

Special Board Meeting Minutes – 210th Meeting

April 18, 2023

Board members present: Anne Haworth Root, Ellen Zuckerman, Eric Hayes, Henry Lorenzen, Roland Risser, Silvia Tanner, Susan Brodahl, Thelma Fleming, Janine Benner (Oregon Department of Energy special advisor), Letha Tawney (Oregon Public Utility Commission ex officio)

Board members absent: Melissa Cribbins, Peter Therkelsen

Staff attending: Amber Cole, Cheryle Easton, Danielle Rhodes, Debbie Menashe, Fred Gordon, Tracy Scott

Others attending: None

President Henry Lorenzen called the meeting to order at 11:40 a.m.

Adjourn the meeting to Executive Session

Henry Lorenzen then adjourned the meeting to executive session pursuant to bylaws *section 3.19.1 to discuss Internal Personnel Matters.*

Reconvene Public meeting

Henry Lorenzen reconvened the public meeting at 1:10 p.m.

The board reconvened in their public meeting and discussed the election of three new directors. The board, elected Ellsworth Land, Jane Peters, and William Tovey as described in the resolution below:

RESOLUTION R1002 ELECTING THREE DIRECTORS TO THE ENERGY TRUST BOARD OF DIRECTORS

WHEREAS:

- 1. Director Elee Jen's resigned her position on the board effective December 31, 2022. This position was originally set to end February 2023 and the position on the board remained open and unfilled since Director Jen's resignation.**
- 2. The board Nominating & Governance Committee has reviewed candidates for the board seat vacant since Director Elee Jen's resignation and nominates Ellsworth Lang for a three-year term through 2026.**
- 3. Director Erik Andersson resigned his position on the board effective December 31, 2022. This position was originally set to end February 2023 and the position on the board has remained open and unfilled since Director Andersson's resignation.**
- 4. The board Nominating & Governance Committee has reviewed candidates for the board seat vacant since Director Erik Andersson's resignation and nominates Jane Peters for a three-year term through 2026.**
- 5. Director Ernesto Fonseca resigned his position on the board effective December 31, 2022. This position term ends February 2025 and the position on the board has remained open and unfilled since that time.**
- 6. The board Nominating & Governance Committee has reviewed candidates for the board seat becoming vacant at the end of Ernesto Fonseca's term and nominates William Tovey for a two-year term through 2025.**

- 7. **As part of the nomination process utilized by the Nominating & Governance Committee, each of the above-referenced nominees will complete a financial and criminal background check before final appointment to the Energy Trust board of directors.**

It is therefore RESOLVED:

That, subject to successful background check review, the Energy Trust of Oregon, Inc., Board of Directors elects Ellsworth Lang to the Energy Trust Board of Directors to a term expiring February 2026, and subject to all requirements of the Bylaws of Energy Trust.

That, subject to successful background check review, the Energy Trust of Oregon, Inc., Board of Directors elects Jane Peters to the Energy Trust Board of Directors to a term expiring February 2026, and subject to all requirements of the Bylaws of Energy Trust.

That, subject to successful background check review, the Energy Trust of Oregon, Inc., Board of Directors elects William Tovey to the Energy Trust Board of Directors to a term expiring February 2025, and subject to all requirements of the Bylaws of Energy Trust.

Moved by: Eric Hayes

Seconded by: Roland Risser

Vote: In favor: 8

Abstained: 0

Opposed: 0

Adjourn the meeting

Henry Lorenzen adjourned the meeting at 1:23 p.m.

DocuSigned by:

 Signed: Eric Hayes

7/17/2023 /
 Date

The next regular meeting of the Energy Trust Board of Directors will be held Wednesday, June 15, 2023, at 10:00 a.m. hybrid on Zoom and in Coos Bay, location to be determined.