Approval of Real Property Acquisitions or Real Property Dispositions	Chief Operations Officer	June Regular BOD Meeting	Strategic	Reoccurring
105	6	Approval to Review and Reaffirm/Amend Audit Committee Charter	General Counsel	June Regular BOD Meeting	Compliance - Bylaws	Reoccurring
106	6	CFC Forum 2023 (Seattle, WA)	General Counsel	Jun 17-19, 2023	Informational	Reoccurring
107	6	Chief Executive Officer Action Plan and Annual Performance Goals Quarterly Update	Board of Directors	June Regular BOD Meeting	Compliance	Quarterly
108	6	Conduct Annual Membership Meeting	Chief Executive Officer	During June	Compliance - Bylaws	Reoccurring
109	6	Cooperative Financial Update	Chief Financial Officer	June Regular BOD Meeting	Strategic	Reoccurring
110	6	Cooperative Operations Update	Chief Operations Officer	June Regular BOD Meeting	Strategic	Reoccurring
111	6	Cooperative Update	Chief Executive Officer	June Regular BOD Meeting	Strategic	Reoccurring
112	6	Draft Resolution - Approval of Award to Negotiate Contract for Election Services Provider	General Counsel	June Regular BOD Meeting	Compliance	Reoccurring
113	6	Election - Office of President	General Counsel	June Regular BOD Meeting	Compliance	Reoccurring
114	6	Election - Office of Secretary and Treasurer	General Counsel	June Regular BOD Meeting	Compliance	Reoccurring
115	6	Election - Office of Vice President	General Counsel	June Regular BOD Meeting	Compliance	Reoccurring
116	6	Markets Monthly Report	VP, Markets	June Regular BOD Meeting	Strategic	Reoccurring
117	6	Personnel Matters	Human Resources	June Regular BOD Meeting	Strategic	Reoccurring
118	6	Receipt of Conflict of Interest Disclosure Form, Director Affirmation and Directors' Code of Conduct Acknowledgement	General Counsel	At conclusion of Annual Membership Meeting	Compliance - Code of Conduct,	Reoccurring
119	6	Resolution – Approval of the Appointment of Audit Committee and Audit Committee Chairperson	General Counsel	June Regular BOD Meeting	Compliance - Bylaws	Reoccurring
120	6	Safety and Security Matters	Chief Operations Officer	June Regular BOD Meeting	Strategic	Reoccurring
121	6	Transmission Operations and Control Center Update	Chief Operations Officer	June Regular BOD Meeting	Strategic	Reoccurring
122	7	Annual Review of Conflicts of Interest Certification and Disclosure Forms from Directors	General Counsel	July Regular BOD Meeting	Compliance - Bylaws	Reoccurring
123	7	Approval Resolution - Approval of Award to Negotiate Contract for Election Services Provider	General Counsel	August Regular BOD Meeting	Compliance	Reoccurring
124	7	Approval Resolution - Approval of Written Certification of the Election Results	General Counsel	Annual Membership Meeting Minutes and for first Regular or Special Board Meeting Minutes after Annual Membership Meeting	Compliance – Election Policy and Procedures	Reoccurring
125	7	Approval Resolution – Approval to Appoint CFC Voting Delegates for CFC District Meeting	General Counsel	July Regular BOD Meeting	Compliance - CFC	Reoccurring
126	7	Approval Resolution – Proposal for Allocation of 2023 Net Margins to Capital Credits	Chief Financial Officer	July Regular BOD Meeting	Strategic	Reoccurring
127	7	Approval Resolution(s) – Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions	Chief Operations Officer	July Regular BOD Meeting	Strategic	Reoccurring
128	7	Approval Resolution(s) – Approval of Real Property Acquisitions or Real Property Dispositions	Chief Operations Officer	July Regular BOD Meeting	Strategic	Reoccurring
129	7	Chief Executive Officer Action Plan and Annual Performance Goals Quarterly Update	Board of Directors	July Regular BOD Meeting	Compliance	Quarterly
130	7	Cooperative Financial Update	Chief Financial Officer	July Regular BOD Meeting	Strategic	Reoccurring
131	7	Cooperative Operations Update	Chief Operations Officer	July Regular BOD Meeting	Strategic	Reoccurring
132	7	Cooperative Update	Chief Executive Officer	July Regular BOD Meeting	Strategic	Reoccurring
133	7	Draft Resolution - Approval of Amendments to PEC Bylaws	General Counsel	July Regular BOD Meeting	Compliance	Reoccurring
134	7	Election Update - Annual Voter Turnout	General Counsel	July Regular BOD Meeting	Compliance – Election Policy and Procedures	Reoccurring

PEC Annual Planning Calendar

Item #	Month	Description	Owner	Due Date Notes	Strategic Item/Compliance Item	Reoccurring/Ad-hoc
135	7	Key Performance Indicator (KPI) Update of 2023 Period 1 Results	Chief Operations Officer	July Regular BOD Meeting	Strategic	Reoccurring
136	7	Markets Monthly Report	VP, Markets	July Regular BOD Meeting	Strategic	Reoccurring
137	7	Personnel Matters	Human Resources	July Regular BOD Meeting	Strategic	Reoccurring
138	7	Review of 2023 CEO Action Items	Chief Executive Officer	July Regular BOD Meeting	Strategic	Reoccurring
139	7	Safety and Security Matters	Chief Operations Officer	July Regular BOD Meeting	Strategic	Reoccurring
140	7	TEC Annual Meeting (Kalahari Resort, Round Rock, TX)	General Counsel	Jul 30, 2023-Aug 2, 2023	Informational	Reoccurring
141	7	Texas Public Power Association Annual Meeting (Westin Riverwalk, San Antonio, TX)	General Counsel	Jul 24-26, 2023	Informational	Reoccurring
142	7	Transmission Operations and Control Center Update	Chief Operations Officer	July Regular BOD Meeting	Strategic	Reoccurring
143	8	2023 Property (Real and Personal) Tax Appraisal and Assessment Update	Controller	August Regular BOD Meeting	Strategic	Reoccurring
144	8	Approval Resolution(s) – Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions	Chief Operations Officer	August Regular BOD Meeting	Strategic	Reoccurring
145	8	Approval Resolution(s) – Approval of Real Property Acquisitions or Real Property Dispositions	Chief Operations Officer	August Regular BOD Meeting	Strategic	Reoccurring
146	8	Cooperative Financial Update	Chief Financial Officer	August Regular BOD Meeting	Strategic	Reoccurring
147	8	Cooperative Operations Update	Chief Operations Officer	August Regular BOD Meeting	Strategic	Reoccurring
148	8	Cooperative Update	Chief Executive Officer	August Regular BOD Meeting	Strategic	Reoccurring
149	8	Cyber Security Biannual Update	Compliance & Regulatory Board Counsel	August Regular BOD Meeting	Strategic	Biannual
150	8	Directors' Conflict of Interest Training and Directors' Code of Conduct Training	Board Counsel	August Regular BOD Meeting	Compliance	Reoccurring
151	8	Distribution System Planning Update	VP, Engineering	September Regular BOD Meeting	Strategic	April/September
152	8	Draft Resolution - Approval for Renewal of 2024 Medical Insurance Benefits	Human Resources	August Regular BOD Meeting	Compliance	Reoccurring
153	8	Markets Monthly Report	VP, Markets	August Regular BOD Meeting	Strategic	Reoccurring
154	8	Personnel Matters	Human Resources	August Regular BOD Meeting	Strategic	Reoccurring
155	8	Post Member-Election Analysis and Annual Review	General Counsel	August Regular BOD Meeting	Compliance - Election Policy and Procedures	Reoccurring
156	8	Safety and Security Matters	Chief Operations Officer	August Regular BOD Meeting	Strategic	Reoccurring
157	8	Transmission Operations and Control Center Update	Chief Operations Officer	August Regular BOD Meeting	Strategic	Reoccurring
158	9	Approval Resolution - Approval for Renewal of 2024 Medical Insurance Benefits	Benefits & Compensation Manager	September Regular BOD Meeting	Compliance	Reoccurring
159	9	Approval Resolution – Approval of Directive(s) for Delegates Regarding Upcoming NRECA Regional Meeting	External Relations	September Regular BOD Meeting	Strategic	Reoccurring
160	9	Approval Resolution - Recommend Approval by Board of Directors of 2022 IRS Form 990 - Bollinger, Sears, Gilbert & Moss, LLP (BSGM)	Audit Committee	September Audit Committee Meeting	Compliance	Reoccurring
161	9	Approval Resolution - Recommendation of Acceptance of the Selection of Independent Auditor and Tax Services	Audit Committee	September Audit Committee Meeting	Compliance	Reoccurring
162	9	Approval Resolution(s) – Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions	Chief Operations Officer	September Regular BOD Meeting	Strategic	Reoccurring
163	9	Approval Resolution(s) – Approval of Real Property Acquisitions or Real Property Dispositions	Chief Operations Officer	September Regular BOD Meeting	Strategic	Reoccurring
164	9	Audit Committee Meeting	Audit Committee	September Audit Committee Meeting	Compliance	Reoccurring
165	9	CEO Action Plan Quarterly Update	Chief Executive Officer	September Regular BOD Meeting	Strategic	Reoccurring
166	9	Chief Executive Officer Action Plan and Annual Performance Goals Quarterly Update	Board of Directors	September Regular BOD Meeting	Compliance	Quarterly
167	9	Cooperative Financial Update	Chief Financial Officer	September Regular BOD Meeting	Strategic	Reoccurring
168	9	Cooperative Operations Update	Chief Operations Officer	September Regular BOD Meeting	Strategic	Reoccurring

PEC Annual Planning Calendar

Item #	Month	Description	Owner	Due Date Notes	Strategic Item/Compliance Item	Reoccurring/ Ad-hoc
169	9	Cooperative Update	Chief Executive Officer	September Regular BOD Meeting	Strategic	Reoccurring
170	9	Draft Resolution – Approval of Election Policy and Procedures Amendments Related to 2023 Annual Director Post-Election Analysis	General Counsel	September Regular BOD Meeting	Compliance - Election Policy and Procedures	Reoccurring
171	9	Draft Resolution - Approval to Establish 2024 Annual Membership Meeting Date and Location	General Counsel	September Regular BOD Meeting	Strategic	Reoccurring
172	9	Markets Monthly Report	VP, Markets	September Regular BOD Meeting	Strategic	Reoccurring
173	9	Personnel Matters	Human Resources	September Regular BOD Meeting	Strategic	Reoccurring
174	9	Safety and Security Matters	Chief Operations Officer	September Regular BOD Meeting	Strategic	Reoccurring
175	9	Transmission Operations and Control Center Update	Chief Operations Officer	September Regular BOD Meeting	Strategic	Reoccurring
176	10	Annual Review of Strategic Plan	Board President	October Regular BOD Meeting	Strategic	Reoccurring
177	10	Approval Resolution - Approval of 2022 IRS Form 990	Tax & Regulatory Accounting Manager	October Regular BOD Meeting	Compliance	Reoccurring
178	10	Approval Resolution - Approval of Acceptance of the Selection of Independent Auditor and Tax Services	General Counsel	October Regular BOD Meeting	Compliance	Reoccurring
179	10	Approval Resolution – Approval of Election Policy and Procedures Amendments Related to 2023 Annual Director Post-Election Analysis	General Counsel	October Regular BOD Meeting	Compliance - Election Policy and Procedures	Reoccurring
180	10	Approval Resolution – Approval to Establish 2024 Annual Membership Meeting Date and Location	General Counsel	October Regular BOD Meeting	Compliance	Reoccurring
181	10	Approval Resolution(s) – Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions	Chief Operations Officer	October Regular BOD Meeting	Strategic	Reoccurring
182	10	Approval Resolution(s) – Approval Resolution of Real Property Acquisitions or Real Property Dispositions	Chief Operations Officer	October Regular BOD Meeting	Strategic	Reoccurring
183	10	Audit Plan Report 2024	Chief Financial Officer	October Regular BOD Meeting	Strategic	Reoccurring
184	10	CFC Meeting Districts 8&10 (New Orleans, LA)	General Counsel	Oct 18-20, 2023	Informational	Reoccurring
185	10	Chief Executive Officer Action Plan and Annual Performance Goals Quarterly Update	Board of Directors	October Regular BOD Meeting	Compliance	Quarterly
186	10	Cooperative Financial Update	Chief Financial Officer	October Regular BOD Meeting	Strategic	Reoccurring
187	10	Cooperative Operations Update	Chief Operations Officer	October Regular BOD Meeting	Strategic	Reoccurring
188	10	Cooperative Update	Chief Executive Officer	October Regular BOD Meeting	Strategic	Reoccurring
189	10	Draft Resolution – Approval of 2024 Operating Budget and Capital Improvement Plan (CIP), Including Items Concerning Competitive Matters, Personnel, Contracts, and Real Estate	Chief Financial Officer	October Regular BOD Meeting	Compliance	Reoccurring
190	10	Draft Resolution – Approval of 2024 Rate Plan	VP, Markets	October Regular BOD Meeting	Strategic	Reoccurring
191	10	Enterprise Risk Management (ERM) Update	VP, Compliance & Regulatory	October Regular BOD Meeting	Strategic	Annual
192	10	Markets Monthly Report	VP, Markets	October Regular BOD Meeting	Strategic	Reoccurring
193	10	NRECA Regional Meetings 8&10 (New Orleans, LA)	General Counsel	Oct 18-20, 2023	Informational	Reoccurring
194	10	Personnel Matters	Human Resources	October Regular BOD Meeting	Strategic	Reoccurring
195	10	Plan Administration Committee (PAC) Update - Michael Hansen, Drew McCorckle, CAPTRUST Advisors	General Counsel	October Regular BOD Meeting	Compliance	Reoccurring
196	10	Safety and Security Matters	Chief Operations Officer	October Regular BOD Meeting	Strategic	Reoccurring
197	10	Transmission Operations and Control Center Update	Chief Operations Officer	October Regular BOD Meeting	Strategic	Reoccurring
198	11	Approval Resolution – Approval of 2024 Board of Directors List of Proposed Future Meetings	Board President	November Regular BOD Meeting	Compliance	Reoccurring
199	11	Approval Resolution – Approval of 2024 Operating Budget and Capital Improvement Plan (CIP), Including Items Concerning Competitive Matters, Personnel, Contracts, and Real Estate	Chief Financial Officer	November Regular BOD Meeting	Compliance	Reoccurring
200	11	Approval Resolution(s) – Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions	Chief Operations Officer	November Regular BOD Meeting	Strategic	Reoccurring

PEC Annual Planning Calendar

Item #	Month	Description	Owner	Due Date Notes	Strategic Item/Compliance Item	Reoccurring/Ad-hoc
201	11	Approval Resolution(s) – Approval of Real Property Acquisitions or Real Property Dispositions	Chief Operations Officer	November Regular BOD Meeting	Strategic	Reoccurring
202	11	Cooperative Financial Update	Chief Financial Officer	November Regular BOD Meeting	Strategic	Reoccurring
203	11	Cooperative Operations Update	Chief Operations Officer	November Regular BOD Meeting	Strategic	Reoccurring
204	11	Cooperative Update	Chief Executive Officer	November Regular BOD Meeting	Strategic	Reoccurring
205	11	Draft Resolution – Approval of 2024 Election Communications Plan	External Relations	November Regular BOD Meeting	Compliance	Reoccurring
206	11	Draft Resolution – Approval of 2024 Election Timeline	General Counsel	November Regular BOD Meeting	Compliance	Reoccurring
207	11	Draft Resolution - Approval of Capital Credits Distribution and Payment during Calendar Year 2024	Chief Financial Officer	November Regular BOD Meeting	Compliance	Reoccurring
208	11	Ethics and Compliance Update	Ethics & Compliance Officer	November Regular BOD Meeting	Compliance	Biannual
209	11	Markets Monthly Report	VP, Markets	November Regular BOD Meeting	Strategic	Reoccurring
210	11	Personnel Matters	Human Resources	November Regular BOD Meeting	Strategic	Reoccurring
211	11	Recognition of Veterans Day	Board President	November Regular BOD Meeting	Compliance	Reoccurring
212	11	Safety and Security Matters	Chief Operations Officer	November Regular BOD Meeting	Strategic	Reoccurring
213	11	Transmission Operations and Control Center Update	Chief Operations Officer	November Regular BOD Meeting	Strategic	Reoccurring
214	12	Approval Resolution – Approval of 2024 Board of Directors List of Proposed Future Meetings	Board President	December Regular BOD Meeting	Compliance	Reoccurring
215	12	Approval Resolution – Approval of 2024 Election Communications Plan	Chief Executive Officer	December Regular BOD Meeting	Strategic	Reoccurring
216	12	Approval Resolution – Approval of 2024 Election Timeline	General Counsel	December Regular BOD Meeting	Compliance	Reoccurring
217	12	Approval Resolution - Approval of 2024 Rate Plan	VP, Markets	December Regular BOD Meeting	Strategic	Reoccurring
218	12	Approval Resolution – Approval of Appointment of Members to PEC Plan Administration Committee (PAC)	VP, Human Resources	December Regular BOD Meeting	Strategic	Reoccurring
219	12	Approval Resolution - Approval of Capital Credits Distribution and Payment during Calendar Year 2024	Chief Financial Officer	December Regular BOD Meeting	Compliance	Reoccurring
220	12	Approval Resolution – Approval of Real Property Acquisitions or Real Property Dispositions	Chief Operations Officer	December Regular BOD Meeting	Strategic	Reoccurring
221	12	Approval Resolution - Review and Approval of 2023 CEO Action Items and Bonus Evaluation	Board Vice President	December Regular BOD Meeting	Strategic	Reoccurring
222	12	Approval Resolution(s) – Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions	Chief Operations Officer	December Regular BOD Meeting	Strategic	Reoccurring
223	12	Chief Executive Officer Action Plan and Annual Performance Goals Quarterly Update	Board of Directors	December Regular BOD Meeting	Compliance	Quarterly
224	12	Cooperative Financial Update	Chief Financial Officer	December Regular BOD Meeting	Strategic	Reoccurring
225	12	Cooperative Operations Update	Chief Operations Officer	December Regular BOD Meeting	Strategic	Reoccurring
226	12	Cooperative Update	Chief Executive Officer	December Regular BOD Meeting	Strategic	Reoccurring
227	12	Draft Resolution – Approval of 2024 Key Performance Indicators Plan Methodology	Chief Operations Officer	December Regular BOD Meeting	Strategic	Reoccurring
228	12	Draft Resolution – Approval of Directive for Delegates Regarding Upcoming Regional & National Meetings	External Relations	December Regular BOD Meeting	Strategic	Reoccurring
229	12	Markets Monthly Report	VP, Markets	December Regular BOD Meeting	Strategic	Reoccurring
230	12	Personnel Matters	Human Resources	December Regular BOD Meeting	Strategic	Reoccurring
231	12	Report on NRCEA 2023 Compendium of Proposed Resolutions	External Relations	December Regular BOD Meeting	Strategic	Reoccurring
232	12	Review of 2024 CEO Action Items	Chief Executive Officer	December Regular BOD Meeting	Strategic	Reoccurring
233	12	Safety and Security Matters	Chief Operations Officer	December Regular BOD Meeting	Strategic	Reoccurring
234	12	Transmission Operations and Control Center Update	Chief Operations Officer	December Regular BOD Meeting	Strategic	Reoccurring



File #: 2023-045, **Version:** 1

Matters in Which the Board Seeks the Advice of Its Attorney as Privileged Communications in the Rendition of Professional Legal Services

Submitted By: Don Ballard

Department: General Counsel

Financial Impact and Cost/Benefit Considerations: If any, as discussed in executive session.



File #: 2023-046, **Version:** 1

Litigation and Related Legal Matters - D Ballard

Submitted By: Don Ballard

Department: General Counsel

Financial Impact and Cost/Benefit Considerations: N/A



File #: 2023-047, **Version:** 1

Legislative Update - J Urban

Submitted By: JP Urban

Department: External Relations

Financial Impact and Cost/Benefit Considerations: N/A



File #: 2023-048, **Version:** 1

Resolution - Approval of Authorization for Initiation, Settlement, or Disposition of Litigation Matter(s) - D Ballard

Submitted By: Don Ballard

Department: General Counsel

Financial Impact and Cost/Benefit Considerations: If any, as discussed in executive session.



File #: 2023-049, **Version:** 1

Discussion of Power Supply Contractual Resources - D Thompson

Submitted By: David Thompson

Department: Markets

Financial Impact and Cost/Benefit Considerations: As discussed in executive session.



File #: 2023-050, **Version:** 1

Markets Monthly Report - D Thompson

Submitted By: David Thompson

Department: Markets

Financial Impact and Cost/Benefit Considerations: If any, as discussed in executive session.



File #: 2023-041, **Version:** 1

Resolution - Approval of 2022 Budget Amendments for Capital Improvement Plan Expenditures - J Smith/K Jones

Submitted By: Janelle Smith/Kat Jones

Department: Finance

Financial Impact and Cost/Benefit Considerations: As discussed in executive session.



File #: 2023-040, **Version:** 1

Draft Resolution - Approval of Construction Contract for Leander to Nameless Transmission Line - J Treviño

Submitted By: Jose Treviño

Department: Engineering

Financial Impact and Cost/Benefit Considerations: As discussed in Executive Session.



File #: 2023-058, **Version:** 1

Draft Resolution - Approval of Construction Contract for Junction Substation Upgrade - J Treviño

Submitted By: Jose Treviño

Department: Engineering

Financial Impact and Cost/Benefit Considerations: As discussed in Executive Session.



File #: 2023-059, **Version:** 1

Draft Resolution - Approval of Materials Purchase for Paleface to Marshall Ford Transmission Line Project - J Treviño

Submitted By: Jose Treviño

Department: Engineering

Financial Impact and Cost/Benefit Considerations: As discussed in Executive Session.



File #: 2023-051, Version: 1

Transmission Operations and Control Center Update - C Moos/J Warren/J Treviño

Submitted By: Cody Moos/John Warren/Jose Treviño

Department: Operations

Financial Impact and Cost/Benefit Considerations: As discussed in executive session.



File #: 2023-052, **Version:** 1

Resolution(s) - Approval of Real Property Acquisitions or Real Property Dispositions - E Dauterive/C Moos

Submitted By: Renee Oelschleger on behalf of Eddie Dauterive

Department: Chief Operations Officer

Financial Impact and Cost/Benefit Considerations: As discussed in executive session.



File #: 2023-053, Version: 1

**Resolution(s) - Approval of Capital Improvement Plan Budget Amendments for Real Property
Acquisitions - E Dauterive/C Moos**

Submitted By: Renee Oelschleger on behalf of Eddie Dauterive

Department: Chief Operations Officer

Financial Impact and Cost/Benefit Considerations: As discussed in Executive Session.



File #: 2023-054, **Version:** 1

Safety and Security Matters

Submitted By: Support Services

Department: Support Services

Financial Impact and Cost/Benefit Considerations: N/A



File #: 2023-055, **Version:** 1

Cyber Security Biannual Update - S Stoppelmoor

Submitted By: Seth Stoppelmoor

Department: Compliance & Regulatory

Financial Impact and Cost/Benefit Considerations: N/A



File #: 2023-056, **Version:** 1

Personnel Matters

Submitted By: Human Resources

Department: Human Resources

Financial Impact and Cost/Benefit Considerations: N/A