

**MINUTES OF THE
 ENERGY NORTHWEST
 SPECIAL BOARD OF DIRECTORS MEETING
 RED LION COLUMBIA CENTER – CLEARWATER ROOM A/B/C
 1101 N. COLUMBIA CENTER BLVD.
 KENNEWICK, WASHINGTON
 OCTOBER 23, 2013 – 9:00 a.m.**

The special meeting of the Board of Directors of Energy Northwest was called to order by President Linda Gott at 9:00 a.m. in Clearwater Room A/B/C of the Red Lion Columbia Center in Kennewick, Washington. There was a quorum present. An environmental analysis of the October 23, 2013, special 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.

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	Present
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	Russ Skolrood	Present
PUD No. 1 of Jefferson County	Barney Burke	Present
PUD No. 1 of Kittitas County	Roger Sparks	Present
PUD No. 1 of Klickitat County	Dan Gunkel	Present
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	Eugene Healy (alternate)	Present
City of Centralia	M.L. Norton	Present
City of Port Angeles	Phil Lusk	Absent
City of Richland	Robert Hammond	Present
Seattle City Light	Mike Jones	Absent
Tacoma Public Power	Bill Gaines	Absent

Others Present: Executive Board members S. Morrison, S. Orser and T. Sheldon; Bonneville Power Administration representative A. Rapacz; Participants Review Board members K. Denison,

Mason County PUD No. 1; and S. Nelson, Franklin County PUD; T. McMahon, IBEW Local #77; S. Reese, Legislative Liaison; and B. Johnson, PSAV Audio Services.

Staff Present: M. Reddemann, D. Atkinson, D. Briggs, R. Dutton, G. Hettel, P. Lilly, M. Meilleur, M. Paoli, B. Ridge, B. Sawatzke, L. Scheele, L. Willey and S. Barwick.

Mr. Knapp led the group in the Pledge of Allegiance.

Secretary Bill Gordon announced that there was a quorum present.

President Gott requested introductions around the room.

BOD MOTION 2013-2 CANCELLING THE REGULAR BOARD OF DIRECTORS' MEETING SCHEDULED ON THURSDAY, OCTOBER 24, 2013

President Gott stated that during the last Board of Directors' meeting, a motion was presented and adopted changing the date and time of the regular October Board of Directors' meeting from October 23, 2013, at 9:00 a.m., to October 24, 2013, at 8:00 a.m., in order to accommodate the addition of the Member Forum to the October board meeting schedule. She advised that she attended the Executive Board Workshop meeting in August where the Executive Board and the senior leadership team discussed the overlapping of the quarterly Board of Directors and Executive Board meetings in order to omit redundancy of presentations made to both boards. She indicated that she agreed with the new format and as a result the Board of Directors meeting was moved back to Wednesday morning as a special meeting, resulting in the cancellation of the regular Board of Directors meeting scheduled for tomorrow.

Ms. Congdon moved for adoption of the following motion (BOD Motion 2013-2):

"IT IS MOVED THAT THE REGULAR BOARD OF DIRECTORS' MEETING SCHEDULED ON THURSDAY, OCTOBER 24, 2013, AT 8:00 A.M., BE CANCELLED."

Ms. Ridge seconded the motion. The question was called for. BOD MOTION 2013-2 UNANIMOUSLY PASSED.

COMMENTS FROM MEMBERS OF THE PUBLIC

Hearing no comments from members of the public, the next item on the agenda was addressed.

APPROVAL OF MINUTES

The minutes of the following meeting was presented for consideration:

- Regular Board of Directors Meeting – July 24, 2013

Mr. Brewer moved that the regular minutes be approved as presented. Ms. Thompson seconded the motion. MOTION CARRIED.

BOARD OF DIRECTORS' BUSINESS

President Gott reported that last year the Board of Directors went through the process of filling the position of outside director from a member of the public at the end of Sid Morrison's term. According to the procedure, an Ad Hoc Search Committee will be appointed during the January meeting to perform a due diligence search to fill the outside director position of Skip Orser which expires in June 2014. The ad hoc committee will provide it's recommendation at the April Board of Directors meeting.

President Gott advised that the terms of the five inside director positions from the Board of Directors will expire in June 2014. She has asked staff to provide a review of that process during the January meeting. The elections will be held during the April meeting.

President Gott announced that she had the opportunity to attend the Executive Board workshop meeting in August, along with Terry Brewer. She indicated that one of the things that came out of that meeting was the decision to overlap the quarterly Board of Directors and Executive Board meetings to avoid redundant presentations. She agreed to the new format and expressed appreciation of board members' patience during this trial run.

President Gott stated that she also attended the Executive Board Strategic Planning workshop, along with Ann Congdon and Steve Houston. She commented that a lot of good feedback came out of that workshop and commended staff for their efforts.

President Gott added she had the opportunity in the end of September to attend the Goizueta Directors Conference in Atlanta. She advised that Dan Gunkel attended the conference and Sid Morrison was a guest speaker on one of the panels. She encouraged those who have not attended the conference to do so given the opportunity.

President Gott announced that Mike Jones was appointed as Power Supply and Environmental Affairs Officer for the City of Seattle and will be the new board member from Seattle City Light. She indicated that Mr. Jones will not participate in the October meetings but will attend the board meetings in January 2014.

Hearing no further discussion, President Gott thanked everyone for attending and adjourned the special Board of Directors meeting at 9:15 a.m.

Respectfully submitted by,

Susan L. Barwick
Board Relations Specialist