



**Nobles Cooperative
Electric**

Your Touchstone Energy® Cooperative 

Regular Board Meeting Minutes

January 23, 2020 — Worthington, MN

Board of Directors in attendance: Ronald Schwartz, 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.

Call to Order

The meeting was called to order by Chairman Schwartz at 8:30 a.m. and a quorum was acknowledged.

Executive Session

The board met in executive session.

Notice of Meeting

The notice of the meeting was given in accordance with the bylaws.

Appointment of Recording Secretary

Chairman Schwartz 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. The coronavirus was mentioned and that NCE's Emergency Response Plan should include the biosecurity procedures.

Board Meeting Minutes

The December 19, 2019, Board Meeting Minutes were approved.

Consent Agenda Items

The following consent agenda items were approved: disbursements for the period December 2019; membership applications and cancellations; along with the settlement of accrued capital credits of deceased members and members requesting transfers of accrued capital credits.

March 2020 Board Meeting

Friday, March 20, 2020, at 8 a.m.

Retained Equity

The board approved the retained equity (non-allocated) for 2019.

Revenue Deferral Plan Resolution

A motion was made, seconded and carried to approve the Revenue Deferral Plan – One Time Economic Event Resolution.

NRECA BLC 919.1 Attendees

None of the directors plan to attend the NRECA BLC 919.1 Cooperative Structure – A Strategic Advantage course.

Attorney Invoice

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

Board Policies

The board reviewed the policies and asked that the changes be brought to the next board meeting, including a campaign policy.

MREA Straight Talk

A discussion was held regarding the MREA Straight Talk.

CFC Annual Meeting

The Official Notice of the CFC Annual Membership Meeting was included.

Reputation Management

The board of directors were surveyed individually on what they thought were the most important topics or issues affecting the cooperative. Following are the top three:

1. Our attitude about building grassroots support seems to be that since everything is going fine, we don't need to do anything right now, even though it would be wiser to be more pro-active.
2. Our ties with community leaders and public officials need to be strengthened.
3. We could be more systematic about enlisting the support of our employees in a grassroots effort.

Director Reports

Director York gave his monthly GRE report, while Director Schwartau updated the board and staff on MREA and NRECA.

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 11:28 p.m.