

Platte-Clay Electric Cooperative, Inc.
Regular May 15 2020 Meeting of the Board of Directors
Held May 15, 2020

The Regular May 2020 Meeting of the Board of Directors of Platte-Clay Electric Cooperative, Inc. (hereinafter called the "Cooperative"), was held at 9:00 a.m. on Friday, May 15, 2020. Following recommendations from the President of the United States prohibiting social gatherings of more than ten people due to the COVID-19 pandemic, and pursuant to Section 351.355 RSMo., the meeting was conducted by conference call whereby all parties could see and hear one another.

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
Theresa Wren	Kim Goepferich	Steve Adkins
Gary Shanks	Kelly Parkhurst	Dennis Fulk

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, Kenny Brown, Accounting & Finance, Ed Williams, Information & Technology Manager, Jennifer Grossl, Communications & Marketing, Jared Wolters, Engineering Manager, Angie Kinard, Human Resource Director, and

Sheri Smiley, counsel for Platte-Clay Electric Cooperative, Inc.

APPROVAL OF CONSENT AGENDA

A Consent Agenda consisting of the approval of the Agenda, approval of the Minutes from the meeting held April 17, 2020, 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 was one member comment this month from the Youth Tour winner who had sent a thank you note.

STAFF REPORTS

Safety

Jim Cox gave the loss report. He reported as of May 1, 2020, there were 2,106 days without a lost time accident and that he had given out eight internal safety awards. He reported on preventative measures used in COVID-19, and gave an update on how to keep the public informed. He reported Federated came and did a field visit.

Finance Report

Ken Brown gave the Finance and Accounting report for the month of April. He reported on the budget, sales, discussed the balance sheet, the income statement, operating statistics and key ratios. Net Margins for the month ending April 30, 2020, are

\$173,215 with year-to-date total margins of \$1,886,227. The Tier is 2.52. He discussed the residential aging report to show the impact of COVID-19 on payments made and discussed efforts made to have members call the Cooperative if they can not make payments and how they would get members caught up on their payments. He also discussed large loads, wages and benefits and contracted services.

Engineering Report

Jared Wolters presented the Engineering Report. He gave a new subdivisions update and reported an amended agreement with AMEREN being considered. He gave monthly reports including 2020 year to date services built and reported on the April capital budget.

Operations Report

Tim Hill gave the Operations Report. He reported on outages and causes for the month at Clear Creek Feeder and Hoover Feeder. He gave year to date outage information and reported on concrete repairs at Kearney and signage for Platte City.

Information Report

Ed Williams gave the information and technology report. He gave a demonstration to the upgrade to the outage map system and reported on the ACLARA ACE and SCADA system updates.

Marketing & Communications Report

Jennifer Grossl gave the marketing report. She reported that Katherine Byrd

from Kearney and Andrew Plymell from Platte City were Youth Tour winners however the trip to Washington DC has been cancelled this year due to COVID-19. She gave updates on the Website dealing with COVID-19. She reported that NRECA had given an award to Garrett Poorman for the “Best Special Publication” for the member handbook he produced. **Manager’s Report**

Dave Deihl gave the manager’s report. He gave an update on how staff was being brought back to the office due to COVID-19 and gave an update on e-notary waivers. He also discussed members access to the office and the plan to reopen the lobby area with precautions in place. He also discussed calls he had received from members on capital credits that were put back on their bills.

The Annual Meeting was discussed and the unknowns for any restrictions on the number of people that may attend a mass gathering are unknown for the future. Legal Counsel Sheri Smiley updated the Board on the State of Missouri’s Governor’s orders relaxing the requirement to hold an annual meeting and also allowing Cooperatives to allow for other means of voting other than in person voting. Manager Deihl gave options for how online voting and mail in voting could take place. A motion was made, seconded and passed to cancel the special meeting which was going to be held for the sole purpose of having the election and to hold only an election by electronically voting or mail in voting and that this should occur sometime before December 31, 2020. Abstaining were Debi Koechner, Gary Shanks and Kelly Parkhurst as they are the

Directors up for election this year. Manager Deihl will report back to the board next month on plans to move forward with the election and with some potential open and close dates for the election. He also discussed the PPP loan that the Coop did not participate in.

MEETING REPORTS

NW MONTHLY REPORT

The next board meeting is May 20th.

AMEC BOARD REPORT

Debi Koechner gave the AMEC report. She reported on the Executive Board Meeting that was held May 6th via Zoom. She gave updates on internal operations and NRECA's position on disconnects. She reported that some AMEC outside classes will be starting back up soon. She also updated the Board on the options being looked at for the Iowa Health Care Insurance plan.

PRESIDENT'S REPORT

Debi Koechner gave the president's report. She went through the cancelled meetings for AECI and the Director's Conference.

The following upcoming meetings were reviewed:

- June 19 – PCEC Board Meeting
- July 17 – PCEC Board Meeting
- August 21 – PEC Board Meeting
- September 18 – PCEC Board Meeting
- October 7 and 8 – AMEC Annual Meeting

- October 16 – PCEC Board Meeting at N.W. Electric Cooperative
- October 28 – 29 – Region 8 Meeting

ADDITIONAL BUSINESS

No additional business was brought before the Board.

NOMINEE REPORT

The next meeting will be held following this board meeting and will be reported on during the June meeting.

EXECUTIVE SESSION

Executive session was called at 10:55 a.m. and was adjourned at 11:10 a.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 June 19, 2020, at 9:00 a.m.

Secretary

APPROVED:

President