

**Platte-Clay Electric Cooperative, Inc.
Regular October 2020 Meeting of the Board of Directors
Held October 16, 2020**

The Regular October 2020 Meeting of the Board of Directors of Platte-Clay Electric Cooperative, Inc. (hereinafter called the "Cooperative"), was held at 9:30 a.m. on Friday, October 16, 2020, at the offices of the Cooperative in Kearney, Missouri.

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

ROLL CALL

Debi Koechner	Kendall Davis	Larry Leachman
Kim Goepferich	Dennis Fulk	Kelly Parkhurst
Theresa Wren	Gary Shanks	

Steve Adkins was absent. 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, Garrett Poorman, Communications 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 September 18, 2020, and approval of Memberships and

Terminations was presented. A motion was made, seconded and passed to pass the Consent Agenda.

MEMBER COMMENTS

Manager Dave Deihl reported there were no member comments for the month.

STAFF REPORTS

Safety

Jim Cox gave the loss report. He reported as of October 1, 2020, there were 2,259 days without a lost time accident. He discussed safety meetings and programs and how they are being held during COVID.

Finance Report

Kenny Brown gave the Finance and Accounting report for the month of September. He reported on the budget, sales, discussed the balance sheet, the income statement, operating statistics and key ratios. Net Margins for the month ending September 30, 2020, are \$874,493 with year-to-date total margins of \$3,584,507. The Tier is 2.58. He also discussed sales and controllable expenses. He discussed ratios and how they compare to the peer group.

Engineering Report

Jared Wolters presented the Engineering Report. He gave monthly reports including 2020 year to date services built and reported on the September capital budget.

Operations Report

Tim Hill gave the Operations Report. He reported on outages and causes for the month. He gave a facilities update including painting done at Platte City. He gave an update on the detention bond and reported that the engineer design is complete and that bids are being received.

Information Report

Ed Williams gave the information and technology report. He gave an ACLARA-ACE update on when testing will be done. He also gave a SEDC-ATS Meridian update and how employees are learning the new system.

Marketing & Communications Report

Jennifer Grossl gave the marketing report. She gave an update on member service activities and showed a video overview of 2019-2020. She also gave an update on the community blood center and the Coop's poster contest. She announced PCEC had joined the Lawson Chamber of Commerce.

Manager's Report

Dave Deihl gave the manager's report. He gave a COVID update, He reported the NRECA Annual Meeting has been cancelled. There may be a state wide manager's meeting in November. He discussed how travel will be budgeted for 2021 and discussed the annual meeting for 2021. No Pathfinder lunch will be held this year due to COVID concerns and the Christmas dinner with employees has also been cancelled this year due to COVID. He reported Bobbie Jeffries will present the KRTA's next month. He then discussed the Section 125 plan with the Board that went to \$2750. A

motion was made, seconded and passed to pass the following Resolution:

RESOLUTION OF BOARD OF DIRECTORS ADOPTING
AMENDMENT TO 125 PLAN

Re: Increase to Limitation on Health FSA and Limited-Use Health FSA Salary Reduction
Contributions

WHEREAS, Platte-Clay Electric Cooperative, Inc.,(the "Employer") sponsors the 125 Plan, which is a cafeteria plan under Section 125 of the Internal Revenue Code of 1986, as amended ("Code"), that provides one or more of the following benefits: a premium-only plan that allows employees to pay for insurance premiums on a pre-tax basis, a health flexible spending account under Section 105 of the Code (the "Health FSA"), a dependent care assistance program under Section 129 of the Code, a limited-use health flexible spending account under Section 105 of the Code (the "Limited-Use Health FSA"), a cash benefit option that allows employees to receive cash in lieu of health benefits, and/or a health savings account benefit that allows employees to fund HSA contributions on a pretax basis;

WHEREAS, the 125 Plan is administered by Cooperative Benefit Administrators, Inc. ("CBA"), a subsidiary of the National Rural Electric Cooperative Association ("NRECA");

WHEREAS, the terms of the 125 Plan, as amended, provide that a participant in a Health FSA and/or Limited-Use Health FSA may only contribute up to \$2,750 ("Participant Contribution Limit"), as provided by the Patient Protection and Affordable Care Act and as announced by the Internal Revenue Service ("IRS") on November 15, 2019 (IR-2019-184); and

WHEREAS, NRECA has determined that the 125 Plan, as administered by CBA, should be amended to increase the Participant Contribution Limit to \$2,750, effective as of January 1, 2021.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby adopts [or the officers of the Employer are authorized to adopt] this amendment to the 125 Plan, in the form attached hereto, to increase the Participant Contribution Limit, effective as of January 1, 2021.

MEETING REPORTS

NW MONTHLY REPORT

Larry Leachman reported the October board meeting will be held on October 21, 2020.

AMEC BOARD REPORT

Debi Koechner gave the AMEC report on the Executive Committee Report. She reported on the potential outcomes of the 2020 election and the initiatives being taken by outside sources for possible lobbying. There was no change of officers following the reorganization meeting.

PRESIDENT'S REPORT

Debi Koechner gave the president's report. The NRECA Region 8 voting held via Zoom was shown live. She reminded the board to bring the Nominating Committee names to the November board meeting.

The following upcoming meetings were reviewed:

- November 16 – PCEC Budget meeting
- November 20 – PCEC Meeting
- December 18 – PCEC Meeting

ADDITIONAL BUSINESS

No Additional Business was brought forward.

NOMINEE MEETING

A Motion was made, seconded and passed to go into a Nominee Meeting. Following the Meeting a Motion was made, seconded and passed to go back into the regular Cooperative board meeting.

NOMINEE REPORT

The next nominee meeting is November 16th at 9:00 a.m.

EXECUTIVE SESSION

Executive session was called at 12:38 p.m. and was adjourned at 1:11 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 November 20, 2020, at 9:00 a.m.

Secretary

APPROVED:

President