

NOTICE OF BOARD MEETING

The regular meeting of the Board of Directors of the Delaware County Electric Cooperative, Inc. will be held **Tuesday, December 27, 2022, at 1:00 pm**
Location is room 109 at the Co-op's office, 5 North Depot Street, Delhi, New York to act on the following agenda.

AGENDA

- I. Opening Business:
 - a. Call to Order
 - b. Roll Call - Determination of Quorum
 - c. Adoption of Agenda [packet page 1]
- II. Consent Agenda:
 - a. Minutes of November 22, 2022 Regular Meeting [packet pages 2-4]
 - b. New Memberships [packet page 5]
 - c. Bad Debt Collection Report & Resolution [packet pages 6-7]
 - d. Director Compensation [packet page 8; individual handout]
 - e. Corporate Calendar [packet page 9]
- III. Review of Policies:
 - a. Safety RESAP [packet pages 10-11]
 - b. Donations [packet page 12]
- IV. Discussion of Policies:
 - a. January 2023: Auditing of Cooperative Books, Records and Accounts;
Clothing for Employees Working On or Near Exposed Energized Parts
 - b. February 2023: Procurement, Receiving & Disbursement; Energy Conservation & Efficiency
 - c. March 2023: Insurance and Fidelity Coverage; Estate Capital Credits
- V. CEO/General Manager John Gasstrom's Report: [packet page 13]
- VI. Safety Improvement Plan: (Ops Mgr Sullivan & Mgr Sys Planning/JTS Small) [handout]
- VII. Resolution regarding the NRECA Retirement Security (RS) Plan [handout]
- VIII. CFO Cannizzaro's Monthly Report: [packet page 14]
 - a. Monthly Financials (November 2022) [handout]
- IX. 2022 Budget Proposal:
 - A. Budget Assumptions and Results [Cannizzaro, to be emailed prior to meeting]
 - B. Work Plan Budget [Sullivan, to be emailed prior to meeting]
 - C. Capital Budget [Sullivan/Cannizzaro, to be emailed prior to meeting]
 - D. Outside Services Budget [Cannizzaro, to be emailed prior to meeting]
 - E. Employee Training & Travel Budget [Cannizzaro, to be emailed prior to meeting]
 - F. Director Budget [Cannizzaro, to be emailed prior to meeting]
 - G. Income Statement Budget [Cannizzaro, to be emailed prior to meeting]
 - H. Formulary Rate Adjustment Review [Cannizzaro, to be emailed prior to meeting]
- X. Operations Manager Sullivan's Monthly Report: [packet page 15]
 - a. Quarterly Tree Crew Update [presentation]
- XI. CSA Linehan's Monthly Report:
 - a. Member engagement, social media, media & website [packet page 16]
- XII. Director/Staff Association Reports:
 - a. Touchstone Annual Meeting, 12/1/2022 [report from attendees]
 - b. NYAPP Meeting, 12/16/2022
 - c. UUS Board Meeting, 12/19/2022
- XIII. New Business:
- XIV. Future Business:
 - a. NRECA CEO Close-Up, January 8-11, 2023, Marco Island, Florida
 - b. NYAPP Meeting, January 18-19, 2023, Albany, NY
 - c. DCEC Strategic Planning Meeting with Board, **Tuesday, 01/24/2023 @ 5pm**
 - d. DCEC Regular Board Meeting, **Tuesday, 01/31/2023 @ 5pm**
 - i. Fleet report to Board
- XV. Executive Session:
- XVI. Adjournment:

The aim of Delaware County Electric Cooperative, Inc., is to make electric energy and related services available to members at the lowest cost consistent with sound economy and good management.

Cooperative Stakeholders

- Members
- Employees
- Community
- Business Partners
 - Suppliers
 - RUS
 - CFC
 - Federated
 - Other cooperatives
 - NYSERDA
- Government
- Regulators

Delaware County Electric Cooperative
Board Meeting Minutes
November 22, 2022

I. Opening Business: The regular monthly meeting of the Board of Directors of the Delaware County Electric Cooperative, Inc. was held November 22, 2022 at the Co-op's office, 5 North Depot Street, Delhi, New York.

A. Call to Order: The meeting was called to order at 4:55pm by President Pick.

B. Roll Call - Determination of Quorum:

Stephen Oles	P
Edward Pick Jr.	P
Paul Menke	P
Laurie Wehmeyer	P
Steve Burnett	A
Jeffrey Russell	P
Edward Furgol	P

DCEC staff members that participated in-person were, DCEC's CEO/General Manager John Gasstrom, DCEC's CFO Mark Cannizzaro, DCEC's Operations Manager Ryan Sullivan, and DCEC's CSA, Janelle Linehan. DCEC's Legal Counsel Jeffrey Clark from Livingston Associates participated via phone conference.

II. Adoption of Agenda: A motion was made by Director Menke to adoption the agenda with the correction of the December Board Meeting date change to the 27th from the 22nd. The motion was seconded by Director Furgol. The motion passed.

III. Consent Agenda: A motion was made to approve the consent agenda as presented by Secretary Wehmeyer. The motion was seconded by Treasurer Menke. The motion passed.

IV. Executive Session: A motion was made to enter Executive Session by Vice President Russell and seconded by Secretary Wehmeyer. CFO Mark Cannizzaro, Operations Manager Ryan Sullivan, and CSA Janelle Linehan were excused. Executive Session was entered at 4:59pm and ended at 5:33pm with a motion to come out of Executive Session by Director Oles and seconded by Vice President Russell.

V. Policies:

- A. Records Management, Retention, and Public Access: A motion was made to approve the policy by Director Furgol. The motion was seconded by Treasurer Menke. The motion passed.
- B. Member-Owned Distributed Generation: A motion was made to approve the policy by Vice President Russell. The motion was seconded by Secretary Wehmeyer. The motion passed.

VI. Discussion of Policies:

Upcoming policies to be reviewed listed on Agenda for Q1 2023.

VII. Report from Finance Committee:

Reviewed meeting agenda topics.

VIII. Resolution:

- a. General Retirement & Special Retirement
A motion was made to approve the resolution by Director Furgol. The motion was seconded by Vice President Russell. The motion passed.
- b. Accounting Firm Selection
A motion was made to approve the resolution by Director Oles. The motion was seconded by Vice President Russell. The motion passed.

IX.CEO/General Manager John Gasstrom's Report:

CEO Gasstrom discussed government relations and outside associations, Community Involvement, Employee Relations, Grants, and Facilities update.

X.CFO Cannizzaro's Monthly Report:

- a. Monthly Financials (October 2022) – CFO highlighted and discussed timing of line 7 of the Income Statement and line 56 of the Balance Sheet.
- b. Projection – CFO highlighted lines 1 and 7 of the 2022 Year-end Projects through October spreadsheet.

XI.Operations Manager Sullivan's Monthly Report

Ops Manager discussed notable outages and occurrences and updates on special projects.

XII.CSA Linehan's Monthly Report

CSA gave report on Member Engagement, social media, Media & Website.

XIII. Director/Staff Association Reports:

- a. NYSRECA, virtual meeting 11/15/2022
CEO Gasstrom gave report from meeting.
- b. NYSRECA, Apalachin, NY 11/17/2022
CEO Gasstrom and President Pick gave report from meeting.
- c. NYAPP, virtual meeting 11/18/2022
CEO Gasstrom and President Pick gave report from meeting.

XIV. New Business:

None.

XV. Future Business:

- a. NEPPA Annual Meeting, 12/1/2022
- b. Touchstone Annual Meeting, 12/1/2022
- c. Employee & Retiree Holiday Party, 12/9/2022 @ 6pm
- d. NYAPP Meeting, 12/16/2022
- e. Director and Management Holiday Dinner, 12/16/2022 @ 6:30pm
- f. DCEC Regular Board Meeting, Tuesday, 12/22/22 @ 1pm
 - a. Tree Crew Update to Board

XVI. Executive Session

A motion was made to enter Executive Session by Treasurer Menke and seconded by Secretary Wehmeyer. CFO Mark Cannizzaro, Operations Manager Ryan Sullivan, and CSA Janelle Linehan were excused. Executive Session was entered at 6:31pm and ended at 6:42pm with a motion to come out of Executive Session by Vice President Russell and seconded by Director Furgol.

XVII. Adjournment

There being no further business on the agenda, President Pick adjourned the meeting at 6:43pm.

Respectfully submitted,

Secretary, Laurie Wehmeyer

5 North Depot Street, P. O. Box 471, Delhi, New York 13753-0471
607-746-2341

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December 27, 2022

BAD DEBT COLLECTION

* **PLEASE NOTE:** The amounts below were recovered through capital credit retirements,
Southern Tier Credit Center & DCEC through November 2022
Total recovered: \$607.58

Original Amount Turned Over For Collections	Name	**Amount Collected CC to UA	Amount Collected from So. Tier	Amount Collected from DCEC	Commission Paid this Month *	Balance Due
\$177.07	Ginger Stoddart		\$89.29		\$38.27	-0-
\$132.37	Amanda Coss		\$64.39		\$27.60	-0-
\$296.14	Mark R. Roe	\$ 296.14				-0-
\$253.90	Charles Sliter	\$94.11				\$159.79
\$49.82	Mildred Whitehead	\$49.82				-0-
\$280.40	Arthur Palmer	\$3.06				\$277.34
\$230.39	Jeffrey Tyler	\$10.77				\$219.62

* Commission is 30% of the total amount collected last month. 50% if legal services are required. If payment is made directly to us, the commission will be the following month.

** Under \$30.00 does not get reported to Southern Tier Credit Center.

*** Billing department did a small balance write off for the balance due amount.

**** Capital credits are applied on a discounted basis towards outstanding debt per the Capital Credits Applied to Bad Debt Policy.

RESOLUTION
December 2022

BE IT RESOLVED, THAT WE, The Board of Directors of the Delaware County Electric Cooperative, Inc., 5 N. Depot St., Delhi, NY 13753, do hereby authorize the transfer of \$645.43 representing uncollectible accounts for utility customers per the following listing, to accumulated provision for uncollectible accounts.

<u>ACCOUNT</u>	<u>SER. ADD.</u>	<u>CUSTOMER</u>	<u>SEASONAL</u>	<u>RESIDENTIAL</u>
16501001	DA 1-29-5	Paula Vandermark		\$248.29
18305001	HF 2-14-18A	Corey Luchetta		\$252.35
8038001	HA 4-35-15A	Alfonso Candela	\$54.46	
14832002	DA 1-29-7L	Amanda Delameter		\$53.56
18950001	KO 2-62-11A	Keira Elsis		\$18.46
18645001	MA 3-14-5A	Robert Gualdino		\$18.31
			<hr/> \$54.46	<hr/> \$590.97

December 27, 2022

Laurie Wehmeyer
SECRETARY

Director Compensation Report

[illegible]

<u>DIV</u>	<u>ACTIVITY</u>	<u>D</u>	<u>J</u>	<u>F</u>	<u>M</u>	<u>A</u>	<u>M</u>	<u>J</u>	<u>J</u>	<u>A</u>	<u>S</u>	<u>O</u>	<u>N</u>	<u>PROCESS</u>
BOARD	Nominating (Director Search) Committee Meeting				1									MEETING
BOARD	Annual Meeting Kick-off Planning (incl consideration of Bylaw changes)				1									MEETING
BOARD	Legislative Youth Tour Interviews/Selection				1									MEETING
BOARD	Board decision/approval of proposed bylaw changes (for Annual Meeting)				1									ACTION
BOARD	NYSRECA Legislative Conference (tbd)				1									MEETING
BOARD	Finance Committee Meeting					1		1				1		MEETING
BOARD	Organization & Staffing Committee Meeting		1				1		1					MEETING
BOARD	NEAEC Annual Meeting						1							MEETING
BOARD	Board Self-Evaluation Survey (odd years only, next 2023)							1						COMPLY
BOARD	NYSRECA Annual Meeting							1						MEETING
BOARD	OEC Annual Meeting								1					MEETING
BOARD	CEO Goals & Objectives Mid-Year Review								1					REPORT
BOARD	NRECA Survey - Directors, Attorneys, Auditors										1			PROCESS
BOARD	Cooperative Officers Job Descriptions Review										1			COMPLY
BOARD	Organizational Meeting of Board (incl. Committee appointments)										1			COMPLY
BOARD	NRECA Region 1 Annual Meeting										1			MEETING
BOARD	Kick-off Budgeting Process (prelim capital budget)											1		BUDGET
BOARD	Annual Sexual Harassment Training											1		COMPLY
BOARD	Capital Credit retirement - decision by Board											1		ACTION
BOARD	Re-instatement of Accounting/Audit Firm (resolution)											1		AUDIT
BOARD	Oneida-Madison EC Annual Meeting											1		MEETING
BOARD	Steuben REC Annual Meeting											1		MEETING
BOARD	CEO Performance Review – kick off & plan Jan O&S Committee Mtg											1		PROCESS
BOARD	Approve Holiday Gift for Board/Staff/Employees	1												PROCESS
BOARD	NRECA Annual Meeting			1										MEETING
BOARD	Board appoints Nominating Committee (Directors identify members)		1		1									ACTION
BOARD	Consider GM contract renewal/update		1											PROCESS
MGMT	Line Extension Policy Rate Review					1								PROCESS
MGMT	DEC Pesticide Business/Agency Registration (April/May, tri-annual, next in 2022)					1								COMPLY
MGMT	Update Standard Costs					1								PROCESS
MGMT	NYS ORPS Equalization & Assessment report (4/15)					1								COMPLY
MGMT	Strategic Plan Review	1		1			1				1			COMPLY
MGMT	ROW & Line-Inspection contracting Bid						1							PROCESS
MGMT	Semi-annual review of Corporate Calendar	1						1						PROCESS
MGMT	Renew Purchase of TCCs with NYISO/NYPA							1						PROCESS
MGMT	CFC Annual Forum								1					MEETING
MGMT	ROW & Line-Inspection contracting Awards/ Contract Bid Report to Board for Budget									1				BUDGET
MGMT	Self-Eval to Board									1				REPORT
MGMT	DCEC Annual Meeting										1			MEETING
MGMT	Year-End Financial Projection (Capital Credit Retirement Assessment)											1		REPORT
MGMT	Review DPS Data for Annual Member Deposit Rate Effective 1/1											1		COMPLY
MGMT	All-Employee Meeting (last week October)											1		PROCESS
MGMT	Order Holiday Gift Cards for Board/Staff/Employees											1		PROCESS
MGMT	Year-end Financial Projection (Formulary Rate Planning)												1	BUDGET
MGMT	Operating Plan/Budget Presented												1	BUDGET
MGMT	Capital Credit Retirement (if applicable)												1	PROCESS
MGMT	Employee Performance Reviews – prep	1												STAFFING
MGMT	Operating Plan/Budget Approved	1												BUDGET
MGMT	Christmas Party	1												STAFFING
MGMT	Update PPAC “System Loss Factor” based on prior year analysis		1											PROCESS
MGMT	Exempt Employee Salary Action		1											PROCESS
MGMT	Employee Performance Reviews		1											REPORT
MGMT	NYSRECA Meeting		1											MEETING
MGMT	Year-End Accomplishments Review / Goals & Objectives Approval		1											REPORT
MGMT	Legislative Youth Delegate kick-off (interviews/selection by late March)		1											PROCESS

POLICY

- SUBJECT:** Safety and the Rural Electric Safety Achievement Program (RESAP)
- POLICY:** The Board of Directors and management of the Delaware County Electric Cooperative, Inc. (“Cooperative”) recognizes that safety of all Cooperative employees, members, and the general public is of paramount importance to the success and sustainability of the Cooperative. The Cooperative holds safety as an essential organization value. The need to complete a job efficiently should never take priority over the need to perform it safely. The Board of Directors therefore supports establishing an enterprise-wide safety culture at the Cooperative, including but not limited to, participation in the Rural Electric Safety Achievement Program (RESAP).
- PROCEDURE:** The Board of Directors and management embrace the commitment to maintain RESAP certification through a review of internal safety practices, identification of improvement areas and a commitment to improve safe work practices. The scope of recurring safety reviews and enhancements shall include office safety and electric utility operations safety. Safety impacts on members, employees, and the general public shall be considered. The Cooperative’s safety posture and response to external factors including weather, natural disasters, and infectious disease shall be included in normal safety reviews and the Cooperative’s emergency response plan.
- The Cooperative Managers and Supervisors are responsibility for maintaining safe working conditions and to implement effective safety programs.
- The General Manager, after consulting with Cooperative staff, shall present an annual Safety Improvement Plan to the Board of Directors. The General Manager shall coordinate the full implementation of the Cooperative’s annual Safety Improvement Plan.
- All employees of the Cooperative must take an active role in protecting themselves, fellow employees, Cooperative members and the general public from unsafe conditions. Employees of the Cooperative are required to follow safe work practices and procedures and adhere to all Cooperative safety rules. The current safety rules of the Cooperative shall be documented in the Delaware County Electric Cooperative Safety Manual, which shall be provided to all Cooperative employees in printed and electronic format after modifications to the Manual.



RESPONSIBILITY: Board of Directors, General Manager and all employees

DELAWARE COUNTY ELECTRIC COOPERATIVE, INC.

Approved by Board of Directors	Oct 25, 2011
Revised by Board of Directors	Nov 25, 2014
Revised by Board of Directors	Sep 27, 2016
Revised by Board of Directors	Apr 28, 2020
Reviewed by Board of Directors	Dec 27, 2022



POLICY

SUBJECT: Donations

POLICY: The Cooperative shall generally consider making charitable contributions and donations under certain circumstances. Such contributions shall be consistent with the overall mission, culture and charter of the Cooperative, including consideration to community and member relations.

PROCEDURE: -As a member of the local community, the Cooperative shall consider making contributions and donations to worthy and responsible organizations and causes. Decisions based on whether to contribute shall be made considering whether the purposes of the receiving organization, function and/or cause are consistent with the overall objectives and intent of the Cooperative.

The Cooperative shall, on an annual basis, establish a budget for charitable contributions and donations for that year. The financial condition of the Cooperative should be considered when establishing the annual charitable donations budget. Cash contributions in an amount less than or equal to \$40,250, or contributions of items or services valued at \$1,000 or less, shall be made at the discretion and prior approval of the CEO/General Manager so long as the sum total of all donations for the year stays within the budgeted amount. For contributions >\$100 exceeding these amounts, the request shall be brought to the attention of the Board of Directors for discussion and decision on whether to make the donation.

RESPONSIBILITY: General Manager, Board of Directors

DELAWARE COUNTY ELECTRIC COOPERATIVE, INC.

Approved by Board of Directors	Mar 17, 1965
Revised by Board of Directors	Mar 19, 1975
Revised by the Board of Directors	Jun 23, 1981
Revised by the Board of Directors	Apr 24, 1990
Renumbered – was No. 81	Apr 25, 1990
Revised by the Board of Directors	Apr 24, 2001
Revised by the Board of Directors	Jul 24, 2001
Revised by the Board of Directors	Jul 6, 2004
Revised by the Board of Directors	Feb 25, 2014
Revised by the Board of Directors	Apr 26, 2016
Reviewed by the Board of Directors	Dec 18, 2018
Reviewed by the Board of Directors	Nov 23, 2021
<u>Revised by the Board of Directors</u>	<u>Dec 27, 2022</u>

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CEO/GM REPORT

November/December 2022

Staffing and Employee Relations:

- December 1 was the last day for Mike Dianich
 - Current vacancy for System Coordinator
- Filled two open staff positions.
 - Manager of System Planning, Job Training & Safety – Jay Small, started Dec 19, 2022
 - General Clerk – Brittany Hall, starting January 3, 2023
- There is also a current vacancy for a Line Clearance Arborist (Journeyman preferred)
- Attraction and retention challenges

Grants:

- Worked with Duncan, Weinberg, Genzer & Pembroke, P.C. to develop a high-level concept paper for improving resiliency of the distribution grid in Delaware County. DWGP submitted this proposal on our behalf on December 16, 2022. Receipt acknowledged by the DOE.

Facilities Update:

- Office renovations are completed, with the project finishing under budget/underestimate. Finishing moves pending new furniture installation.

Outside Organizations:

- Attended the virtual UUS board meeting on 12/19. Guest Speaker, Jon Hewa – President & CEO of Rappahannock Electric Cooperative – spoke to the group in attendance about challenges in their service territory in relation to infrastructure requirements due to electric vehicle adoption. While Level 2 chargers for many electric sedans are around 7 KW, the level 2 charges for the new Ford F-150 Lightning is a 19.2 KW load. The upcoming electric Silverado and Ram have an expected charger load of 25 KW and level 3 chargers could approach 250 KW demand. There are expected to be 10 different electric truck options available by 2025, with GM estimating that it will be out of the internal combustion business by 2035. This alone (not withstanding any additional load growth) is leading Rappahannock to revisit their Aid to Construction and Line Extension policies.
- Gave a statewide update on behalf of NYSRECA. Other statewides are experiencing similar problems to DCEC with COSS being completed and fixed prices being a more substantial portion of their costs than rates indicate. One Illinois coop reported a rise in monthly service charges from \$47 to \$54/month. Many other coops are also modeling residential demands rates. There seems to be a trend among those in attendance to showing residential demands on bills in 2023 as an informational component, with possible demand-based billing to occur in 2024 or 2025.

CFO REPORT

November 23, 2022 – December 20, 2022

FINANCE/ ACCOUNTING:

Budgeting:

- Draft Budget will be emailed out before the board meeting
 - We had some delay in inputs/estimates that are needed

Capital Credits:

- Retired a total of \$325k from 1996 and any members with less than \$100 of patronage remaining

Audit:

- The engagement letter has been signed and returned to Mike for the 2022 financial audit. The audit is penciled in for the week of February 20th.

HUMAN RESOURCES:

Staffing:

- Tree Crew
 - Vacancy for the remaining position (prefer journeyman)
- General Clerk
 - Interviews are completed and made an offer to the leading candidate. Brittany Hall has been hired for the General Clerk position and will begin January 3rd.
- Billing Assistant
 - Excited to announce Linda Astuto has been promoted to Billing Assistant from General Clerk as of December 19th. Linda continues to be an excellent addition to DCEC.
- Engineering Manager
 - No further progress
- System Coordinator
 - The System Coordinator position has been posted without any interest as of this date.
- Manager of System Planning, Job Training & Safety
 - Jay Small returns to DCEC, recently with NYSEG. Jay started on December 19th.

Operations Manager Update

Engineering & Operations:

- Notable Outages and Occurrences: Windy weather hit system on 11/30/22 causing several outages. Total Members affected around 660. All issues related to trees blowing over and striking line.
- Disconnections: Disconnection in winter rules currently handing off door-knockers and addressing zero usage accounts.
- Right of Way Crew: Full ROW Report at Meeting.
- Headquarters: No activity currently.
- Special Projects: Working on workplan with PSE.
- Fleet Concerns: With pending maintenance of bucket trucks and some repairs had a meeting with Altec as it pertains to rental market and future truck purchases. Noted trucks ordered in 2022/2023 would not be delivered until 2024/2025.

Safety Report:

- Injury Report: Three incidents since last report. As of now none are lost time.
- Safety Committee Activity: None currently.

Respectfully submitted Ryan Sullivan 12/15/22

CSA Report

November 16 – December 20, 2022

Member Engagement:

- Focus on “Winter Preparedness” for December bill insert.
- Ended the Food Drive strong with members donating through the deadline.
- Received essay from daughter of a long-time member describing life before electricity. Would like to publish in January/February newsletter.

Social Media:

- Facebook reach is up 91% over the past month (1,752 followers). Instagram is down 14% (157 followers).
- Delivered food drive donation to the Stamford Sacred Heart Food Pantry on 12/13/2022. Got a great response on our Facebook post on our page and shared to group “Stamford New York Neighbors” with 2,634 people reached, 507 people who engaged with the post, and 124 total likes.
- Participated in the Delaware County Chamber of Commerce’s “Chambermas” on Facebook promoting local businesses.
- Posted graphics prior to storm regarding preparing a “power outage pantry,” safety tips during power restoration, and generator safety tips.
- Talking to SUNY Delhi about public relations/social media strategy for donation to SUNY Delhi’s Electrical Construction and Utilities Operations Program.

Media:

- No new media publications.
- Looking into if Delaware Opportunities is open to us trying to get The Reporter to do a feel-good story about our Angel Tree donation to 20 foster children from staff donations.

Website:

- Website migration with Software Developer completed on 12/9/2022. Need to create new logins for all Directors and staff and confirm that the latest policies are uploaded on our internal Intranet.

Other:

- Touchstone Energy Cooperative meeting with Executive Director, Jana Adams, and Director of Member Relations, Brent Nussbaum on 12/14 to discuss benefits of being a Touchstone member.
- Attended SafeElectricity.org webinar on 12/20 to learn about the articles, infographics, videos, etc. they have available for use in newsletters, social media, website, and all other communication vehicles. All of these items can be branded with our logo.