

## **Board Decision Amending Bylaws and Appointing Dan Enloe and Roger Hamilton to the Board for Three-Year Terms of Office**

April 9, 2008

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### **Purpose**

The purpose of this resolution is to appoint two new members to the Energy Trust board of directors, one to replace Tom Foley, who has retired, and one to fill a new board position.

### **Background**

Tom Foley has left the board. The board nominating committee has recruited two new members, one to take Tom's position and one to expand the board to a total of 13 voting members (excluding ex officio members). Section 3.2 of the bylaws specifies that the board shall have a minimum of five voting members and a maximum of 12 voting members.

The nominating committee has interviewed several excellent candidates and recommends the appointment of Dan Enloe and Roger Hamilton to the board. Both strongly support the Energy Trust mission. In addition:

Mr. Enloe is an executive at Intel Corporation, where he has worked in various capacities since 1984. Before 1984, he was on active duty in the U. S. Navy. He is a Captain in the Naval Reserve and is a qualified Submarine Nuclear Engineer Officer.

Mr. Hamilton is the Manager of the Local Government and Communities Program for the Climate Leadership Initiative at the Institute for Sustainable Environment at the University of Oregon. He also consults with the Western Grid Group, a transmission advocate for renewable energy interests. He was an Oregon Public Utility Commissioner from 1992 to 2001.

### **Recommendation**

The nominating committee recommends appointing Dan Enloe and Roger Hamilton to serve on the board of directors for three-year terms expiring in 2011.

**RESOLUTION #473**

**AMENDING BYLAWS AND  
APPOINTING DAN ENLOE AND ROGER HAMILTON  
TO ENERGY TRUST BOARD OF DIRECTORS**

**WHEREAS:**

- 1. At present the Energy Trust board has 12 voting members.
- 2. Tom Foley has completed his term on the board and a replacement is required.
- 3. The board nominating committee has interviewed several excellent candidates and determined that Dan Enloe and Roger Hamilton meet key criteria for service in this board position, including strong support for the Energy Trust mission and extensive experience in business and government activities that will add valuable dimensions to the board.

It is therefore **RESOLVED** that the Energy Trust of Oregon, Inc., Board of Directors:

- 1. Amends the first sentence of section 3.2 of the Energy Trust bylaws to read: "The number of voting directors may vary between a minimum of five (5) and a maximum of thirteen (13), the exact number to be fixed from time to time by resolution of the board of directors."
- 2. Appoints Dan Enloe and Roger Hamilton to the Energy Trust board of directors for three-year terms of service expiring in 2011.

Moved by: \_\_\_\_\_ Seconded by: \_\_\_\_\_

Vote: \_\_\_\_\_ In favor \_\_\_\_\_ Opposed \_\_\_\_\_ Abstain

Adopted on (date) \_\_\_\_\_ by Energy Trust of Oregon, Inc., Board of Directors.