

**Nobles Cooperative Electric
Annual Meeting Transcript
April 11, 2023**

[0:00] Operator: Good evening, ladies and gentlemen, and welcome to the Nobles Cooperative Electric Annual Meeting conference call. At this time, all lines are in a “listen only” mode. If at any time during this call you require immediate assistance, please press “star 0” for the operator. This call being recorded on Tuesday, April 11, 2023.

I would now like to turn the conference over to your president, Ron Schwartau. Please go ahead.

[0:24] Ron Schwartau: Thank you. Welcome to anyone that has called in for the annual meeting for Nobles Cooperative Electric. This is the same format that we’ve used now for a few years. The reason we switched to this format was to increase participation in the election process for the directors. And so you should have all received the information prior to tonight, had the opportunity to submit your votes, and submit any questions that you had on your mind. We’ve done this in lieu of the community-type event that we had before where we had the meal and door prizes. We know some of you would still like to go back to that. But in lieu of that, we’ve gone to the “Grab and Go” functions in the fall, where we’ve served up to 1,400 meals to our members that have come to the offices during harvest and picked up meals to take back to their workers and family in the fields. And we also have the “Follow the Food Truck” events and some other events that we sponsor throughout the community. I also want to mention that yesterday was Lineworker Appreciation Day and almost all the co-ops in the state were recognizing their lineworkers and we appreciate the work that they do for us every day in keeping the power on and working in absolutely every condition possible to bring you reliable power to your homes and businesses.

I will now call the 2023 Annual Meeting of Nobles Cooperative Electric to order. We have a proposed agenda which was sent out to all the members, and at this time, I would entertain a motion to approve the agenda for the 2023 Annual Meeting as it was submitted.

[2:12] Male Member: I make a motion to approve the agenda as presented.

[2:16] Ron Schwartau: Is there a second to the motion to approve the agenda for the annual meeting?

[2:21] Female Member: I will second that motion

[2:25] Ron Schwartau: Motion has been made and seconded. Is there any discussion on the motion to approve the agenda for the 2023 Annual Meeting of Nobles Coop Electric?

If there is no discussion, all those in favor of the approval of the agenda signify by saying “aye”.

[2:40] Members: Aye.

[2:45] Ron Schwartau: All those opposed say “nay.”

And the motion carries and the agenda is approved for the annual meeting.

The annual report has been provided to the membership prior to the annual meeting and the annual report constitutes the business and fiscal reports of this Cooperative.

I also need to approve the minutes from last years’s annual meeting on April 5 of 2022. These were mailed out to the membership and at this time I would entertain a motion to approve the minutes from the April 5, 2022, annual meeting.

[3:17] Female Member: I make a motion to approve the minutes from the April 5, 2022, annual meeting.

[3:23] Ron Schwartau: Is there a second to that motion?

[3:26] Male Member: I second that motion.

[3:30] Ron Schwartau: Any discussion on the motion to approve the minutes from April 5, 2022 annual meeting?

Hearing no discussion, all those in favor of the motion to approve those minutes signify by saying “aye.”

[3:44] Members: Aye.

[3:49] Ron Schwartau: All those opposed say “nay.”

The motion carries and the minutes are approved for the April 5, 2022 annual meeting.

At this time, I’m going to turn the meeting over to the board secretary, Cindy Hokeness, for the establishment of quorum of the meeting.

[4: 11] Cindy Hokeness: The cooperative’s bylaws state that a quorum is established on a question submitted to a vote by mail when there are 50 or more mailed-in votes received on behalf of the cooperative. We have received more than 50 mailed ballots, and therefore a quorum has been established pursuant to article II, section 7 of the bylaws.

I now turn the meeting back over to our board chair, Ron Schwartau.

[4:41] Ron Schwartau: Thank you, Cindy.

At this time, I’m going to turn the meeting over to Chad Felstul, Nobles Cooperative Electric attorney, for proof of notice of annual meeting and for the election results.

[4:54] Chad Felstul Thank you Mr. Chairman.

Notice of the annual meeting scheduled for April 11, 2023, at 7:00 p.m. was published in the Murray County Wheel-Herald and the Southwestern Peach for one week starting on March 6, 2023, and the Worthington Daily Globe on March 8, 2023, for one week on March 8, 2023.

Nobles Cooperative contracted with Dairyland Power Cooperative to mail the ballots and annual report for the annual meeting. Peter Scarborough, an employee of Dairyland Power Cooperative, mailed the annual report to 5,268 members on March 10, 2023, and mailed 5,268 ballots on March 17, 2023, at the last known address of the members as shown by the records of the cooperative. This is proven by a certificate of mailing signed by Peter Scarborough. The ballots were sent to the Pemberton Law Firm and only ballots received on or before April 11, 2023, were counted. Any ballots received at the cooperative were not counted. Pemberton Law counted the ballots and have certified the results.

I hereby certify the election results from the district 4 director election are as follows: Jerry Beckering with 393 votes, Justin Feikema with 333 votes, and Ronald Honken with 69 votes. And there were 40 blank ballots.

I hereby certify the election results from the district 5 nominating committee election are as follows: Gregory Kruger with 289 votes and Chad Schultz with 486 votes. There were 59 blank ballots and 1 spoiled ballot because of multiple votes on one ballot.

I hereby certify the election results from the district 7 nominating committee election are as follows: Matthew Funk with 524 votes and Terry Nelson with 241 votes. There were 70 blank ballots.

Based on these results, Jerry Beckering is the director of district 4, Chad Schultz is the nominating committee member from district 5, and Matthew Funk is the nominating committee member from district 7.

Tellers for the ballot counting were as follows: Tracy Chaput, Candace Gould, and Sarah Hanson. I certified the results and oversaw the counting of the 835 ballots received at Pemberton Law Firm.

I will now turn the meeting back to our board chair.

[7:42] Ron Schwartau: Thank you, Chad. Members were invited to submit questions up until 3 p.m. today and we did not receive any questions so I would entertain a motion to adjourn the annual meeting.

[7:58] Male Member: I move that we adjourn the annual meeting.

[8:01] Ron Schwartau: Is there a second to that motion?

[8:04] Female Member: I will second that motion.

[8:06] Ron Schwartau: All in favor, signify by saying "aye."

[8:11] Members: Aye.

[8:13] Ron Schwartau: All those opposed say “nay”.

The motion carries and the 2023 annual meeting of Nobles Cooperative Electric is adjourned. Thank you all.