

Platte-Clay Electric Cooperative, Inc.
Regular March 2019 Meeting of the Board of Directors
Held March 15, 2019

The Regular March 2019 Meeting of the Board of Directors of Platte-Clay Electric Cooperative, Inc. (hereinafter called the "Cooperative"), was held at the offices of the Cooperative located in Kearney, Missouri, at 9:00 a.m. on Friday, March 15, 2019, pursuant to the Bylaws of the Cooperative and previous resolution of the Board of Directors.

The meeting was called to order by Debi Koechner, President of the Cooperative, who presided. Secretary Theresa Wren acted as Secretary of the meeting and caused the keeping of the minutes.

ROLL CALL

Debi Koechner	Kendall Davis	Larry Leachman
Steve Adkins	Dennis Fulk	Theresa Wren
Kim Goepferich	Gary Shanks	

The Directors in attendance constituted a quorum of the Directors of the Cooperative. Also present at the meeting were Dave Deihl, CEO/General Manager, Tim Hill, Operations Manager, Ken Brown, Accounting, Finance & Customer Service Manager, Ed Williams, Information & Technology Manager, Jennifer Grossl, Communications & Marketing, Jared Wolters, Engineering Manager, Angie Kinard, Human Resource Director, Garret Poorman, Communications Director and Sheri Smiley, counsel for Platte-Clay Electric Cooperative, Inc. David McDowell, CEO/General Manager of N.W. Electric Cooperative was a special guest.

APPROVAL OF CONSENT AGENDA

A Consent Agenda consisting of the approval of the Agenda, approval of the Minutes from the meeting held February 15, 2019, and approval of Memberships and Terminations was presented. One correction was made to the Minutes for February 15, 2019. A motion was made, seconded and passed to pass the Consent Agenda as presented with the exception of the change to the Minutes.

MEMBER COMMENTS

Manager Dave Deihl reported there were member comments this month including positive comments received regarding the member's happiness with the reliability of the system during the snow storms, and a comment received on demand charges and electric vehicles.

STAFF REPORTS

Safety

Tim Hill gave the loss report. He reported that as of 3/1/19 there were 1679 days of no lost time accidents. He reported that internal safety awards had been given to the employees.

Finance Report

Ken Brown gave the Finance and Accounting report for the month of February. He made the following Capital Credit Retirement Proposal: A total of \$2,722,351.00 was recommended by staff to be retired. A motion was made, seconded and passed to accept

staff's recommendations for Capital Credit Retirement.

Mr. Brown also reported on the budget, discussed the balance sheet, the income statement, operating statistics and key ratios. Net Margins for the month ending 2/28/19 are \$270,482 with year-to-date total margins of \$912,877. The Tier is 4.36.

Engineering Report

Jared Wolters presented the Engineering Report. He gave an update on Centurylink and an update on net metering installations, the Aclara-AMR system, and issues with increased voltage monitoring. He also reported on the February capital budget.

Operations Report

Tim Hill gave the Operations Report. He reported on outages and causes for the month and gave a facilities update on the remodel. He also provided an outage comparison for the prior year to date.

Report by David McDowell

David McDowell, CEO/GM of N.W. Electric Cooperative, Inc., provided an update on NW's operations, including updates on the flooding in the North, a wind update, and a fiber update.

Audit Report

Michelle Graham, CPA from Botz, Deal presented the 2018 audit. She discussed cash flows, net margins, assets, long term debt, deferred credits, operating expenses, and capital credits. She reported that there were no issues with the audit and the Cooperative received a clean audit for the year.

Information Report

Ed Williams gave the information and technology report. He gave an update on Aclara Ace. He also discussed cameras that are being installed and training that is being scheduled for the network switch.

Marketing & Communications Report

Jennifer Grossl gave the marketing report. She gave an update on the annual meeting, reported on the Northland Clay County EDC State of the Cities Lunch and gave a Youth Tour update. She also discussed a scam that was reported on the news regarding payment requests being made by phone. She gave the Chamber of Commerce schedules for the upcoming month.

Manager's Report

Dave Deihl gave the manager's report. He gave an NRECA Annual Meeting update. He reported he would be attending a PSC round table meeting on charging stations. He also discussed AECl's interest of demand rates and reported other Coops interest in demand rates.

EXECUTIVE SESSION

Executive session was called at 12:53 p.m. and adjourned at 1:58 p.m.

MEETING REPORTS

AMEC BOARD REPORT

Steve Adkins reported on his attendance at the Board meeting and gave an AMEC Executive Committee update. He handed out the proposed new Rural

Missouri magazine and discussed the proposed Bylaw changes that would be voted on at the next AMEC meeting.

AMEC PAC CONTRIBUTION

A Motion was made, seconded and passed to contribute \$1,000.00 towards the AMC PAC.

PRESIDENT'S REPORT

Debi Koechner gave the president's report. She reminded the board of the Pathfinders banquet on April 4th. She also reported that the review of Board Policies 207-302 will be moved to the April meeting. She also reviewed the upcoming meetings:

- April 16 – N.W. Annual Meeting
- April 19 – PCEC Board Meeting
- April 28-30-NRECA Legislative Conf.
- May 9 – PCEC Annual Meeting
- May 17 – PCEC Board Meeting

NOMINEE REPORT

The next quarterly meeting will be on May 16, 2019, in Platte City at 11:30 a.m.

ADDITIONAL BUSINESS

Manager Dave Deihl gave an update on board elections that will take place at the annual meeting in May.

EXECUTIVE SESSION

Executive session was called at 3:05 p.m. and was out at 3:12 p.m.

ADJOURNMENT

There being no further business to come before the meeting, on motion duly made, seconded and unanimously carried, the meeting was adjourned. The next regular meeting

will be held on April 19, 2019, at 9:00 a.m.

APPROVED:

Secretary

President