Board of Directors

Regular Meeting

~ Revised Agenda ~

PO Box 1
Johnson City, TX 78636
www.pec.coop

Call PEC Toll Free
1-888- 554-4732

Monday, October 17, 2011 | **10:00 AM** | **PEC Headquarters Auditorium**

1. Call to Order and Roll Call

10:00 AM Meeting called to order on October 17, 2011 at PEC Headquarters Auditorium, 201 South Avenue F, Johnson City, TX.

2. Employee/Director Recognitions for Approval

3. Minutes Approval

A. **Monday, September 19, 2011 Regular Meeting**

B. **Wednesday, September 28, 2011 Special Meeting**

4. Items from Members

5. Executive Session

A. Real Estate Matters

1. Real Estate Opportunities

B. Contracts

1. Agreement with RAP

C. Legal Matters

1. Whistleblower Administrator Update
2. Litigation Update, including Threatened Litigation and Administrative Claims
3. Settlement of Personal Injury Litigation

D. Personnel Matters

1. General Counsel Search Update
2. Management and Employee Relations
3. Employee Benefits Program

6. 1:00 PM - Reconvene to Regular Meeting

7. Items From Members

8. Items From Executive Session

9. Report on Monthly Power Supply

A. Power Supply Report

10. Report on Monthly Safety Performance

A. September 2011 Safety BOD Report

11. Report on Monthly Operations

A. Operations Monthly Report

12. Informational Items

A. Monthly Informational Items - September

Total Active Accounts		241,058	(net increase 188)
Total Memberships		203,139	(net increase 461)
Write-off of Uncollectible Accounts		$ 137,811.38	
Non-electrical Bad Debt Write-off		$ 0.00	
Power Bill (unaudited)			
553,555,801 kWh	Current month/yr	$33,427,534.55	(includes LCRA & AEP)
504,380,938 kWh	Previous year	$29,547,083.16	(includes LCRA & AEP)

13. Chief Financial Officer

A. CFO - Monthly Reports

1. Reports on August 2011 Monthly Financials

B. CFO - Action Items/Other Items

1. (Resolution (ID # 1771)) Authorization of Second Supplemental Indenture and Capital Credits Distribution and Payment

14. Audit Committee

A. AC - Reports

1. Audit Committee Minutes 2011-8-26

B. AC - Action Items/Other Items

1. (Resolution (ID # 1770)) Amendment to Whistleblower Policy

15. Communications Committee

A. CMC - Reports

B. CMC - Action Items/Other Items

16. Compensation Committee

A. CC - Reports

1. Compensation Committee Minutes of 9-9-11

B. CC - Action Items/Other Items

1. (Resolution (ID # 1787)) Director Compensation - Health Insurance for Former Directors

2. Employee Benefits Program

17. Energy Committee

A. EC - Reports

B. EC - Action Items/Other Items

18. Financial Strategies, Contracts, and Budget Committee.

A. FSCB - Reports

B. FSCB - Action Items/Other Items

19. Governance, Bylaws and Legal Committee.

A. GBL - Reports

1. GBL Committee Minutes of 9-12-11

2. Annual Meeting Proposal

3. Member Comments to Competitive Matters Designation

B. GBL - Action Items/Other Items

1. (Resolution (ID # 1775)) Amendment to Competitive Matters Designation

2. (Resolution (ID # 1774)) Web Posting of Proposed Director Election Campaign Finance Policy

20. GC Search Committee

A. GCS - Reports

1. GC Search Committee Draft Minutes 9-2-11

B. GCS - Action Items/Other Items

21. Items From Directors

22. Chief Executive Officer

A. CEO - Reports

1. Member Assistance Program Policies Update
2. Solar Tour Update

B. CEO - Action Items/Other Items

1. (Resolution (ID # 1790)) Appointment of Official Voting Delegate for 2011 District 10 Meeting of CFC

C. Announcements

23. Future Items for Board Consideration

24. Future Meetings

A. Announce October Special Board Meeting scheduled for 9:00 am on October 18, 2011 at the PEC Headquarters.

B. Announce November Regular Board Meeting scheduled for 10:00 am on November 21, 2011 at the PEC Headquarters.

25. Adjourn