



**Nobles Cooperative  
Electric**

Your Touchstone Energy® Cooperative 

## **Regular Board Meeting Minutes**

March 18, 2021 — Hickory Lodge, Worthington

---

Board of Directors in attendance: Lee York, Cindy Hokeness, Jerry Beckering, and Gary Clarke. Directors Ronald Schwartau and Gary Sieve joined via Zoom.

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

### **Call to Order**

The meeting was called to order by Chairman Schwartau at 8:38 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 Amy Rucker as the recording secretary for the meeting.

### **Approval of Agenda**

Management and staff presented an agenda for the Board's consideration that was approved.

### **Board Meeting Minutes**

The February 12, 2021, Board Meeting Minutes were approved as presented.

### **Consent Agenda Items**

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

### **May 2021 Board Meeting**

Friday, May 14 at 8:00 a.m.

### **Articles of Incorporation and Bylaws Resolution**

A motion was made, seconded, and carried to approve the NCE Articles of Incorporation and Bylaws Resolution (NCE 21-03-01).

### **Midwest Independent System Operator (MISO) and Electric Reliability Council of Texas (ERCOT) Presentation and Discussion**

Greg Padden, Director of Resource Planning and Markets from Great River Energy, joined the meeting via Zoom for a presentation and discussion on MISO, ERCOT, grid reliability, and planning for extreme weather events, such as the recent polar vortex.

### **Board Policies**

The Board reviewed the current policies and asked that the changes be brought to the next board meeting. They also requested that a policy be created regarding nepotism in employment. Revised Board Policies 2-14 "Office Hours and Holiday Closings," 4-34 "Cogeneration and Small Power Production – Cooperative Dispute Resolution Rules," and 5-24 "Service Award and End of Employment Gift Guidelines" were approved.

**Director Reports**

Director York gave his monthly Great River Energy report, while Director Schwartau updated the Board and staff on the Minnesota Rural Electric Association (MREA). Director Schwartau also updated the Board on the MREA Annual Meeting. Both Director Schwartau and Director Hokeness updated the board on the NRECA PowerXchange and TechAdvantage Experience.

**Management and Staff Reports**

Management and staff gave their department reports. CFO Swanson gave a PowerPoint presentation regarding the 2020 Financial and Operating Report (Form 7). A motion was made, seconded, and carried to approve the financial report. The Board was also updated on safety activities since the last board meeting.

**Cooperative Response Center (CRC) Voting Delegates**

A motion was made, seconded, and carried to reaffirm CEO/General Manager Adam Tromblay as the 2021 CRC Voting Delegate.

**Operation Round Up (ORU) Scholarship Award Process**

It was discussed whether the process for awarding ORU Scholarships needs to be revised.

**Adjourn**

There being no further business to come before the Board, the meeting was adjourned at 12:32 p.m.