

**Minutes of the
Energy Northwest
Special Compensation Subcommittee Meeting
of the Executive Board
Three Rivers Convention Center
7016 Grandridge Blvd. – Boardroom
Kennewick, Wash.
Oct. 28, 2015**

Committee Members:

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

Staff Present: Mark Reddemann; Bob Dutton; Juliet Gaffney; Steve Lorence; Kim Morris; Carla Martinez; and Cindy Way.

Committee Chair Dave Remington called the Special Compensation Subcommittee meeting to order at 4:12 p.m. and reviewed the agenda.

Mr. Steve Lorence introduced Ms. Juliet Gaffney, newly hired Human Resources supervisor.

The committee reviewed and discussed revisions to the compensation charter.

The 2016 calendar schedule was discussed and changes recommended.

The committee discussed the current compensation consultant and recommended no change.

The periodicity for reviewing proxy (i.e., secondary source) compensation data was discussed. The committee requested an annual review due to current market conditions.

The committee completed an evaluation of their 2015 performance.

Commitment Review/Provide Majority-based Direction

- Prepare a track-changes version of the revised charter for committee approval at the next meeting – Steve Lorence
- Revise the schedule based on the discussion – Steve Lorence
- Present quarterly long-range estimates to the full executive board – Mark Reddemann

Chair Remington adjourned the meeting at 5:53 p.m.

Respectfully submitted by,

Carla Martinez
Board Relations