



## Legislation Text

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### **Resolution - Good Cause for and Approval of Telephonic Participation in the April 12, 2021 Emergency Board Meeting**

**Submitted By:** Lisa Scarborough

**Department:** Legal Services

**Financial Impact and Cost/Benefit Considerations:** No impact to the Cooperative's budget (other than ordinary processing requirements).

This resolution considers good cause and approval of director participation by telephone. 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.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF PEDERNALES ELECTRIC COOPERATIVE, INC.** that the Board has determined that it is in the best interest of the Cooperative to hold a meeting this day to consider a power supply matter and legal matter and good cause exists to allow telephonic participation by Directors in the meeting because 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 President of the Board or designee is authorized to take such actions as needed to implement this resolution.