



**Nobles Cooperative
Electric**

Your Touchstone Energy® Cooperative 

Regular Board Meeting Minutes

November 14, 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, Accountant Daniel Fauskee, and Executive Assistant Amy Rucker.

Call to Order

The meeting was called to order by Chairman Schwartau at 8:09 a.m. and a quorum was acknowledged.

Executive Session

The Board met in executive session to discuss the board evaluation process with Shannon Lechtenberg of Great River Energy (GRE), who joined the meeting via videoconference.

2023 – 2026 Construction Work Plan

McKade Kleinknecht, Electrical Engineer with STAR Energy Services, joined the meeting at 9 a.m. to present the 2023 – 2026 Construction Work Plan. He also gave an overview of supervisory control and data acquisition (SCADA) software and how it is used.

Following discussion, a motion was made, seconded, and carried to approve the 2023 – 2026 Construction Work Plan.

Approval of Agenda

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

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.

Board Meeting Minutes

The October 13, 2022, Board Meeting Minutes were approved as presented.

Consent Agenda Items

The following consent agenda items were approved: disbursements for the period of October 2022 and membership applications and cancellations.

January 2023 Board Meeting

January 19, 2023, at 8:30 a.m. Director Bickett will chair that meeting.

Attorney Invoice

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

Resolution in Favor of Southern Minnesota Municipal Power Agency Power Supply Contract

After discussion, a motion was made, seconded, and carried to adopt a resolution to vote in favor of the Southern Minnesota Municipal Power Agency Power Supply Contract (NCE 22-11-01) as attached.

Safety Meeting

A joint meeting including the Nobles Cooperative Electric and Federated Rural Electric safety committees was discussed. A follow-up meeting including the Board(s) will be scheduled at a later date.

Nominating Committee Update

A progress report from Chuck Vasgaard, Chair of the Nominating Committee, was reviewed.

Director/Member Engagement

Member engagement meetings or events were discussed using our future Ford Lightning experience and heat pumps as possible topics. It was agreed to have another discussion with the possibility of an event in June or July 2023.

Delegates and Alternates for 2023

The Board of Directors approved the 2023 Board Delegates and Alternates.

Governance Talk

All in attendance watched a video entitled “Directors Communicating with Employees” and reviewed the discussion guide.

Course and Meeting Attendees

Upcoming courses and meetings were discussed.

Director Beckering will attend the National Rural Electric Association (NRECA) Directors Conference in February. Directors Bickett and Clarke may attend as well.

Director Schwartau will attend the Minnesota Rural Electric Association (MREA) Annual Meeting in February. Directors Beckering, Hokeness, and York may attend as well.

Directors Hokeness, Schwartau, and York will attend the NRECA PowerXchange in March.

Director Reports

Director Dorpinghaus shared his observations regarding the November GRE Board Meeting he attended as a guest director. Director York summarized the board meeting.

Director Schwartau updated the board and staff on MREA.

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 the operations department report, including an update on safety activities since the last board meeting.

Member Services Manager Haberman reported on her department’s October activities and statistics.

A motion was made, seconded, and carried to approve the transfer of capital credits from Buffalo Ridge Pork to Heritage Farms.

Adjourn

There being no further business to come before the board, the meeting was adjourned at 12:32 p.m.