



Legislation Details (With Text)

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**Type:** Action Item/Other Items      **Status:** Agenda Ready  
**File created:** 7/22/2019      **In control:** Board of Directors  
**On agenda:** 9/13/2019      **Final action:**  
**Title:** Draft Resolution - Establish Annual Meeting Date, Time and Location - C Tinsley Porter  
**Sponsors:**  
**Indexes:**  
**Code sections:**  
**Attachments:** 1. 2019 09 13 - 2020 Annual Meeting Options - PPT, 2. 2019 09 13 Annual Meeting Research

Date	Ver.	Action By	Action	Result
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**Draft Resolution - Establish Annual Meeting Date, Time and Location - C Tinsley Porter**

**Submitted By:** Sylvia Romero for Mike Viesca  
**Department:** Public Affairs

**Financial Impact and Cost/Benefit Considerations:** Expenditure of Cooperative funds estimated in the amount of \$To Be Determined will be in the Cooperative's proposed 2020 operating budget for facility rental.

The Cooperative's Bylaws require an annual member meeting. It is the duty of the Board to set the date and location. Staff intends to begin planning for the 2020 Annual Member Meeting and seeks approval of the Annual Meeting Planning to ensure bylaw requirements are compliant. The Board may consider adopting this resolution and designating a specific Annual Meeting date and location at a later meeting.

**Bylaws, Article II, Section 1. Annual Meeting.** The annual meeting of the Members shall be held on a Saturday in the second quarter of the calendar year, or such date and time each year, as may be designated by the Board of Directors of the Cooperative, at such place in any county in which the Cooperative provides service as is designated by the Board of Directors of the Cooperative no later than the last quarter of the calendar year preceding the annual meeting ("Annual Meeting"). The purposes of the Annual Meeting are to elect Directors and transact such other business as listed in the notice of the Annual Meeting. If the election of Directors shall not be held on the day designated by the Board of Directors for any Annual Meeting, or at any adjournment thereof, the Board of Directors of the Cooperative shall cause the election to be held at a Special Member Meeting (as defined herein) as soon thereafter as may be convenient. Failure to hold the Annual Meeting as designated herein shall not result in forfeiture or dissolution of the Cooperative. At the Annual Meeting, a report shall be provided regarding the activities of the Cooperative during the past year, and audit reports of the accounts, books and financial condition presented to the Board shall be submitted to the Members.

**BE IT RESOLVED BY THE BOARD OF DIRECTORS** that the 2020 Annual Meeting of the Pedernales Electric Cooperative, Inc. (PEC) be held within the PEC service territory;

**BE IT RESOLVED BY THE BOARD OF DIRECTORS** that the date for the 2020 Annual Meeting of the Pedernales Electric Cooperative, Inc. (PEC) be held on a Saturday, during the second quarter of the 2020 calendar year; and

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