

EDITED MINUTES OF BOARD MONTHLY MEETING
ADAMS-COLUMBIA ELECTRIC COOPERATIVE
FRIENDSHIP, WISCONSIN
April 24, 2019

Call to Order: Chairperson Becker called the regular meeting of the Adams-Columbia Electric Cooperative Board of Directors to order at 9:35 am on Wednesday, April 24, 2019.

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 Mohns (Executive Assistant) who served as recording secretary. Other employees in attendance for parts of the meeting were Gessner (Manager-Operations), Kerska (Manager-Member Services), Phelps (Technology Director), Roberts (Manager-Support Services) and West (CFO).

Invocation/Safety Message: The meeting began with reciting the Pledge of Allegiance followed by Fahey's invocation and Connolly's safety message on distracted driving. In Wisconsin in the summer, teenage drivers are behind the wheel for roughly thirteen distracted driving crashes every day.

Approval of Agenda: The agenda was approved as sent.

Chairman's Report: Becker requested further discussion on our power supply contract with Alliant.

CEO's Report: No report.

Director Reports: Link attended UWGP's annual meeting and that a local mill was having IT issues and he appreciated Phelps and her staff's diligence at ACEC.

Financial Review Committee: The Financial Review was completed by Alexander, Connolly and Fahey. No further review of the financials was necessary.

Minutes and Consent Items: Motion by Connolly and seconded to approve the March 28, 2019 board meeting minutes and the consent agenda items. MOTION CARRIED.

Board Action Items:

- Motion by Alexander and seconded to accept the redlined changes to the Rules & Regulations. MOTION CARRIED. Vedder abstained.
- Motion by Connolly and seconded to contribute \$185,176 to ATC's CORRECTED Notice of Second Call for Voluntary Additional Capital Contributions and this supersedes last month's motion. MOTION CARRIED.
- Motion by Connolly and seconded to move a paragraph in the procedure of #4-24 Employee Assistance Program (EAP) to the objective section of same policy. MOTION CARRIED.
- Motion by Alexander and seconded to approve the redlined policies #2-17 ACEC Member mailing lists, policies, etc., #4-24 EAP, #4-25 Volunteer Fire Departments & Employees and #4-27 Sexual and Other Unlawful Harassment. MOTION CARRIED.

- Motion by Gibeaut and seconded to rescind #6-2 Operation of ACEC Vehicles and incorporate into Administrative policy #40. MOTION CARRIED.
- Motion by Fahey and seconded to accept the board expense vouchers and authorize payment. MOTION CARRIED.

Departmental Reports: Departmental reports were reviewed.

- Board members will present scholarships at the upcoming high school senior award nights and the balance will be distributed by staff or mailed to the schools
- ACEC's 32nd Annual Meeting agenda was reviewed, and Becker noted that if the meeting went over an hour that won't be a major issue. Lengthy discussion on how to have more members involved in the annual meeting. Candidate forums went well for a first try and Porter noted that there should be a minimum attendance to hold these meetings. While no specific number was provided, in response to a question it was reported that the number of absentee votes cast to-date (by mail and electronically) in the upcoming director elections is in line with prior elections. A comment was made about reports of some candidates reaching out to ACEC employees to discuss voting in the upcoming election. No action was taken; however, the Board may consider at a future meeting whether policy should address such activity on the job.
- A brief discussion took place concerning whether electronic votes for director candidates can or should be included in the count for a quorum at future annual meetings. No action was taken.
- Board policy #6-11 Cooperative Furnished Vehicles will be added to #2-10 and reviewed at next month's meeting.
- The power supply contract was discussed including our 5-year notice option to withdraw.
- Advisory committee comments on member involvement in possible Alliant solar array were discussed, noting more education is needed for the membership on this topic and also on battery storage.
- Electric vehicles were discussed, and staff will gather some true costs/revenue from other cooperatives that have charging stations.
- In June or July, Vedder will present his IEEE 1547-2018 Standard PowerPoint.
- Becker was an observer/floater at WECA Strategic Plan Meeting for District 1 on April 18. Porter and Fahey were asked to reply to questions presented as individuals not CEO or board member. Becker noted the WECA board will not act on the results of the planning until August.

Resolutions: No resolutions

Calendar:

- The next board meeting will be Wednesday, May 29, 2019 at 9:30 am at the Friendship office.

Executive Session: The board went into executive session at 1:53 pm. Board came out of executive session at 2:48 pm.

Adjournment: There being no more items on the agenda and no further discussion, motion by Link and seconded to adjourn. MOTION CARRIED. The meeting adjourned at 2:55 pm.

Karen Fahey, Secretary
Board approved on May 29, 2019

*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.