



Legislation Details (With Text)

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**Title:** Resolution - Approval of Good Cause for and Approval of Telephonic Participation in the January 19, 2018 Board Meeting

**Sponsors:**

**Indexes:**

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Date	Ver.	Action By	Action	Result
1/19/2018	1	Board of Directors	adopted	Pass

**Resolution - Approval of Good Cause for and Approval of Telephonic Participation in the January 19, 2018 Board Meeting**

**Submitted By:** Sylvia Romero

**Department:** Legal Services

**Financial Impact and Cost/Benefit Considerations:** No additional expenditure of Cooperative funds, other than already included in the Cooperative's 2018 Operating budget, is anticipated; No staff time is anticipated other than ordinary processing.

The Board may consider finding good cause for and approving Director participation by telephone in the Board Meeting. Telephonic participation in Board of Director meetings of Pedernales Electric Cooperative Inc. ("PEC") are authorized under Article IV, Section 3 of the PEC Bylaws and the Board Meetings Policy when such participation is for good cause and with approval of the Board.

Due to inclement weather, emergency operation plan activation, and hazardous driving conditions on January 16, 2018, the Board's Regular Meeting in January was canceled and re-scheduled on short notice. Consequently, a Director may not have been reasonably able to plan for attendance in the re-scheduled Meeting. Participation by telephone may assist in providing a quorum for discussion of cooperative business during the Meeting.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE** that good cause exists to allow telephonic participation by Directors at the January 19, 2018, Regular Meeting because it was rescheduled on short notice and a quorum may not be reached for the meeting without authorized, telephonic participation by one or more Directors; and

**BE IT FURTHER RESOLVED**, and that the Board approves telephonic participation by Directors in the meeting; 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.