



**Nobles Cooperative
Electric**

Your Touchstone Energy® Cooperative 

Regular Board Meeting Minutes

February 16, 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, and 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 8:30 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.

Approval of Agenda

An agenda was presented for the board's consideration and approved.

Board Meeting Minutes

The January 20, 2022, Board Meeting Minutes were approved as presented.

Consent Agenda Items

The following consent agenda items were approved: disbursements for the period of January 2022; membership applications and cancellations, along with the settlement of accrued capital credits of deceased members and members requesting transfers of accrued capital credits.

April 2022 Board Meeting

April 13, 2022, at 8:00 a.m.

Financial Institution Authorization Resolution

After discussion, a motion was made, seconded, and carried to approve the Financial Institution Authorization Resolution NCE 22-02-01.

Retained Equity

The board approved the retained equity (non-allocated) for 2021.

Nominating Committee Policy

The board discussed the nominating committee. It was decided to set-up an organizational meeting with the nominating committee and executive committee after the annual meeting to discuss challenges and gather feedback on the nomination process.

Annual Cogeneration Report

The board talked about the inaccurate information members are receiving regarding consumer solar generation.

After discussion, a motion was made, seconded, and carried to accept the 2021 Annual Cogeneration Report.

Director/Member Engagement Events

The board discussed potential ways to engage with members. Board members agreed to each call two members before the next board meeting to see if members seem responsive to this type of engagement.

MnSP Annual Meeting Representative

The board approved Director Dorpinghaus to represent the cooperative at the MnSP Annual Meeting on March 26. Management will compose a letter to MnSP stating the above.

Board Policies

The board reviewed the current policies and recommended changes be brought to the next board meeting.

CRC 2022 Voting Delegates

A motion was made, seconded, and carried to reaffirm CEO/General Manager Adam Tromblay as the 2022 CRC Voting Delegate

NRECA Annual Meeting (PowerXchange) Voting Delegates

A motion was made, seconded, and carried to appoint Lee York as the delegate and Jerry Beckering as the alternate for the National Rural Electric Cooperative Association (NRECA) Annual Meeting.

Meetings and Conference Attendees

A motion was made, seconded, and carried to appoint Lee York as the delegate and Gary Clarke as the alternate for the Great River Energy (GRE) Annual Meeting.

The NRECA Legislative Conference was discussed.

Director Reports

Director York gave his monthly GRE report and Director Schwartau updated the board and staff on the Minnesota Rural Electric Association.

Management Reports

CEO/General Manager Tromblay gave his monthly report.

The board discussed the potential repercussions of reducing the monthly streetlight service charge for Nobles County.

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

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 12:22 p.m.