



**Nobles Cooperative  
Electric**

Your Touchstone Energy® Cooperative 

## **Regular Board Meeting Minutes**

January 19, 2023 – Worthington, MN

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Directors in attendance: Lee York, Jerry Beckering, Gary Clarke, and Timothy Bickett. Directors Ron Schwartau and Cindy Hokeness joined via videoconference.

Other attendees: Chief Executive Officer (CEO)/General Manager Adam Tromblay, Line Superintendent Brian Postma, Member Services Manager Tracey Haberman, Metering/Mapping Coordinator Cody Hansen, and Executive Assistant Amy Rucker. Chief Financial Officer (CFO) Sherry Swanson joined via videoconference.

### **Executive Session**

The Board met in executive session.

### **Getting to Know Employees**

Employees Carla Frisvold and Leighton Gehl joined the meeting for a few minutes to reintroduce themselves to the board and share highlights of their jobs.

### **Call to Order**

The meeting was called to order by Chairman Bickett at 9:15 a.m. and a quorum was acknowledged.

### **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 December 21, 2022, Board Meeting Minutes were approved as presented.

### **Consent Agenda Items**

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

### **March 2023 Board Meeting**

March 23, 2023, at 8:30a.m.

### **Attorney Invoice**

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

### **NCE Annual Meeting Agenda**

The board reviewed and approved the April 11 Annual Meeting Agenda with one change.

### **Director/Member Engagement**

Director Beckering summarized a conversation with a member who lives in Leota. Director Hokeness shared positive feedback from Rushmore regarding the December outage. Director Clarke described conversations with members who called him with questions regarding the nominating committee. Director York said he had questions from members regarding electric vehicles.

**Rapp Strategies, Inc. Video: Cooperatives’ Success at Managing Risk**

All in attendance watched the Rapp Strategies, Inc. video, “Cooperatives’ Success at Managing Risk”.

**Request to change the name on a capital credits account.**

A motion was made, seconded, and carried to approve a request to change the name on a capital credits account from a business that no longer exists to the name of its sole former owner.

**Course and Meeting Attendees**

Directors Hokeness and York will attend the March CoBank Minnesota Customer Meeting.

CEO/General Manager Tromblay briefed the board on a joint dinner planned with other cooperatives and legislators for those attending the MREA Annual Meeting

**Approval and Acceptance of Offer to Amend Power Purchase Contract**

After discussion, a motion was made, seconded, and carried to adopt a resolution to approve and accept Great River Energy’s (GRE) offer to amend a power purchase contract (NCE 21-01-01).

**GRE Guest Directors**

The board appointed Director Clarke as NCE’s guest director for the October 4-5, 2023, GRE Board Meeting.

**Director Reports**

Director York updated the board and staff on GRE, while Director Schwartau updated the board and staff on the Minnesota Rural Electric Association.

**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 December activities and statistics.

**Innovative Ideas**

Director Schwartau talked about a major desalination project in the works in Mexico. Director Bickett talked about cybersecurity training he received that aligns with the KnowBe4 training the co-op is using.

**Adjourn**

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