

MILLE LACS ENERGY COOPERATIVE  
Aitkin, MN 56431

The regular meeting of the Board of Directors of the Mille Lacs Energy Cooperative was held virtually via Zoom on April 16, 2019. All board members were present.

Sarah Cron, CEO, called the re-organizational meeting to order at 9:00 a.m.

**ELECTION BY ACCLAMATION**

As there were only two members who filed for the two open director positions, one in each district, according to Article II, Section 8 of the MLEC Bylaws, both directors have been elected by acclamation and no vote is needed.

Congratulations to Harold Harms, District 3, and Aileen DeMenge, District 4, who were elected by acclamation and will serve as your directors for the next term.

**ELECTION OF OFFICERS**

CEO Sarah Cron conducted MLEC's election of officers for the following year.

M/S/P to accept the following officers:

- President – Harold Harms
- Vice-President – Don Appel
- Secretary/Treasurer – Barbara Welty
- Assistant Secretary/Treasurer – Aileen DeMenge

President Harold Harms called the regular meeting to order at 9:10 a.m.

Bill Fillion, Operations Manager, and Debra Chute, Executive Assistant, were present via Zoom for team reports. Everyone joined in the Pledge of Allegiance.

These minutes being transcribed by or under the direction of Secretary/Treasurer, Barbara Welty, the following proceedings were had: (all action being first duly moved and seconded, and all action taken being upon the unanimous vote of the Board, or without dissenting vote or abstention, unless otherwise stated).

M/S/P to approve Consent Agenda Items – Expense vouchers for the period ending April 16, 2020, minutes of the March 19, 2020 regular board meeting and agenda of the April 16, 2020 regular board meeting.

The team reports for March 2020 and Financial Reports for the month ending February 29, 2020 were reviewed and accepted upon motion.

2019 Capital Credit Allocation – M/S/P to accept and approve the recommendation of the Management Team to allocate capital credits received from GRE (Great River Energy) in the amount of \$477,657 for 2019, but not to allocate MLEC capital credits for 2019.

## VOTING

### 2.1 Recommended Write-offs

M/S/P to approve the recommended electric, long distance, and internet, write-offs for this month in the amount of \$1,870.99.

### 2.2 Policy Review

M/S/P to approve the following revised policies:

- Policy No. 601 – Resale of Materials and Supplies
- Policy No. 602 – Scrap and Junk Handling
- Policy No. 801 – Office Hours
- Policy No. 802 – Public Use of Meeting Facilities
- Policy No. 803 – Claims Against the Cooperative

### 2.3 Board Activity Reports

GRE – Harold presented the April 2020 Board report.

MREA – March 2020 MREA report was reviewed.

MREA Official Ballot

Due to the cancellation of MREA's Annual Meeting, their Board of Directors authorized a vote by mail. The Official Ballot for revisions to MREA's Continuing Resolutions and revisions to MREA's Bylaws was reviewed.

M/S/P to approve the revisions of MREA's Continuing Resolutions and the revisions to MREA's Bylaws.

The Official Ballot will be signed and returned to MREA.

RUS – No report.

CFC – No report.

NRECA – No report.

MAC – No report.

FEDERATED – No report.

NRTC – No report

RESCO – No report.

NISC – No report.

Other – CoBank – Statement of Qualified Patronage Distribution for 2019 was reviewed.

M/S/P to accept the reports.

### 2.4 Board Resolution

M/S/P to approve a board resolution authorizing Sarah Cron, CEO; Thomas Meyer, Accountant; or William Fillion, Operations Manager as the MLEC employees to borrow money on behalf of and in the name of MLEC specifically related to the Paycheck Protection Program established by Section 1102 of the Coronavirus Aid, Relief, and Economic Security Act (CARES Act). The authority included signing and execute the promissory note or other evidence of indebtedness.

Said Resolution is attached to these minutes.

## REPORTS

### 3.2 Loss Control

The April 7<sup>th</sup> Safety Training scheduled with MREA presenting *Trenching and Excavation Safety Review* presented online. The April 14<sup>th</sup> *May Day Training* with Deanna Soderberg of PLS will be rescheduled.

Our May Safety Training is Traffic Control and Defensive Driving and is currently scheduled for May 12 with Deanna Soderberg. The date may need to be rescheduled with the COVID-19 pandemic.

Also reviewed was the 2020 Safety Cross.

### 3.3 Quarterly Articles/By-Laws Review

The quarterly update included the second third of the By-Laws.

### 3.4 Mille Lacs Community Trust Update

Per Article XXI of the Trust's By-Laws, the Trust Board's Annual Audit Report and expenditures were reviewed. Pat Scollard, Trust Board President, will report on Operation Round Up at this years' annual meeting.

### 3.5 Annual Safety Deposit Box Inspection

A list of contents was reviewed of the MLEC Safety Deposit Box at Neighborhood National Bank in Aitkin as of May 14, 2019. The Directors felt that a physical review of the box contents is not necessary at this time.

## SCHEDULED MEETINGS

East Central Energy, Braham MN will hold their Annual Meeting on Thursday, April 23 at 11:00 a.m. via online.

### 4.1 MREA District 2 Meeting, Lake Country Power Headquarters, Cohasset, MN

July 10, 2020, Friday

Attending:

Barb is MREA Director.

### 4.2 MREA Energy Issues Summit, St. Paul, August 19 – 20, 2020

Wednesday – Thursday

Attending: All directors and Sarah Cron.

### 4.3 MLEC Annual Meeting, 40 Club Convention Center

Postponed from April 23 date. New date has not been set yet.

### 4.4 Other Meeting Information

- May 18<sup>th</sup>:
  - 2019 Audit Report

## Regular Board Meeting Minutes

April 16, 2020

- Presentations: Residential Survey Results, Annual SAIDI, SAIFI, CAIDI
- NRECA Governance Videos
  
- June 18<sup>th</sup>:
  - Board Fees
  - NRECA Governance Videos
  
- July 9<sup>th</sup>:
  - MLEC 990 Review
  - NRECA Governance Video

### MREA 2020 Board Meeting Dates:

- Tuesday – Wednesday, April 21 - 22
- Tuesday – Wednesday, June 16 - 17
- Tuesday – Wednesday, August 18 - 19
- Tuesday – Wednesday, October 20 - 21
- Tuesday – Wednesday, December 15 - 16

NOTE: If anyone is interested in attending an MREA Board Meeting, please let Deb Chute and Director Barb Welty know so arrangements can be made.

### 4.5 Board Meeting Dates

- Monday, May 18, 2020
- Thursday, June 18, 2020
- Thursday, July 9, 2020

M/S/P to approve Thursday, July 9, 2020 Board meeting date.

M/S/P to change August Board Meeting date from Thursday, August 20 to Friday, August 21, 2020 due to the conflict of an MREA conference the board will be attending on Wednesday and Thursday August 19 and 20, 2020.

M/S/P to approve director participation at all scheduled meetings.

### Confidential Discussion/Update

Sarah updated the Board on confidential issues.

The Board and Sarah reviewed NRECA's Board Governance Article *Transparent and Accountable, Coops Work to Maintain Governance Culture as Memberships Change with the Times*.

The Board met in Executive Session.

Meeting adjourned at 10:50 a.m.

Regular Board Meeting Minutes  
April 16, 2020

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Barbara G. Welty, Secretary/Treasurer

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Harold Harms, President