

**MINUTES OF THE
SPECIAL MEETING OF THE EXECUTIVE BOARD
MULTI-PURPOSE FACILITY – GLENN C. WALKLEY ROOM
3000 GEORGE WASHINGTON WAY
RICHLAND, WASH.
May 23, 2014 – 9:30 A.M.**

Committee Members:

Dave Remington, Chair
Will Purser
Skip Orser
Sid Morrison
Tim Sheldon

Others Present: Executive Board Members Marc Daudon and Dan Gunkel

Staff Present: Mark Reddemann, Dale Atkinson, Bob Dutton, Brent Ridge, Brad Sawatzke, Steve Lorence, Kim Morris and Cindy Way.

Energy Northwest Executive Board Chair Sid Morrison called the Special Executive Board Meeting to order at 9:40 a.m. and turned the meeting over to Dave Remington Chair of the Compensation Subcommittee.

The Compensation Subcommittee reviewed and discussed the Fiscal Year 2015 At-Risk Compensation (ARC) and Long-term Incentive (LTI) that were approved by the Executive Board on May 15, 2014. The discussion centered on the Columbia Generating Station Index goal's Threshold 2. The subcommittee also reviewed a recommendation by Dale Atkinson to adjust the Performance Success Criteria in the Energy Services and Development ARC to clarify two of the criteria.

Mark Reddemann requested that staff review the comments by the subcommittee and come back at the June subcommittee meeting with recommendations.

Hearing no further discussion, Subcommittee Chair Remington turned the meeting back over to Executive Board Chair Sid Morrison, who adjourned the meetings at 11 a.m.

Respectfully submitted by,

Steve Lorence
Human Resources manager