

**Minutes of the  
Special Compensation Subcommittee Meeting  
of the Executive Board  
Energy Northwest  
Multi-Purpose Facility – Glenn C. Walkley Room  
3000 George Washington Way  
Richland, Wash.  
Dec. 17, 2014**

**Committee Members:**

Dave Remington, Committee Chair  
Sid Morrison, ex officio member  
Skip Orser  
Will Purser  
Tim Sheldon

**Other Executive Board Members Present:** Jack Janda

**Others Present:** Blaine Johnson, PSAV and Cherie Sonoda, Bonneville Power Administration.

**Staff Present:** Mark Reddemann, Brent Ridge, Bob Dutton, Dave Briggs, Steve Lorence, Carla Martinez and Angela Smith.

**Compensation Subcommittee Meeting**

Energy Northwest Executive Board Chair Sid Morrison called the meeting to order at 10:30 a.m. and turned the meeting over to Mr. Brent Ridge, Vice President of Corporate Services and Chief Financial Officer, who introduced Ms. Cherie Sonoda with the Bonneville Power Administration. After which, Mr. Morrison then turned the meeting over to Mr. Dave Remington, chair of the Compensation Subcommittee who opened up the subcommittee meeting.

**Compensation Subcommittee Self-Evaluation**

The committee reviewed input from their self-evaluation. Discussion ensued and Mr. Steve Lorence, Human Resources manager, took an action to draft an annual meeting critique for consideration by the committee.

The committee agreed that they should provide a committee update during the January Executive Board meeting.

Mr. Morrison also recommended that the committee provide an update to the Executive Board annually during the regularly scheduled November meeting starting in 2015.

**Annual Calendar for Compensation Subcommittee – 2015**

The committee reviewed the proposed meeting calendar for 2015. Mr. Lorence stated that the committee's recommendations and changes from the October committee meeting have been incorporated.

**Compensation Subcommittee Charter**

The committee reviewed the proposed changes to the Compensation Subcommittee Charter per their recommendations from the October committee meeting.

No additional changes were requested. Therefore, an action to approve the amendments will be added to the January Regular Executive Board meeting agenda.

**Other Business**

Mr. Mark Reddemann, Chief Executive Officer, shared some details on the all employee milestone celebration held on Monday, Dec. 15.

**Commitment Review/Provide Majority-based Direction**

The following new commitments were added:

- Draft annual meeting critique for consideration by the Compensation Subcommittee – Steve Lorence
- Present a committee update to the Executive Board – January 2015, and then annually at the November meeting – Dave Remington
- Present the changes to the committee’s charter to the Executive Board for approval – January 2015 – Dave Remington

Hearing no further discussion, the meeting adjourned at 10:33 a.m.

Respectfully submitted by,

Angela Smith  
Board Relations