

**Platte-Clay Electric Cooperative, Inc.
Regular June 2019 Meeting of the Board of Directors
Held June 21, 2019**

The Regular June 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, June 21, 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	Kelly Parkhurst

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, Jim Cox, Safety Manager, Rhonda Nash, Accounting & Finance, 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.

A Motion was made to go into executive session at 9:01 a.m. Staff was excused.

The regular meeting resumed at 9:10 a.m.

APPROVAL OF CONSENT AGENDA

A Consent Agenda consisting of the approval of the Agenda, approval of the Minutes from the meeting held May 17, 2019, and approval of Memberships and Terminations was presented. A motion was made, seconded and passed to pass the Consent Agenda as presented.

MEMBER COMMENTS

Manager Dave Deihl reported there were member comments this month including comments received regarding the change to the capital credit checks, tree trimming and one from the youth tour recipient.

STAFF REPORTS

Safety

Jim Cox gave the loss report. He reported that as of 6/1/19 there were 1771 days of no lost time accidents. He reported on safety training, including severe weather safety training, Missouri One Call and locate training and the women's self defense training. He has also arranged for a lineman who had been injured on the job and is amputee to come give a safety talk. He reported there was one traffic accident where a

bucket truck was side swiped but that was not the fault of the Coop.

Finance Report

Rhonda Nash gave the Finance and Accounting report for the month of May. She reported on the budget, discussed the balance sheet, the income statement, operating statistics and key ratios. Net Margins for the month ending May 31, 2019, are (\$572,736) with year-to-date total margins of \$1,373,164. The Tier is 2.08.

Engineering Report

Jared Wolters presented the Engineering Report. He gave an update on Centurylink, Verizon, the Unite Private Network Agreements, an interest in a greenhouse and monthly reports. He also reported on the May capital budget.

Operations Report

Tim Hill gave the Operations Report. He reported on outages and causes for the month. He also reported on line build outs. He discussed the lead time for large equipment orders and a motion was made, seconded and passed to allow him to go ahead and order a single man bucket truck for \$155,000 and a large bucket truck for \$255,000 and for these items to be placed in the 2020 budget.

Information Report

Ed Williams gave the information and technology report. He gave an update on the ATS meeting he attended in May and gave an Aclara Ace update as well as updates on the access control system and cameras that were installed.

Marketing & Communications Report

Jennifer Grossl gave the marketing report. She reported on safety demos at schools and a 4-H presentation that were all given in May. She reported on a scholarship given as well as the ribbon cutting at the Platte-Clay Electric Cooperative charging station and the media coverage of that. She included a report on the media value from that event. She also reported on the key accounts outing she attended. She gave the Chamber of Commerce schedules for the upcoming month.

Manager's Report

Dave Deihl gave the manager's report. He reported on the AEGIS audit report he received for the cooperative and reported that a clean audit was given. He reviewed the audit process with the Board. He gave an update on the Associated Electric annual meeting and Directors who were in attendance also gave an update which included a long term strategic plan, speakers and their presentations.

Mr. Deihl presented a resolution for the CFC integrity fund for 2020. A motion was made, seconded and passed to allow 5% from the patronage capital fund for 2020 to be paid into the CFC integrity fund.

Mr. Deihl also discussed a potential Bylaw change to bring to the membership in 2020 that would allow for publication of the names who have unclaimed capital credits under Article VII, Section 3, to be published on the cooperative's web page, which would result in a savings to the cooperative of approximately \$14,000.00 annually.

Proposed Bylaw language will be drafted and presented to the Board for the next annual meeting.

He also discussed a safety culture survey that NW Electric Cooperative is doing and one may be done at the Coop as well.

MEETING REPORTS

NW MONTHLY REPORT

The next NW board meeting is June 25, 2019.

AMEC BOARD REPORT

Manager Dave Deihl read minutes from the meeting held in conjunction with the AECI annual meeting on June 17, 2019.

PRESIDENT'S REPORT

Debi Koechner gave the president's report. A motion was made, seconded and passed to name Debi Koechner as the delegate to the Region VIII Federated meeting and Steve Adkins as the alternate. The board did a final review of the changes that were made to policies 207, 207(A) and 214. A motion was made to accept the amended policies as presented, seconded and passed. A review of the board retreat agenda was also discussed. The final dates of September 25 and September 26, 2019, were decided for the board retreat.

She also reviewed the upcoming meetings:

- July 1-3 – CFC Forum
- July 9 – 11 – AMEC Directors Conference
- July 19 – PCEC Board Meeting
- August 2-7 – Director Summer School
- August 16 – PCEC Board Meeting

ADDITIONAL BUSINESS

No additional business was brought before the Board.

NOMINEE REPORT

The next meeting is scheduled for Thursday, August 15th.

EXECUTIVE SESSION

Executive session was called at 12:45 p.m. and was out at 1:10 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 July 19, 2019, at 9:00 a.m.

Secretary

APPROVED:

President