

EDITED MINUTES OF BOARD BUDGET and MONTHLY MEETING
ADAMS-COLUMBIA ELECTRIC COOPERATIVE
FRIENDSHIP, WISCONSIN
November 27, 2018

Call to Order:

Budget Meeting: Chairperson Larry Becker called the Budget and Work Plan meeting of the Adams-Columbia Electric Cooperative Board of Directors to order at 9:05 am on Tuesday, November 27, 2018.

Regular Monthly Meeting: Chairperson Larry Becker called the regular meeting of the Adams-Columbia Electric Cooperative Board of Directors to order at 1:04 pm on Tuesday, November 27, 2018.

Roll Call: Directors Alexander, Becker, Colby, Connolly, Fahey(Secretary), Gibeaut (Vice-Chairperson), Link(Treasurer), Nichols and Vedder. Employees in attendance for the meeting were CEO Porter and Smith (Staff Assistant) who served as recording secretary. Other employees in attendance for parts of the meeting were Hendricksen (Cost Accountant), Gessner (Manager-Operations), Kerska (Manager-Member Services), Phelps (Technology Director), Reuterskiold (Manager-Sales & Transportation), Roberts (Manager-Support Services) and West (CFO).

Invocation/Safety Message: The meeting began with reciting the Pledge of Allegiance followed by Gibeaut's invocation and Nichols' safety message on gun safety.

Approval of Agenda: The agenda was approved as sent for both meetings.

Chairman's Report: No report.

CEO's Report: The Employee Directory with photos is available in Call to Order's Resource Center.

Director Reports: No report.

Financial Review Committee: The Financial Review was completed by Colby, Gibeaut and Nichols. Nichols stated all questions were answered and it was a good review. No further review of the financials was deemed necessary by the committee.

Minutes and Consent Items: Motion by Fahey and seconded to approve the October 24, 2018 board meeting minutes (with a change in wording from "amended" to "suggested") and the consent agenda items. MOTION CARRIED.

Board Action Items:

- Motion by Connolly and seconded to table board policy #8-6 until the December meeting for further discussion. MOTION CARRIED.
- Motion by Nichols and seconded to amend board policy #11-1, procedure #6 to state: *Compare retail rates with the rates of the Cooperative's neighboring utilities.* MOTION CARRIED.

- Motion by Gibeaut and seconded to accept redlined policies #8-2, #8-12 and #11-1. MOTION CARRIED
- Motion by Vedder and seconded to add four Advisory Committee Meetings, two in the northern service territory and two in the southern service territory to the 2019 Budget. MOTION CARRIED. Porter verified that funding for the advisory committee meetings is included in the administrative budget under miscellaneous.
- Motion by Vedder and seconded to approve the 2019 Budget/Work plan as presented. MOTION CARRIED.
- After lengthy discussion, motion by Alexander and seconded to hold the regular board meetings on the last Wednesday of the month beginning in 2019, with preference if the meeting date needs to be changed to a later date for availability of the financials. MOTION CARRIED.
- Motion by Gibeaut and seconded to accept board policy #2-32 Board Operational Policy with several additional changes. MOTION CARRIED.
- Motion by Nichols and seconded to deny the Boy Scouts of America \$500 funding request. MOTION CARRIED.
- Motion by Gibeaut and seconded to deny the Town of Rome Fire Department request with referral to apply to the Operation Round-Up program. MOTION CARRIED.
- Motion by Gibeaut and seconded to sponsor the Baraboo River Equine-Assisted Therapies, Inc. using FYF funds of \$500.00. MOTION CARRIED.
- Motion by Gibeaut and seconded approving a Christmas bonus for all employees. MOTION CARRIED.
- Motion by Link and seconded to accept the board expense vouchers and authorize payment. MOTION CARRIED.

Departmental Reports: All budget and work plans were presented.

Departmental reports were given. Porter noted that future agendas will include the dates/times of departmental safety meetings and encouraged the board to attend these meetings, not just the operations department safety meetings.

Porter suggested the next Strategic Planning session be held in 2020 or 2021.

Resolutions: N/A

Calendar:

- The next board meeting will be Wednesday, December 19, 2018 at 9:30 am at the Friendship Office, and will be an abbreviated version without financials noting two months of financials will be reviewed at the January 2019 meeting. Several agenda topics were suggested.
- The December Operations Safety Meetings are scheduled for December 12 and 13 at the Wautoma service center. No board attendees.
- The board reviewed the 2019 conference schedule and tentatively noted who will attend.
- The upcoming January training for the NRECA BLC #905.1: Assessing Governance will be Connolly, Fahey, Gibeaut and Link attending and the BLC # 955.1: Your Board's Culture will be Becker, Gibeaut and Link attending.

Executive Session: The board went into executive session at 3:03 pm and came out of executive session at 3:22.

Adjournment: Motion by Colby and seconded to adjourn. MOTION CARRIED. The meeting adjourned at 3:36 pm.

Karen Fahey, Secretary
Board approved on December 19, 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.