

**Minutes of the  
Energy Northwest  
Regular Board of Directors' Meeting  
Holiday Inn Express – Vineyard Room  
4525 Convention Place  
Pasco, Wash.  
July 23, 2014 – 9 a.m.**

The Regular Meeting of the Board of Directors of Energy Northwest was called to order by President Linda Gott at 9 a.m. in the Vineyard Room of the Holiday Inn Express in Pasco, Wash. There was a quorum present. An environmental analysis of the July 23, 2014, Regular Board of Directors' meeting agenda had been prepared which reflected that all items on the agenda were exempt from further procedural compliance with the State Environmental Policy Act (SEPA).

**Roll Call**

PUD No. 1 of Asotin County	Judy Ridge	Present
PUD No. 1 of Benton County	Lori Sanders	Present
PUD No. 1 of Ferry County	Doug Aubertin	Present
PUD No. 2 of Chelan County	Ann Congdon	Absent
PUD No. 1 of Clallam County	Will Purser	Present
PUD No. 1 of Clark County	Nancy Barnes	Absent
PUD No. 1 of Cowlitz County	Buz Ketcham	Absent
PUD No. 1 of Franklin County	Bill Gordon	Present
PUD No. 2 of Grant County	Terry Brewer	Present
PUD No. 1 of Grays Harbor County	Arie Callaghan	Present
PUD No. 1 of Jefferson County	Barney Burke	Present
PUD No. 1 of Kittitas County	Shan Rowbotham	Present
PUD No. 1 of Klickitat County	Dan Gunkel	Absent
PUD No. 1 of Lewis County	Chuck TenPas	Present
PUD No. 1 of Mason County	Jack Janda	Present
PUD No. 3 of Mason County	Linda Gott	Present
PUD No. 1 of Okanogan County	Steve Houston	Present
PUD No. 2 of Pacific County	Diana Thompson	Present
PUD No. 1 of Pend Orielle County	Curt Knapp	Present
PUD No. 1 of Skamania County	Clyde Leach	Absent
PUD No. 1 of Snohomish County	Kathy Vaughn	Present
PUD No. 1 of Wahkiakum County	Bob Jungers	Present
City of Centralia	M.L. Norton	Absent
City of Port Angeles	Phil Lusk	Present
City of Richland	Robert Hammond	Present
Seattle City Light	Mike Jones	Absent
Tacoma Public Power	Bill Gaines	Absent

Others Present: Executive Board members Sid Morrison, Marc Daudon, Skip Orser and Tim Sheldon; Bonneville Power Administration representative Cherie Sonoda; Participants Review Board member Clay Smith, Northern Wasco County PUD; Roger Sparks, Kittitas PUD; Rowland

and Reese - Jim Rowland and Shirley Reese; Kevin O'Meara, Public Power Council; Blaine Johnson, PSAV; and Annette Cary, Tri-City Herald.

Staff Present: Mark Reddemann, Bob Dutton, Grover Hettel, Jim Gaston, Alex Javorik, Brad Sawatzke, Dave Briggs, Bill Guldemon, Curt Moore, Mike Paoli, Cristina Reyff, Laura Scheele, Angela Smith and Angela Walz.

Mr. Chuck TenPas led the group in the Pledge of Allegiance.

Mr. Bill Gordon announced that there was a quorum present.

**Comments from Members of the Public**

Hearing none, the next agenda item was addressed.

**Approval of Minutes**

The following meeting minutes were presented for approval:

- Regular Board of Directors Meeting – April 23, 2014

Ms. Judy Ridge moved to approve the April 23, 2014 BOD meeting minutes; Diana Thompson seconded. MOTION CARRIED.

**Board of Directors Board Business**

Resolution 1354

President Gott presented RESOLUTION 1354, A Resolution Expressing Appreciation for Roger Sparks' Contributions as a Member of the Governing Boards of Energy Northwest.

Mr. Sparks provided a few comments of his appreciation and the fortunate opportunity to reside on the Energy Northwest Governing Boards.

President Gott opened the floor for comments. Several board members added individual comments of appreciation and experiences with Mr. Sparks.

Mr. Terry Brewer moved to adopt Resolution 1354. Ms. Lori Sanders seconded.

President Gott called for the question. BOARD OF DIRECTORS RESOLUTION NO. 1354. UNANIMOUSLY ADOPTED.

**Board Inside Director Election Discussion**

President Gott discussed her intention to establish an ad-hoc committee to research and discuss options for future Inside Director elections to include researching the history behind the Revised Code of Washington regarding terms, voting and floor nominations.

Mr. Steve Houston agreed to chair the committee. The following Board of Directors members volunteered to also reside on the committee: Mr. Terry Brewer, Ms. Judy Ridge, Ms. Kathy Vaughn and President Linda Gott as an ex-officio member.

The committee will meet by teleconference with staff between now and October; and bring back information for more discussion at the October Board of Directors Meeting.

President Gott opened the floor for discussion.

Board members discussed at a high-level the Executive Board and Board of Directors rules and election process.

Additionally, a board member recommended staff reassess who has participated in Board Orientation and who may want a refresher.

Mr. Mike Paoli committed to canvas board members prior to the next BOD meeting to determine who would like to participate in Board Orientation.

Mr. Houston will coordinate meetings with Energy Northwest staff, and report back at October meeting.

#### Okanogan Fire Situation

Mr. Houston provided an informational update regarding the Okanogan fire.

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

The following new commitments were added:

- Coordinate ad-hoc committee teleconference meeting(s); committee to report back to the BOD during the October 2014 BOD meeting - Steve Houston with EN Board Relations
- Canvas board members prior to the next board meeting to determine who would like to participate in Board Orientation - Mike Paoli – prior to October 2014 BOD meeting.

#### Upcoming Meetings

President Gott announced that the next quarterly Board of Directors meeting is scheduled for Oct. 23, 2014, at the Red Lion in Kennewick, Wash. in conjunction with the Member Forum on Oct. 23 – 24, 2014. President Gott encouraged board members to invite others from their utilities to attend the Member Forum.

#### Adjournment

President Gott asked if there was any other business to be brought before the board. Hearing none, she thanked everyone for attending and adjourned the Board of Directors meeting at 9:47 a.m.

Respectfully submitted by,

Angela Smith  
Board Relations