



**Nobles Cooperative
Electric**

Your Touchstone Energy® Cooperative 

Regular Board Meeting Minutes

March 24, 2022 – Worthington, MN

Directors in attendance: Ron Schwartau, Lee York, Cindy Hokeness, Jerry Beckering, Gary Clarke, Timothy Bickett, and David Dorpinghaus.

Other attendees: Chief Executive Officer (CEO)/General Manager Adam Tromblay, Chief Financial Officer (CFO) Sherry Swanson, Line Superintendent Brian Postma, Member Services Manager Tracey Haberman, Journeyman Lineworker Ryan Loomans, and Executive Assistant Amy Rucker.

Call to Order

The meeting was called to order by Chairman Schwartau at 8:28 a.m. and a quorum was acknowledged.

Notice of Meeting

The notice of the meeting was given in accordance with the bylaws.

Appointment of Recording Secretary

Chairman Schwartau appointed Executive Assistant Rucker as the recording secretary for the meeting.

Approval of Agenda

An agenda was presented for the board's consideration and approved.

Board Meeting Minutes

The February 16, 2022, Board Meeting Minutes were approved as presented.

Consent Agenda Items

The following consent agenda items were approved: disbursements for the period of February 2022; membership applications and cancellations, along with the settlement of accrued capital credits of deceased members and members requesting transfers of accrued capital credits.

May 2022 Board Meeting

May 18, 2022, at 8:00 a.m.

Attorney Invoice

A motion was made, seconded, and carried to approve the attorney invoice.

ORU Trust Board Change

After discussion, a motion was made, seconded, and carried to appoint Josh Lingen as the Nobles-Murray Rural Electric Trust Board member for District 1, replacing Stanley Larson.

Director/Member Engagement Events

The board discussed calls made to members since the last meeting. Consensus was that the calls were beneficial and should be continued each month.

Board Policies

A motion was made, seconded, and carried to approve the following policies: Board Policy 1-6 "Energy Conservation", 2-8 "Insurance for Directors", 2-14 "Office Hours and Holiday Closings", 2-17 "Annual Evaluation of Management", 2-23 "Political Action Plan", 3-1 "Authorized Signatures for General Fund, Special Construction Fund, Investment Funds, Capital Credit Fund, and Financial Requirement and Expenditure Statement (RUS Form 595)", 3-4 "Writing Off Accounts", 3-5 "Insurance", 3-6 "Purchase Authorization Requirements", 4-11 "Reconnection and Disconnection of Service", 4-23 "Collections", 4-29 "Consumer Outages", 4-35 "Member

Access to Information”, 5-2 “Equal Employment Opportunity”, and 5-31 “Commercial Driver License Holders – Department of Transportation (DOT) Controlled Substances and Alcohol Use”.

A motion was made, seconded, and carried to void Board Policies 2-12 “Cooperative-Owned Mobile Substation” and 4-4 “Termination Point of Electrical Service”.

It was discussed that the comprehensive safety plan for the upcoming year should be reviewed annually by the board in September or October.

CFO Swanson will find premium information from other life insurance companies for comparison.

Great River Energy (GRE) Director Nomination

A motion was made, seconded, and carried to nominate Director York for election as GRE Director.

Conference Attendees

The National Rural Electric Cooperative Association (NRECA) Legislative Conference (May 1-5) was discussed.

Director and Conference Reports

Director York gave his monthly GRE report.

Director Schwartau updated the board and staff on the Minnesota Rural Electric Association (MREA).

Directors Beckering, Bickett, and York reported on the NRECA PowerXchange Conference.

Directors Beckering, Hokeness, and York reported on the MREA Annual Meeting.

Metering/Mapping Coordinator Cody Hansen reported on his experience at the NRECA PowerXchange, TechAdvantage Experience, and Next Generation Leadership Conference.

CEO/General Manager Tromblay reported on the CoBank Minnesota Customer Meeting.

Director Bickett reported on the preconference education he attended preceding the NRECA PowerXchange Conference.

Directors York and Beckering reported on BLC 927.1 Cybersecurity: The Board's Oversight, attended preceding the MREA Annual Meeting.

The board compared the key security points and recommendations presented in the cybersecurity class against what the cooperative currently has in place. The board determined that the cooperative’s current protections are in compliance with the recommendations.

Management Reports

CEO/General Manager Tromblay gave his monthly report.

CFO Swanson presented the monthly financial report. A motion was made, seconded, and carried to approve the Financial Report subject to audit.

Line Superintendent Postma gave his department report, including an update on safety activities since the last board meeting.

Innovative Ideas

Board members who attended the PowerXchange conference discussed innovative ideas other cooperatives have implemented.

Adjourn

There being no further business to come before the board, the meeting was adjourned at 11:39 a.m.