

**Platte-Clay Electric Cooperative, Inc.**  
**Regular September 2020 Meeting of the Board of Directors**  
**Held September 18, 2020**

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The Regular September 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, September 18, 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	
Theresa Wren	Gary Shanks	

Steve Adkins and Kelly Parkhurst appeared via Zoom. 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. who appeared by phone.

**APPROVAL OF CONSENT AGENDA**

A Consent Agenda consisting of the approval of the Agenda, approval of the

Minutes from the meeting held August 21, 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 was four member comments this month: one was an issue with a flag to a pole, one was a thank you from an employee for providing a good work environment and two were from members thanking the Coop for being a good steward during COVID and thanking the employees for continuing to work during COVID.

### **STAFF REPORTS**

#### **Safety**

Jim Cox gave the loss report. He reported as of September 1, 2020, there were 2,229 days without a lost time accident. He reported that he is working with AMEC on the 2021 schedule and discussed how training will take place during COVID-19.

#### **Finance Report**

Kenny Brown gave the Finance and Accounting report for the month of August. He reported on the budget, sales, discussed the balance sheet, the income statement, operating statistics and key ratios. He gave an aging report on the accounts that are past due for both residential and commercial accounts and updated the Board on collection efforts being taken. Net Margins for the month ending August 31, 2020, are \$849,267 with year-to-date total margins of \$2,710,315. The Tier is 2.34. He also

discussed sales and controllable expenses. He reported that the CFC Capital credits totaled \$297,164.00. He reminded the Directors to complete their 990 questionnaires. He discussed the aging reports and how this is impacted by COVID. A motion was then made, seconded and passed to go into a Properties meeting. When the Board resumed the meeting he then discussed FEMA and deferred revenue.

### **Engineering Report**

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

### **Operations Report**

Tim Hill gave the Operations Report. He reported on outages and causes for the month. He gave a facilities update. He discussed damage caused by a tree that fell and reported the damage would be turned in as an insurance claim to Federated. He reported on the crews that had been sent to Louisiana for hurricane damage.

### **Information Report**

Ed Williams gave the information and technology report. He gave an ACLARA-ACE demonstration.

### **Marketing & Communications Report**

Jennifer Grossl gave the marketing report. She gave the election results and reported the following results:

North District: Debi Koechner received 720 votes. 689 were from the website and 31 were mail in.

South District: Gary Shanks received 709 votes. 674 were from the website and 35 were mail in.

West District: Kelly Parkhurst received 696 votes. 665 were from the website and 31 were from mail in.

#### BYLAW AMENDMENTS:

Article 1 – A.3 (Membership)                      Yes: 796      No: 20

Article 7 – A.7 (Unclaimed Credits)                      Yes: 772      No: 46

Ms. Grossl reported that compared to previous years this was a 184% increase. She discussed the past voting statistics and the calls she received with voting questions. She proposed the 2021 annual meeting date of May 6, 2021. A discussion was then held regarding quorum and the possibility of having a business meeting only due to COVID-19. Potential Bylaw changes were discussed to be able to offer the membership the ability to do online and advanced voting. The Board's consensus was to bring back proposed Bylaw changes to present to the membership for voting in 2021.

#### **Manager's Report**

Dave Deihl gave the manager's report. He gave a COVID update including how testing of employees is being handled and when employees are able to work from home. He reported that flu shots will be offered to employees. He discussed a meeting he had with CFC regarding potentially refinancing. A proxy for APrime was then presented. A motion was made, seconded and passed to appoint Dave Deihl.

## **MEETING REPORTS**

### **NW MONTHLY REPORT**

Larry Leachman gave the September board update. He discussed margins, income, expenses and outages. He reported that the airplane has been sold and gave an update on the helicopter. He gave an update on the manager evaluation that was done. He discussed excess margins and how those may be allocated.

### **AMEC BOARD REPORT**

Debi Koechner gave the AMEC report on the meeting held by Zoom. She reported on the Iowa health plan, the policy manual being reviewed, the October 7<sup>th</sup> annual meeting being held via Zoom, the short term disability plan being reviewed, the new contract for printing the Rural Missouri magazine, the Statewide assistance to the Louisiana hurricane relief, the remodeling being done, online training being offered, and the new budget that was approved based on a normal year and that there will be no increase in dues for this year.

### **PRESIDENT'S REPORT**

Debi Koechner gave the president's report. She discussed the Director's Conference schedules.

The following upcoming meetings were reviewed:

- October 16 – PCEC Board Meeting

- November 20 – PCEC Meeting
- December 18 – PCEC Meeting

### **ADDITIONAL BUSINESS**

No Additional Business was brought forward.

### **NOMINEE REPORT**

The next nominee meeting is November 16<sup>th</sup> at 9:00 a.m.

### **EXECUTIVE SESSION**

Executive session was called at 11:14 a.m. and was adjourned at 12:47 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 October 16, 2020, at 9:00 a.m.

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Secretary

APPROVED:

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President