



PEDERNALES ELECTRIC COOPERATIVE

Board of Directors Meeting Agenda - Final

04/16/2018 | 9:00 AM | PEC Headquarters Auditorium

Open Session of this Regular Meeting is held in the PEC Auditorium and will be video recorded in accordance with Board Meetings Policy. Members may also watch this meeting by livestream from the PEC website at <http://www.pec.coop/boardvideos>

Call to Order and Roll Call

9:00 AM Meeting called to order on April 16, 2018 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. [2018-142](#) Thursday, March 8, 2018 - Special Meeting Minutes
Attachments: [2018-03-08 Minutes Emergency Meeting draft 2](#)
2. [2018-141](#) Monday, March 19, 2018 - Regular Meeting Minutes
Attachments: [2018-03-19 Regular Minutes - draft2](#)

Cooperative Monthly Reports

3. [2018-143](#) Cooperative Update - J Parsley
4. [2018-144](#) Financial Services Report - F Wolff
5. [2018-145](#) Operations Report (written report in materials)
Attachments: [2018-04-16 Operations Report Final](#)

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

6. [2018-146](#) Member Comments
Attachments: [2015-09-21 Decorum Policy \(reference material\)](#)

Action Items / Other Items

7. [2018-132](#) Qualifications and Elections Committee (QEC) Report Recommendation of Qualified Candidates - L Hull, QEC Representative
8. [2018-130](#) Resolution - Approval of Director Candidates for 2018 Pedernales Electric Cooperative Board of Director's Election Ballot - D Ballard
9. [2018-131](#) Resolution - Approval and Certification of 2018 Ballot - D Ballard

10. [2018-121](#) Resolution - Approval of 2018 Annual Meeting Agenda - S Romero
Attachments: [2018-03-19 Annual Meeting Agenda - Draft v1](#)
11. [2018-129](#) Presentation of 2017 Financial Audit and Management Letter by Bolinger, Segars, Gilbert & Moss (BSGM) - Robert Cobb, BSGM
Attachments: [2018-04-16 Pedernales Audit Report 2017 Working Draft](#)
[2018-04-16 Pedernales Electric Cooperative SAS 114 Working Draft](#)
12. [2018-067](#) Resolution - Approval of Acceptance of 2017 Financial Audit and Management Letter by Bolinger, Segars, Gilbert & Moss (BSGM) - F Wolff
13. [2018-139](#) Upcoming Feature of Honor Flight Austin - J Powers
Attachments: [2018-4-16 Honor Flight Austin](#)
14. [2018-155](#) Draft Resolution - Approval of Bylaws Amendment Regarding Board Vote Required for Customer Choice Resolution - D Ballard
Attachments: [2018-04-16 Bylaws Amendment - Customer Choice - Redline Draft v1](#)
15. [2018-111](#) Draft Resolution - Approval of StormGEO Weather Monitoring Contract Extension - E Dauterive
Attachments: [2018-04-16 Resolution 2018-111 StormGeo Approval](#)
16. [2018-122](#) 2018 Election Timeline Update (written report in materials)
Attachments: [2018 Election Timeline - Final w highlights for 2018-04-19](#)
17. [2018-137](#) Review NRECA Resolution Process - G Carter-Thomas
18. [2018-120](#) Enterprise Risk Management (ERM) Program Quarterly Report - H Baca
Attachments: [2018-04-16 Enterprise Risk Management \(ERM\) Program Quarterly Report](#)

Proposed Future Items / Meetings (subject to final posting)

19. [2018-147](#) List of Proposed Future Meetings
Attachments: [2018-04-01 Proposed Future Meetings - v1](#)
20. [2018-148](#) Board Meeting Planning Calendar (written report in materials)
Attachments: [2018-04-16 Board Planning Calendar v4](#)

Recess to Executive Session

Executive Session - Legal Matters

21. [2018-149](#) Litigation and Related Legal Matters
22. [2018-150](#) Matters in Which the Board Seeks the Advice of its Attorney as Privileged Communications in the Rendition of Professional Legal Services

- 23. [2018-133](#) Report on Liability, Property and Casualty Insurance - A Hagen
- 24. [2018-136](#) Legislative Update and Interim Legislative Charges - J Parsley
- 25. [2018-126](#) Resolution - Approval of Authority Regarding Terms and Conditions in Facilities Lease and Transmission Operating Agreement - A Hagen
- 26. [2018-134](#) Discussion of 2018 Board Assessment - S Romero

Executive Session - Contract and Competitive Matters

- 27. [2018-099](#) Resolution - Approval and Authorizing a Loan Agreement with National Rural Utilities Cooperative Finance Corporation (CFC), a Supplemental Indenture and Note - F Wolff
- 28. [2018-156](#) Discussion of Financial Audit, Financial Planning, and Risk Management Strategies - F Wolff
- 29. [2018-116](#) Automated Metering Infrastructure Technology Update - J Donley
- 30. [2018-125](#) Power Supply LCRA Business Planning Update - D Thompson

Executive Session - Real Estate Matters

- 31. [2018-151](#) Facilities and Real Estate Update - E Dauterive

Executive Session - Safety and Security Matters

- 32. [2018-152](#) Safety and Security Matters
- 33. [2018-138](#) Cyber Security Update - L Parnell

Executive Session - Personnel Matters

- 34. [2018-071](#) Resolution - Approval for Amendment to Insurance Continuation Program - C Armstrong
- 35. [2018-153](#) Personnel Matters Update

Reconvene to Open Session

Items from Executive Session

Adjournment