Minutes of the Energy Northwest Regular Board of Directors Meeting Lacey Conference Center – Horizon Room 975 Carpenter Rd NE Lacey, Wash. Jan. 27, 2016

President Terry Brewer called the regular meeting of the Board of Directors to order at 10 a.m. on Jan. 27, 2016 in the Horizon Room at the Lacey Conference Center in Lacey, Wash. There was a quorum present. An environmental analysis of the Jan. 27, 2016, 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.

Roll Call

Board of Directors Members

PUD No. 1 of Asotin County PUD No. 1 of Benton County PUD No. 1 of Ferry County PUD No. 2 of Chelan County PUD No. 1 of Clallam County PUD No. 1 of Clark County PUD No. 1 of Cowlitz County PUD No. 1 of Franklin County PUD No. 2 of Grant County PUD No. 1 of Grays Harbor County PUD No. 1 of Jefferson County PUD No. 1 of Kittitas County PUD No. 1 of Klickitat County PUD No. 1 of Lewis County PUD No. 1 of Mason County PUD No. 3 of Mason County PUD No. 1 of Okanogan County PUD No. 2 of Pacific County PUD No. 1 of Pend Orielle County PUD No. 1 of Skamania County PUD No. 1 of Snohomish County PUD No. 1 of Wahkiakum County City of Centralia **City of Port Angeles** City of Richland Seattle City Light Tacoma Public Power

Judy Ridge Present Lori Sanders Present Doug Aubertin Absent Carnan Bergren Present Will Purser Present Jim Malinowski Present Ned Piper Present Bill Gordon Absent Terry Brewer Present Arie Callaghan Present Barney Burke Present Shan Rowbotham Absent Dan Gunkel Absent Chuck TenPas Present Jack Janda Present Linda Gott Present Steve Houston Present Diana Thompson Present Curt Knapp Present Liz Green Present Kathy Vaughn Present Bob Jungers Present M.L. Norton Present Craig Fulton Present Robert Hammond Present Mike Jones Absent Bill Gaines Absent

<u>Others Present</u>: Executive Board Members – Sid Morrison, Marc Daudon, Jim Moss, Skip Orser and Dave Remington; Participants Review Board Members – Susan Thraen, Karl Denison, Stu Nelson and Mike Swanson; Bonneville Power Administration – Larry Felton, Cherie Sonoda and Wayne Todd; Physicians for Social Responsibility – Chuck Johnson; Reese Government Relations – Shirley Reese; Rowland Co. – Jim Rowland; and PSAV – Kevin Millen.

<u>Staff Present:</u> Mark Reddemann; Brent Ridge; Brad Sawatzke; Bob Dutton; Jim Gaston; Mike Paoli; Dave Briggs; Steve Lorence; Carla Martinez; and Angela Smith.

Regular Board of Directors Meeting

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 following meeting minutes were presented for approval:

- Joint Board of Directors / Executive Board / Participants Review Board Meeting Oct. 28 – 29, 2015
- Board of Directors Meeting Oct. 28, 2015

Ms. Judy Ridge moved that the meeting minutes be approved. Mr. Arie Callaghan seconded. MOTION CARRIED.

BOD Ad Hoc Update

BOD Ad Hoc Committee Chair Curt Knapp, provided an update of recent activities of the Ad Hoc Committee including that the committee would bring their recommendation to the board during the April BOD meeting.

Other Business

Mr. Steve Houston requested discussion of Board of Directors reaction to the employee letters and how the BOD was not allowed in the Executive Board's executive session.

Discussion ensued between BOD and EB members including the EB's agency oversight responsibility with further clarification that it was not the EB's intent to offend BOD members. The EB further stated they will be transparent with the findings and actions.

Ms. Lori Sanders took an action to ensure all board members receive a copy of the letter. Copies were handed out during the board meeting with a follow-up commitment to ensure any board member who was not in attendance also receives the letter.

Upcoming meeting

President Brewer reminded the board that the next Board of Directors meeting will be held on April 27, 2016 at the Holiday Inn Express in Pasco, Wash.

Commitment Review/Provide Majority-based Direction

• Provide anonymous employee letters to all board members – Angela Smith

Hearing no further discussion, President Brewer recessed the regular Board of Directors meeting at 10:33 a.m.; the meeting adjourned at 4 p.m.

Respectfully submitted by,

Angela Smith Board Relations