



PEDERNALES ELECTRIC COOPERATIVE

Board of Directors Agenda - Final

09/18/2020 | 9:00 AM | PEC Headquarters Auditorium

201 S. Ave F, Johnson City, TX 78636

Open Session of this Regular Meeting is held in the PEC Auditorium and will be recorded in accordance with Board Meetings Policy. On March 16, 2020, PEC offices were closed to member and public interactions to address safety and health concerns and in compliance with federal, state, and local guidelines. Consequently, this Regular Meeting is not open to member attendance.

Members may provide comments by sending the input to PECBoard@peci.com. All Board meeting comments will be provided to all Board directors and listed in the minutes of the Meeting. Board meeting dates, agendas, and supporting materials are available online at <https://pec.legistar.com/>.

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 September 18, 2020 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. [2020-224](#) Friday, August 21, 2020 - Regular Meeting Minutes

Attachments: [2020-08-21 OS Meeting Minutes draft v.3](#)

Cooperative Monthly Reports

2. [2020-252](#) Cooperative Update - J Parsley

3. [2020-253](#) Financial Services Monthly Report - R Kruger

Attachments: [2020-09-18 July 2020 Financial Report to the Board - R Kruger](#)
[2020-09-18 July 2020 Financial Statements - R Kruger](#)

4. [2020-288](#) Operations Report - E Dauterive

Attachments: [2020-09-18 Operations Report](#)

5. [2020-317](#) Information Technology Quarterly Report - L Parnell

Attachments: [2020-09-18 Information Technology Quarterly Report](#)

Member Comments - Members may provide comments by sending input to PECBoard@peci.com.

6. [2020-289](#) Member Comments

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

Action Items / Other Items

7. [2020-290](#) **Resolution - Approval of Amendments to Tariff and Business Rules - Section 700 Appendices (Forms) - N Mack | D Thompson**
Attachments: [2020-09-18 - Tariff Amendments for Section 700 Appendices \(Forms\) - N Mack D Thompson](#)
[2020-09-18 Tariff and Business Rules Forms - Clean v2](#)
[2020-09-18 Tariff and Business Rules Forms - Redline v2](#)
8. [2020-301](#) **Resolution - Approval of Contract Agreement Extension with VMWare - L Parnell**
9. [2020-300](#) **Resolution - Approval of Contract for 2021 Election Services Provider - S Romero**
10. [2020-291](#) **Resolution - Approval of Amendments to PEC Bylaws - R Fischer**
Attachments: [2020-09-18 Bylaws Amendment - Proposed Eligibility Change - Redline v1](#)
[2020-09-18 Bylaws Amendment - Proposed Eligibility Change - Clean v1](#)
11. [2020-330](#) **Draft Resolution - Approval of 2020 Operational Expense Budget Amendment for Systems Vegetation Maintenance - R Arellano**
12. [2020-308](#) **Draft Resolution - Election Policy and Procedures Amendments - D Ballard**
Attachments: [2020-09-18 Election Policy and Procedures - SAR Edits - Redline v2](#)
[2020-09-18 Election Policy and Procedures - SAR Edits - Clean v2](#)
13. [2020-340](#) **Draft Resolution - Approval to Rescind and Incorporate External and Internal Communications Policy and Code of Ethics - D Ballard**
Attachments: [2020-09-18 Code of Ethics](#)
[2020-09-18 External and Internal Communications Policy](#)
14. [2020-333](#) **Draft Resolution - Directors' Code of Conduct Policy - D Ballard**
Attachments: [2020-09-18 Directors' Code of Conduct 08-27-2020 - ETeam Review - Draft v3 - Redline](#)
[2020-09-18 Directors' Code of Conduct 08-27-2020 - ETeam Review - Draft v3 - Clean](#)
15. [2020-331](#) **Draft Resolution - Conflict of Interest Policy - D Ballard**
Attachments: [2020-09-18 Conflict of Interest Policy 08-27-2020 - ETeam Review - Draft v3 - Redline](#)
[2020-09-18 Conflict of Interest Policy 08-27-2020 - ETeam Review - Draft v3 - Clean](#)
16. [2020-332](#) **Draft Resolution - Decorum Policy - D Ballard**
Attachments: [2020-09-18 Decorum Policy Final \(Red-Line\) Draft](#)
[2020-09-18 Decorum Policy - 8-23-2020 ETeam Review - Draft - Clean](#)
17. [2020-334](#) **Draft Resolution - Ethics and Compliance Reporting Policy - J Burns**
Attachments: [2020-09-18 Ethics and Compliance Reporting Policy 8-23-2020 \(redline\) Draft](#)
[2020-09-18 Ethics and Compliance Reporting Policy \(clean\) Draft](#)
18. [2020-306](#) **Draft Resolution - Approval to Establish 2021 Annual Meeting Date and Location - M Viesca**

19. [2020-318](#) Resolution - Approval of Directive for Delegates Regarding Upcoming NRECA Regional Meeting - M Viesca

Attachments: [National Resolutions Committee Report and 2020 Compendium of Proposed Resolutions](#)

Proposed Future Items / Meetings (subject to final posting)

20. [2020-329](#) Resolution - Approval of Proposed Future Meetings

Attachments: [Proposed 2020 Board Meeting Calendar 091820](#)

21. [2020-293](#) Board Planning Calendar (Written Report in Materials)

Attachments: [2020-09-18 Board Planning Calendar v2](#)

Recess to Executive Session

Executive Session - Legal Matters

22. [2020-294](#) Matters in Which the Board Seeks the Advice of Its Attorney as Privileged Communications in the Rendition of Professional Legal Services

Executive Session - Personnel Matters

23. [2020-295](#) Personnel Matters

Executive Session - Legal Matters

24. [2020-296](#) Litigation and Related Legal Matters - D Ballard
25. [2020-319](#) Resolution - Approval of Authorization for Settlement of Litigation Matter(s) - D Ballard
26. [2020-297](#) Resolution - Approval of Delegation of Authority to Chief Executive Officer to Implement Measures in Response to COVID-19 - J Parsley
27. [2020-326](#) Directors' Conflict of Interest Training and Directors' Code of Conduct Training - R Fischer

Executive Session - Contract and Competitive Matters

28. [2020-298](#) Resolution - Approval of Filing of Interim Transmission Cost of Service with Public Utility Commission of Texas - B Headrick / A Hagen
29. [2020-302](#) Resolution - Approval of Fleet Vehicles and Computer Equipment and Software Leasing Agreement - R Kruger
30. [2020-303](#) Resolution - Approval of 2021 Power Supply Plan and 2021 Power Supply Plan Delegation of Authority - D Thompson/L Cunningham
31. [2020-342](#) Resolution - Approval of Activities to Consider Broadband Business Opportunities - M Rister
32. [2020-341](#) Discussion of Business Opportunity

- 33. [2020-328](#) Draft Resolution - Approval of Contract Agreement Extension with Citrix
- L Parnell
- 34. [2020-339](#) Draft Resolution - Approval of Contract Modification for Guadalupe
Valley Communications Systems (GVCS) for Communication Services - L
Parnell
- 35. [2020-321](#) Draft Resolution - Approval of Authorization for Financing Programs - R
Kruger
- 36. [2020-304](#) Markets Monthly Report - D Thompson

Executive Session - Real Estate Matters

- 37. [2020-312](#) Resolution(s) - Approval of Real Property Acquisitions or Real Property
Dispositions - R Arellano
- 38. [2020-313](#) Resolution(s) - Approval of Capital Improvement Plan Budget
Amendments for Real Property Acquisitions - R Arellano
- 39. [2020-314](#) Real Estate Update - R Arellano

Executive Session - Safety and Security Matters

- 40. [2020-316](#) Safety and Security Matters
- 41. [2020-327](#) Update on Security Assessment - C Moos

Reconvene to Open Session**Items from Executive Session****Adjournment**