

EDITED MINUTES OF BOARD MONTHLY MEETING
ADAMS-COLUMBIA ELECTRIC COOPERATIVE
FRIENDSHIP, WISCONSIN
July 31, 2019

Call to Order: Chairperson Gibeaut called the regular meeting of the Adams-Columbia Electric Cooperative Board of Directors to order at 9:34 am on Wednesday, July 31, 2019.

Roll Call: Directors Alexander, Fahey (Secretary), Gibeaut (Chairperson), Hoernke, Link (Treasurer), Nichols, Olson and Vedder (Vice-Chair). Ebert was excused. 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 Gatterman, Gessner, Hendricksen, Kerska, Phelps and Roberts.

Invocation/Safety Message: The meeting began with reciting the Pledge of Allegiance followed by Fahey's invocation and Hoernke's safety message on avoiding driving through standing water on area roads and hydroplaning.

Approval of Agenda: The agenda was approved as sent.

Chairperson's Report: No report.

CEO's Report: Porter noted a member came to the Wautoma office for his discussion days regarding her easement and underground service. Alliant's time lapse video of West Riverside power plant will be shown at the lunch break. Former board member of twenty years, Carolyn Moon passed away, board noted her contributions as a dedicated board member. An employee's father (a retiree of the cooperative, employed for 37 years) has passed away and a staff member is having knee surgery.

Director Reports: Olson had interactions with two members regarding an employee and high capacity well rates, extremely pleased with Porter and Kerska's response time to reply to members. Fahey had a member inquiry about power outage, but was restored promptly, noting excellent job by crews on the recent outages.

Financial Review Committee: The Financial Review was completed by Alexander, Fahey and Olson. The committee felt no further review of the financials was necessary.

Minutes and Consent Items: Motion by Link and seconded to approve consent agenda items and the June 26, 2019 board meeting minutes. MOTION CARRIED. Fahey will review the draft board minutes and then forward to all board members prior to board book distribution.

Board Action Items:

- Kerska presented our Touchstone Energy commitment including future costs and value. After discussion, motion by Olson and seconded to support Porter's and Kerska's evaluation of Touchstone membership and to withdraw if it is their decision that membership is no longer of benefit to ACEC. MOTION CARRIED.
- Motion by Nichols and seconded to rescind #6-1 Vandalism and Meter Tampering Information Reward as we have an Administrative policy #14 in place and #6-5 Renting or Loaning Cooperative Equipment & Facilities Outside Normal Cooperative Utility Operations and this policy will be converted to an administrative policy and the title changed as we do not allow renting or loaning equipment. Our authorized use is only with an employee operating such equipment. MOTION CARRIED.

- Gatterman presented an economic loan application. Motion by Hoernke to loan \$290,000 at 3% for ten years with no prepayment penalty. ACEC would also have a position on a new building. MOTION CARRIED. A board member excused himself as he is related to applicant.
- Motion by Olson and seconded to accept the board expense vouchers and authorize payment. MOTION CARRIED.
- Vedder shared his presentation on the IEEE 1547-2018 Standard, which deals with the interconnection of DER (Distributed Energy Resources).

Departmental Reports: Departmental reports were reviewed.

- Porter noted a future agenda item on rejoining Cooperative Network, he will research the options/benefits and cost of membership.
- Discussion and research requested on how many solar members on system and their data on usage including energy sold back to the cooperative.
- Hendricksen suggested that the Patronage Capital checks only be printed if above \$250, board in consensus to raise the limit from \$150.
- Discussion on the 2020 Annual Meeting: board preferred location is Pardeeville High School with Portage High School as second choice, an evening business meeting preferably on Thursday to be held mid-May due to timing of publications. Vedder suggested resolutions to be included in the electronic voting. Roberts noted that if the resolutions would be changed by even one word at the meeting, all the electronic votes are nullified. Several noted bylaw changes were discussed, will continue to keep on agenda. Board in agreement to change the annual meeting quorum from 50 to 35. Fahey is planning on running again, Link and Nichols are uncertain currently.
- Porter noted that our local advertising in area yellow pages is expensive and we may discontinue if not a requirement within the state, WECA is evaluating.

Resolutions: N/A

Calendar:

- The next board meeting will be Wednesday, August 28, 2019 at 9:30 am at the Friendship office. Gibeaut is unable to attend the September board meeting, Vedder will chair the meeting in her absence.
- Badger Power Cooperative Annual Meeting will be held on August 26, 2019 in Wisconsin Dells. Attendees will be Alexander, Fahey, Gibeaut, Hoernke, Nichols, Vedder and Porter.
- WECA's Cooperative Governance Challenges training will be held on September 18, 2019 in Eau Claire. Attendees will be Fahey, Gibeaut, Hoernke, Link, Vedder and Porter.

Executive Session: The board went into executive session at 1:30 pm. Board came out of executive session at 3:20 pm.

Adjournment: There being no more items on the agenda and no further discussion, motion by Olson and seconded to adjourn. MOTION CARRIED. The meeting adjourned at 3:28 pm.

Karen Fahey, Secretary
Board approved on August 28, 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.