

MCLEAN ELECTRIC COOPERATIVE, INC.
March 26, 2020

The March meeting of the Board of Directors of McLean Electric Cooperative, Inc., was held via telephone conference due to the COVID 19 pandemic, on the 26th day of March, 2020. The meeting was called to order by President Larry Gessele, at 9:05 o'clock a.m.

Directors present:

Clarence Behles
Larry Gessele
Karen Hanson
Darcy Klain
James Odermann
Troy Presser
Rod Stockdill

Also present were Finance Manager Wendy Kinn, Staff Engineer Lucas Schaaf, Operations Manager Keith Thelen, General Manager/CEO Martin D. Dahl, and Attorney David A. Lindell.

A motion was made and seconded to approve the Consent Agenda which consisted of the minutes of the February 24, 2020, board meeting, additional agenda items, review of director's checks, and approval of the membership and service applications/transfers. The motion carried.

The estates of Clarence Tryhus, Marian Koterud, Jackie Walcker, Madelyn Alme, Janis Hatchard, Donald Redington, Agnes Warbitsky, Sharon Berg, Donald Pickett, William Cain, Laurel Miller, Ruth Lindblom, Bertha Schoenwald, and Marie Voigt, were presented for capital credit retirement. A motion was made and seconded to retire the capital credits for the estates. The motion carried.

STAFF REPORTS:

1. Finance Department - Wendy Kinn. Items discussed and actions taken during the Finance Department report were as follows:
 - a) Provided the Financial Report for the Cooperative which included the review of the February 2020 KW and KWH sales and revenue, financial ratios, and the balance sheet and income statement in lieu of a Form 7, and a budget to actual report.

Revenue was ahead of budget by \$90,564.07, total KWH sales by 720,692, and KW sales by 2,610.

- b) Discussed RUS FFB Loan Draw. Interest rates have lowered below 2% which is favorable to the Cooperative. A motion was made and seconded for the Cooperative to draw down \$2,000,000.00 of the current \$3,000,000.00 balance available. The motion carried.
2. Engineering Department - Lucas Schaaf. Items discussed and actions taken during the Engineering Department report were as follows:
- a) Provided the current work load update.
 - b) Provided NAWS Water Treatment Plant Project update.
 - c) Provided an EV Charging Station update. The charging stations are planned to be installed in May 2020.
 - d) Provided an IT update.
 - e) Discussed proposed irrigation rates changes for 2020 with a possible need of transformer change-outs. A motion was made and seconded to move forward with the proposed new irrigation rates and how each account is charged by the Cooperative, including possible transformer change-outs for each patron. The motion carried.
3. Operations Department - Keith Thelen. Items discussed and actions taken during the Operations Report were as follows:
- a) The board acknowledged and reviewed the minutes of the Safety Committee Meeting held on February 27, 2020.
 - b) Provided a work load and work contract labor update.
 - c) Provided a Safety Report.
4. General Manager's/CEO Report - Martin D. Dahl. Items discussed and actions taken during the General Manager's/CEO Report were as follows:
- a) Provided a report of his attendance of the NRECA Annual Meeting.
 - b) Reported that all annual meetings beginning in mid March have been cancelled or postponed due to the COVID 19 pandemic.
 - c) Central Power Annual Meeting - a motion was made and seconded for the Cooperative to acknowledge the Central Power Notice of Meeting and Minutes and the Resolution for the Annual Meeting. The motion carried.

- d) Discussed the COVID 19 pandemic and what procedures the Cooperative has implemented to adjust to the pandemic and sick leave possibilities. A motion was made and seconded to give General Manager Dahl the discretion to provide additional sick leave to an employee or an employee's family member contract COVID 19 and require additional sick days due to their health condition. The motion carried.
- e) Discussed possible disconnections and the Family First Act.
- f) 75th Annual Meeting discussion and possible postponement due to the COVID 19 pandemic, a notice for the June 16th Annual Meeting with a disclaimer that the meeting could be postponed will still be sent to the patrons unless the board determines not to before the April meeting.

COMMITTEE REPORTS:

- a) Statewide - Stockdill
- b) Central Power - Presser
- c) Basin Electric - Presser

UPCOMING MEETINGS:

1. The April 2020 board meeting will be held Thursday, April 23, 2020, may be by telephone conference again due to government executive orders.

The board went into Executive Session. After the Executive Session, the board reconvened the monthly meeting. A motion was made by Odermann, seconded by Stockdill, for the Cooperative to suspend merger discussions with Montreal Williams Electric Cooperative (MWEC) and beginning manager's search.

Director Klain moved and Odermann seconded to amend the Motion to only suspend discussions with MWEC. The amendment carried. The amended motion to only suspend discussions with MWEC was voted by role call vote. Behles - yes, Gessele - yes, Hanson - yes, Klain - yes, Odermann - yes, Presser - no, Stockdill - yes. The motion carried.

A motion was made by Odermann, seconded by Stockdill for the Cooperative to begin a manager search. The motion carried. President Gessele announced that he will draft a letter regarding the actions taken after the Executive Session to the Cooperative's employees.

There being no further business, upon a motion made and seconded, the meeting was adjourned.

Secretary