

**EDITED MINUTES OF BOARD MONTHLY MEETING**  
**ADAMS-COLUMBIA ELECTRIC COOPERATIVE**  
**FRIENDSHIP, WISCONSIN**  
**July 25, 2018**

**Call to Order:** Chairperson Kendal Nichols called the regular meeting of the Adams-Columbia Electric Cooperative Board of Directors to order at 9:38 am on Wednesday, July 25, 2018. The meeting was held at the Wautoma Operations Center.

**Roll Call:** Directors Alexander, Colby, Connolly, Fahey, Gibeaut(Secretary), Link, Nichols(Chairman) and Vedder. Becker(Vice-Chairman) joined the meeting via conference call. Employees in attendance for the meeting were CEO Porter and Mohns (Executive Assistant) who served as recording secretary. Other employees in attendance for parts of the meeting were Phelps (IT Director), Reuterskiold (Manager-Sales/Service and Transportation) and West (CFO). Kerska (Manager-Member Services) and Roberts (Manager-Support Services) joined via conference call for sections of the meeting.

**Invocation/Safety Message:** The meeting began with reciting of the Pledge of Allegiance followed by Gibeaut's invocation and Connolly's safety message on tips to avoid falling asleep at the wheel.

**Approval of Agenda:** The agenda was approved as sent.

**Chairman's Report:** No report.

**CEO's Report:** Porter and the board congratulated Colby on her ten years of service to the board.

**Director Reports:** No director reports were given.

**Financial Review Committee:** The Financial Review was completed by Alexander, Connolly and Fahey. Motion by Alexander and seconded that the financial review was acceptable. MOTION CARRIED.

**Minutes and Consent Items:** After some discussion, motion by Link and seconded to approve the June 20, 2018 board meeting minutes with a revision of the sentence about advisory resolutions and the publication timeline. MOTION CARRIED. Motion by Link and seconded to approve the Consent Agenda items. MOTION CARRIED.

**Board Action Items:**

- Motion by Colby and seconded to rescind board policy #4-3.1 and #4-20 and accept the redlined #4-3 Employee Expenses which incorporated the other policies, with a minor change. MOTION CARRIED.
- Motion by Connolly and seconded to accept the redlined updates to #4-18 Employee Participation in NRECA International Program and rescind #4-19 as Administrative policy #46 is in place. MOTION CARRIED.
- Motion by Colby and seconded to accept the board expense vouchers with changes and authorize payment. MOTION CARRIED.

**Departmental Reports:** Departmental reports were given by staff. Porter noted that the red flag policy needs to be reviewed annually. The 2018 RESAP (Rural Electric Safety Achievement Program) results were reviewed, noting improvements from the 2015 results.

The board discussed the 2019 annual meeting venues and decided on the Adams/Friendship Fine Arts Center and holding the meeting on a Saturday morning. Link noted that Pardeeville has added a new facility to their high school. Vedder suggested that we present the Focus on Energy offerings for information, resources, energy efficiency and renewable resources at the annual meeting.

Reuterskiold presented an overview of the HVAC program including data from the past year on installations, service calls and revenue/expenses. The board expressed concerns about referring members to other heating companies and after more discussion the board agreed to phase out this program in the next 90 days.

Porter noted that he has completed his yearly one on one's with five board members. Nichols should notify Porter when available, Link will meet on July 31, 2018, Becker at the upcoming Region 5/6 meeting and Vedder in the near future.

A request for funding of \$5,000 per year for REGI (Regional Economic Growth Initiative of Central Wisconsin) was discussed. Porter will invite Rick Bakovka to the August board meeting for a brief ten-minute presentation.

Phelps presented the Strategic Imperative Technology Update on our broadband project including working with other telco's in our service area.

Board reviewed the Advisory Resolution Procedure submitted by Vedder with suggested edits by Attorney Berman. This procedure will be given to any member who submits an advisory resolution.

Board in agreement to remove *the seasonal member as a director* from the future strategic planning topics.

Colby would like to attend the upcoming BLC course #975.1 Capital Credits: Issues and Decisions.

Becker had shared at the recent WECA district meetings, a new NRECA newsletter noting this will be a monthly report including every NRECA board meeting too. Gibeaut noted she added her name to the hat for the new NRECA Region 5 Cooperatives & Communities Committee. Porter will serve on WECA's strategic planning committee. Vedder discussed several items from the WECA district meetings and Porter will address WECA's position on renewables and office space at the strategic planning meeting.

Porter presented an update of the West Riverside Energy Facility.

**Resolutions:** N/A

**Calendar:**

- The next regular board meeting will be Wednesday, August 22, 2018 at 9:30 am at the Friendship Office. Board in agreement to hold meetings at the Wautoma and Pardeeville Operation Centers once a year.
- The August Operations Safety Meetings are scheduled for August 15 & 16 at the Wautoma Operation Center, no board attendees.
- Badger Power Cooperative Annual Meeting will be held on August 28, 2018 in Wisconsin Dells. Delegates are Nichols and Alexander with Becker as alternate. Link is unable to attend.

**Executive Session:** The board went into executive session at 1:50 pm. Executive session ended at 2:20 pm.

**Adjournment:** Motion by Connolly and seconded to adjourn. MOTION CARRIED. The meeting adjourned at 2:28 pm.

Cheri Gibeaut, Secretary  
Board approved on August 22, 2018

**\*These minutes have been edited to remove any confidential or sensitive information.**

**Note: Minutes of the monthly board meeting will not be published until after board approval at the following monthly board meeting.**