

MINUTES

TEC Board of Directors Meeting
August 19, 2025 3:00 p.m. - 5:45 p.m.
TEC Administration Building
45715 SE 140th Street, North Bend, WA 98045

In Attendance:

Board Members: Roger Guay; Malcolm Lybeck; David McGoldrick; Kristina Michael; Steve Nicholes; Carol Paschal; John Saatela; Dutch Siedentopf

Staff: Steven Walter; Nick Himebauch, Kevin Burns, David Cook, Lisa Peabody

CALL TO ORDER 3:04 p.m. Board President, Malcolm Lybeck

1. Roll Call was taken, and Steve Duppenhaler was absent. A quorum was established.
2. Approve the Board Meeting Agenda for August 19, 2025 – Action Item

Motion: Kristina Michael moved to approve the TEC August '25 Board meeting agenda as presented. David McGoldrick seconded the motion, and it passed unanimously by a voice vote of all Directors present.

3. President's Remarks – Malcolm Lybeck -Action Item

- a. John Saatela was named Anderson Island's Man of the Year and will serve as Grand Marshal in the Labor Day Parade.
- b. Mr. Lybeck opened the floor for discussion and then a vote to retain Cook & Associates as permanent Legal Counsel for TEC.

Motion: Malcolm Lybeck moved to approve the onboarding of Cook & Associates as full-time legal counsel for TEC, contingent upon Mr. Cook successfully passing the Washington State Bar. The motion was seconded by Carol Paschal and adopted unanimously by a voice vote of all Directors in attendance.

RECEIVE & FILE THE CONSENT AGENDA – ACTION ITEM

- Checks
- Arrears
- Estate Retirement
- July Outage Report
- New Construction/Membership List
- July '25 Board Meeting Minutes

Motion: Dutch Siedentopf moved to receive and file the consent agenda items for August 19, 2025. Roger Guay seconded the motion, and it passed unanimously by a voice vote of all Directors present.

UNFINISHED BUSINESS

a) Board Policy Review – No. 104 Contracting Authority of CEO

The Board and staff conducted a review of Board Policy No. 104 and will continue this process online, proposing further amendments as necessary. The updated policy will be presented to the Board for approval in September.

REPORTS

1. Director of Finance - Kevin Burns -Action Item

- July '25 Balance Sheet
- July '25 Income Stmt
- Monthly & Year to Date Sales by Class
- Clean Energy Implementation plan

Motion: Dutch Siendentop moved to receive and file the August '25 financial reports as presented. Carol Paschal seconded the motion, and it passed unanimously by a voice vote of all Directors present.

2. CEO Report - Steven Walter

Mr. Walter updated the Board on the Snoqualmie Casino's resort hotel. He also discussed some key topics for the upcoming TEC Strategic Planning Session in October.

3. Director of Operations - Nick Himebauch

Mr. Himebauch provided a written Operations Report to the Board, which was attached to the meeting agenda. Questions regarding the report were discussed during the

meeting. The Middle Fork substation interconnection agreement with PSE and TEC has been drafted and is in the review process with both parties.

4. Committee Reports

a. Finance Committee ~ John Saatela, Chairman

Mr. Saatela reported the committee met prior to today's Board meeting to discuss two loans that will be up for repricing in a few months. In addition, they will begin preliminary planning for the 2026 budget process.

b. New Technology Committee ~ Roger Guay, Chairman

Mr. Guay informed the Board about a new fire safety technology device called TING that monitors your home electrical system and alerts you to about electrical hazards that could potentially cause a fire. It is currently being offered any State Farm policy holders.

c. Personnel Committee ~ Malcolm Lybeck, Chairman

Mr. Lybeck and the committee met prior to today's meeting to discuss Board Policy No. 102 related to Director compensation. The committee recommended an adjustment to the current meeting rates. The committee and legal counsel will review the policy further, make suggested edits and bring it back to the Board for approval next month.

d. 4. Youth Development Committee – Dutch Siedentopf, Chairman

Mr. Siedentopf reported that, since the last Board meeting, he and the committee convened online and continued their deliberations regarding amendments to the current TEC scholarship offerings.

e. Wild Fire Prevention & Preparedness Committee – Malcolm Lybeck, Chairman

Ongoing online discussions are taking place between Operations and Legal Counsel regarding the regulations and guidelines for a Wildfire Mitigation Plan.

5. Director Area Reports

The staff documented reports from areas requiring operational review, and no significant issues were identified.

6. General Counsel Report – David Cook

He conveyed his appreciation for joining TEC and expressed anticipation for cultivating a constructive professional partnership.

7. NEW BUSINESS – Action Item

a. TEC Articles of Incorporation Resolution 25-297

A TEC resolution was drafted by Cook & Associates to file the revised member approved TEC Articles of Incorporation with the WA Secretary of State according to RCW 24.06.195 and RCW 24.06.200 was approved and authorized.

Motion: Kristina Michael moved to approve Resolution 25-297
Dutch Siedentopf seconded the motion, and it passed unanimously by a voice vote of all Directors present.

6. ADJOURN MEETING

Having no further business, Mr. Lybeck adjourned the August 19, 2025 TEC Board meeting at 4:45 p.m.