

Woodbine, IA
October 30, 2024

The meeting of the Board of Directors of Harrison County Rural Electric Cooperative was held at Cooperative Headquarters on Wednesday, October 30th at 8:00 am.

The following Directors were present for the meeting:

Kent Kersten	Brenda Lundergard	Tom Bothwell
Randy Koenig	Randy Mitchell	Doug Pitt
Larry Ramsey	Curtis Lee	Bruce Pauley

Others present were CEO Joe Farley, CFO Lori Barry, Director of Operations Shadon Blum, Director of Member Relations Tim Plumb, Director of Communications, and IT Kristi Travis. Also in attendance was Leslie Kaufman, Executive Vice President for Iowa Association of Electric Cooperatives (IAEC).

The meeting was called to order by President Bothwell with Secretary Lundergard keeping the minutes. Farley provided the opening prayer.

The agenda, which had been provided in advance of the meeting, was reviewed. Farley requested an addition to appoint voting delegates for IAEC's annual meeting. Director Lee moved to approve the agenda, Director Koenig seconded, and the motion was carried.

The selection of upcoming meeting dates was discussed. The next regular meetings of the board will be Monday, November 25th and Monday, December 30th.

Consent agenda

The consent agenda material was provided in advance of the meeting. The following items were included in the consent agenda for the meeting:

Minutes of Previous Meeting	Check and Payroll Registries
Membership Applications and Refunds	Cash Receipts Report
Work Order Report	Interest Rate Summary
Safety Meeting Minutes	Final Bills with Balances
Vehicle Report	Donation List
Outage Summary	Written Staff Reports

A motion was made by Director Koenig seconded by Treasurer Kersten and carried that the remainder of the consent agenda be approved.

Farley presented his monthly managers' report and update.

Secretary Lundergard provided a brief report on NIPCO and Basin Electric activities.

Staff reports were then presented and reviewed by Blum, Barry, Plumb, and Travis.

Blum presented a contract for service for a data mining entity seeking to become a connected member. He reviewed the terms of the contract and assured the board that Farley and legal counsel had reviewed the agreement. A motion was made by Vice President Pitt with second by Director Mitchell to approve the agreement as presented. Motion carried.

Blum also then presented a resolution to request Northwest Iowa Power Cooperative (NIPCO) to install metering for feeder #704 out of the Allen substation. Director Koenig moved to approve the resolution and motion was seconded by Director Lee. Motion carried.

Leslie Kaufman, the newly hired Executive Vice President for the IAEC was present to address the board. Mrs. Kaufman provided a brief biography and then shared some discussion on her goals and future objectives for the statewide association. Her primary goal is to address matters of immediate urgency for Iowa cooperatives and to continue the strong tradition of member service to the electric cooperatives in Iowa. Mrs. Kaufman stayed for the duration of the meeting and joined the board and staff for lunch as well.

Barry presented the monthly financial reports. Motion was made by Treasurer Kersten to accept the report as presented with second provided by Director Koenig. Motion carried.

There were no Energy Resource Conservation loan requests this month.

Barry then presented a summary of unretired patronage, and the board was asked to consider the retirement of patronage for 2024. She shared a schedule of unretired patronage by year. After considerable discussion, a motion was made by Director Ramsey to retire \$350,000 of the remaining patronage allocated for the year 2013. The motion was seconded by Vice President Pitt. After more discussion, the vote was called. The motion carried by a vote of six in favor and two against with Directors Mitchell and Pauley voting nay. Patronage will be retired to members by check and paid out before Christmas.

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MEETING OF BOARD OF DIRECTORS

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Barry then presented a request to renew our membership with Federated Rural Electric Insurance Exchange. After brief discussion, a motion was made by Director Koenig to continue our relationship and execute any renewal documents. Motion was supported by Director Ramsey. Motion carried.

Farley requested that the board appoint voting delegates to the Midwest Electric Consumers Association membership meeting to be held in Denver, Co. in December. Director Pauley moved to appoint Director Lee as the voting delegate and Secretary Lundergard as the alternate voting delegate. Motion was seconded by Vice President Pitt and carried.

Farley then shared the request to appoint voting and alternate delegates for IAEC’s Annual Meeting to be held December 5- 6, 2024 in Des Moines. Motion was made by Director Lee to appoint President Bothwell as the voting delegate and Vice President Pitt as the alternate delegate. Motion carried.

Director Mitchell, Chair of the property and equipment committee provided a report on the committee’s tour of the grounds and inspection of equipment held prior to the regular meeting. He shared that the grounds are well kept and the equipment in good repair, regularly inspected, and records are kept in order. The new warehouseman is to start his employment November 1st, also.

Director Lee shared a brief report on his attendance at the October employee safety meeting. He commented that he always learns something and that the meetings are productive, and employees are engaged.

Some discussion was held on how the cooperative conducts the annual director nominations process. Farley and Travis had visited with legal counsel and provided recommendations from attorney Amanda James of Sullivan and Ward. After some discussion, the board agreed to slight variations in our process, but such changes will remain consistent with our normal process. The board also concurred that it not always possible to recruit two (2) candidates for each seat open for election any given year. The effort will be made, but it will not be necessary to have it be with no exceptions. The board agrees that it is simply not practical or easy to get multiple candidates in each district every year.

No executive session was held.

With no further business to come before the board, a motion was made by Treasurer Kersten to adjourn the meeting with a second by consensus. Motion carried. The meeting was adjourned at 11:32 a.m.

Attest:

Secretary

President