



**Nobles Cooperative
Electric**

Your Touchstone Energy® Cooperative 

Regular Board Meeting Minutes

January 20, 2022 – Worthington, MN

Directors in attendance: Lee York, Cindy Hokeness, Jerry Beckering, Gary Clarke, Timothy Bickett, and David Doringhaus. Director Schwartau joined via videoconference.

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

Executive Session

The Board met in executive session.

Call to Order

The meeting was called to order by Chairman Schwartau at 9:37 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 Rucker as the recording secretary for the meeting.

Western Area Power Administration (WAPA) Update

Tracy Thorne, WAPA Field Representative for the Upper Great Plains Region, joined the meeting via videoconference to update the board on WAPA.

Approval of Agenda

An agenda was presented for the Board's consideration. The review of policies was postponed to the February meeting and the agenda was approved.

Board Meeting Minutes

The December 16, 2021, Board Meeting Minutes were approved as presented.

Consent Agenda Items

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

Capital Credits Transfer: SCK Farms, Inc.

After discussion, a motion was made, seconded, and carried to approve the transfer of capital credits from SCK Farms, Inc. to Randy Kruger.

March 2022 Board Meeting

March 24, 2022, at 8:30 a.m.

Attorney Invoice

A motion was made, seconded, and carried to approve the attorney invoice.

NCE Annual Meeting Agenda

The Board reviewed the April 5 Annual Meeting Agenda.

Sip-N-Go Director/Member Event

It was decided to schedule the Sip-N-Go director/member events for March 29 and 31, 5 – 7 p.m.

Rate Change Communication Update

Member Services Manager Haberman and CEO/General Manager Tromblay summarized the rate adjustment communication strategy.

Financial Report

CFO Swanson presented the monthly financial report. A motion was made, seconded, and carried to approve the Financial Report subject to audit.

KnowBe4 Cybersecurity Training Update

Executive Assistant Rucker summarized 2021 cybersecurity training delivered via the KnowBe4 platform.

Board Policies

After discussion, a motion was made, seconded, and carried to approve changes to Board Policy 4-35 Member Access to Information.

Conference Attendees

Director York will attend the Great River Energy (GRE) Regional Meeting (Hinckley) and Special Member Meeting on February 8-9. Directors Hokeness and Schwartau will attend the GRE Regional Meeting (Mankato) virtually on February 10.

A motion was made, seconded, and carried to appoint Jerry Beckering as an alternate for the February 9 GRE Special Member Meeting.

Directors Beckering and York will attend the Minnesota Rural Energy Association (MREA) Annual Meeting on March 15-16.

Director York will attend the CoBank Minnesota Customer Meeting on March 17-18.

Director Schwartau will attend the Directors Conference on April 4-5. Director Hokeness may attend as well.

Director Reports

Director York gave his monthly GRE report and Director Schwartau updated the Board and staff on MREA.

Management Reports

CEO/General Manager Tromblay gave his monthly report.

The board briefly discussed the process for nominating director and nominating committee candidates and agreed to explore options at a future meeting.

Line Superintendent Postma gave his department report, including an update on safety activities since the last board meeting.

Adjourn

There being no further business to come before the Board, the meeting was adjourned at 1:01 p.m.