



**Nobles Cooperative
Electric**

Your Touchstone Energy® Cooperative 

Regular Board Meeting Minutes

February 25, 2020 — Worthington, MN

Board of Directors in attendance: Lee York, Gary Sieve, Cindy Hokeness, Bruce Barber, Jerry Beckering and Gary Clarke.

Other attendees: Chief Executive Officer/General Manager Adam Tromblay, Chief Financial Officer Sherry Swanson, Line Superintendent Brian Postma and Member Services Manager Tracey Haberman.

Absent: Director Ronald Schwartau

Call to Order

The meeting was called to order by Vice Chairman York at 8:37 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

Vice Chairman York appointed Member Services Manager Haberman as the recording secretary for the meeting.

Approval of Agenda

Management and staff presented an agenda for the board's consideration that was approved with one addition.

Safe Generator Use by Members

Director Sieve voiced concern regarding the safe use of generators by residential members during a power outage. After discussion, staff was directed to include safe generator instruction in our communications with members.

Board Meeting Minutes

The January 23, 2020, Board Meeting Minutes were approved.

Consent Agenda Items

The following consent agenda items were approved: disbursements for the period January 2020; membership applications and cancellations; along with the settlement of accrued capital credits of deceased members and members requesting transfers of accrued capital credits.

April 2020 Board Meeting

Friday, April 24, 2020, at 8 a.m.

Board Policies

New and amended policies were brought back to the board and the following policies were approved: Board Policy 1-1 "Organizational Chart", 4-20 "Cogeneration/Distributed Energy Resources", 5-17 "Controlled Substances and Alcohol Use for Non-Commercial Driver's License (Non-CDL) Employees", 5-31 "Commercial Driver License Holders – Department of Transportation (DOT) Controlled Substances and Alcohol Use", 6-2 Joint Use of Cooperative's Poles", and 6-3 "Building Move Charges". Changes will be made to Policy 2-26 "Rules Governing the Election of Directors" and brought back at the next meeting.

Annual Cogeneration Report

After discussion, the board approved the 2020 Annual Cogeneration Report.

Terminate Power Supply (SMEC) Contract Resolution

To terminate the power supply contract with SMEC, a five-year notice must be given. After discussion, a motion was made, seconded and carried to approve the resolution to Terminate the Power Supply Contract effective July 31, 2025, (NCE 20-02-01).

NCE’s Annual Meeting Agenda

The board reviewed the April 6 Annual Meeting Agenda.

MnSP Annual Meeting

The board approved Director Sieve to represent the cooperative at the MnSP Annual Meeting on March 14. Management will compose a letter to MnSP stating the above.

NRECA Legislative Conference

The NRECA Legislative Conference in Washington, D.C., on April 26-29 will be brought back to the table at the March board meeting.

GRE Annual Meeting and Delegates

The GRE Annual Meeting will be held on April 1, 2020. Director Hokeness and CEO/General Manager Tromblay will be in attendance with Director York representing GRE. The Director Delegate to represent NCE at the GRE Annual Meeting will be Director Hokeness and the alternate Director York. Director York will represent NCE as the Director Delegate on the GRE Board.

GRE Regional Meeting

A video was shown of the GRE Regional Meeting.

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 accept the nomination of Stanley Larson as the Nobles-Murray Rural Electric Trust Board member for District 1. As of March 1, 2020, Mr. Larson will complete Tami Hellewell’s term and be eligible for two three-year terms.

Crisis Communications Manual – Pandemic Procedures

The pandemic procedures located in the Emergency Response and Crisis Communication Manual was included for director review.

CURE Meeting

A discussion was held regarding the Clean Up the River Environment Minnesota (CURE) Meeting and notes of the meeting were included for informational purposes.

Director Reports

Director York gave his monthly GRE report.

CEO/General Manager and Department Reports

CEO/General Manager Tromblay and staff gave their department reports. A motion was made, seconded and carried to approve the Financial Report. Line Superintendent Postma also updated the board on safety activities from the last board meeting.

Adjourn

There being no further business to come before the board, the meeting was adjourned at 12:10 p.m.