



**Nobles Cooperative
Electric**

Your Touchstone Energy® Cooperative 

Regular Board Meeting Minutes

May 14, 2021 —The Oasis, Worthington

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

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

Absent: Director Lee York

Call to Order

The meeting was called to order by Chairman Schwartau at 8:05 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.

Annual Meeting Minutes

The April 6, 2021, Annual Meeting Minutes were provided for information only.

Organizational Meeting Minutes

A motion was made, seconded, and carried to approve the annual organizational meeting minutes.

Board Meeting Minutes

The April 12, 2021, Board Meeting Minutes were approved.

Consent Agenda Items

The following consent agenda items were approved: disbursements for the period of April 2021; membership applications and cancellations, along with the settlement of accrued capital credits of deceased members and members requesting transfers of accrued capital credits.

July 2021 Board Meeting

Monday, July 12, 2021, at 8:00 a.m.

Auditor's Report

Subsequent to the presentation of the auditor's report by Craig Popenhagen of CliftonLarsonAllen LLP at the April 12 Board Meeting and after review by the Board, a motion was made, seconded, and carried to approve the auditor's report.

Homestead Funds Investment

Based upon a presentation by Homestead Funds at the April 12 Board Meeting, management's recommendation, and ensuing discussion, a motion was made, seconded, and carried to invest \$1,600,000.

Board Policies

A motion was made, seconded, and carried to approve new Board Policy 2-27 “Confidentiality” and amended policies 2-8 “Insurance for Directors”, 2-21 “Conflict of Interest”, 5-12 “Leave of Absence”, 5-28 “Parental Leave”, 6-2 “Joint Use of Cooperative’s Poles, and 7-1 “Safety” and to void Policy 1-4 “Affirmative Action Plan”.

Board Delegates and Alternates for 2021

Due to Director Gary Sieve’s retirement on April 6, 2021, the Board approved nine changes to the Board delegates and alternates list for the remainder of 2021.

Education Course and Meeting Attendees

Director Beckering will attend NRECA BLC 955.1: Your Board's Culture - Its Impact on Effectiveness on June 2 and 3 (online).

Director Clarke will attend the MREA District 5 meeting (July 22). Other directors will decide whether to attend as the meeting date gets closer.

Strategic Planning

A strategic planning retreat will be scheduled for September 14–16 in Sioux Falls, South Dakota. The Board discussed the agenda and other details. Member Services Manager Haberman advised that she will email a survey to members to gather their feedback in advance of the retreat.

Events

Upcoming events and the need for volunteers were discussed.

Voter Voice / Voices for Cooperative Power / Rural Electric Political Action Committee (REPAC) / Action Committee for Rural Electrification (ACRE)

Director Schwartau and Executive Assistant Rucker summarized ways that the Board and members can promote legislation that supports electric cooperative systems via Voter Voice, Voices for Cooperative Power, REPAC, and ACRE.

Director Reports

Director Schwartau gave an update on the Minnesota Rural Electric Association (MREA).

Management Reports

Management gave their department reports. A motion was made, seconded, and carried to approve the Financial Report subject to audit. The Board was also updated on safety activities since the last board meeting.

Operation Round Up Scholarships

Member Services Manager Haberman proposed offering scholarships to students entering electrical trades. She will also discuss this with Operation Round Up Board members at their next meeting.

Adjourn

There being no further business to come before the Board, the meeting was adjourned at 10:15 a.m.