

BUTLER RURAL ELECTRIC COOPERATIVE, INC.**BOARD OF TRUSTEES****March 25, 2020**

The regular meeting of the Board of Trustees of Butler Rural Electric Cooperative, Inc. was held at the Cooperative office, at 3888 Stillwell Beckett Road, Oxford, Ohio on March 25, 2020. The meeting was called to order by Tom McQuiston at 9:00 a.m.

ROLL CALL

Board members present were: Tom McQuiston, David Evans, Butch Foster, Jay Hasbrook, and Jim Meador. Due to COVID-19 recommendations, board members joining the meeting by teleconference were; Bob Hoelle, Ron Kolb, Bob Spaeth, and Mike Tilton. Others present were: Thomas Humbach, Attorney; Michael L. Sims, General Manager; Julie Abbott, Director of Administration. Others presenting were: Greg Phillips, Director of Corporate Services; Judie Persinger, Director of Accounting & Finance; Lisa Staggs Herrmann, Director of Member and Community Relations; and Adam Osborn, Manager of Safety & Compliance. The meeting was opened with the Pledge of Allegiance to the Flag and an invocation by Butch Foster.

MINUTES

An electronic copy of the minutes was submitted for review prior to the meeting. A motion was made by Jim Meador, seconded by Butch Foster, that the minutes of the regular meeting held on February 26, 2020, be approved. Motion carried.

FINANCIAL REPORT**REVIEW STATEMENTS AND CHECKS WRITTEN**

The unaudited financial statements were presented to the Board by Judie Persinger. David Evans reviewed a report of the checks written for the month of February. A motion was made by Jay Hasbrook, seconded by Butch Foster, that the past payment of bills be approved and the unaudited financial statements be accepted as presented. Motion carried.

Judie Persinger notified the Board of the payment agreement terms for wiring money to Cincinnati Bell for the fiber project. She provided an update on the interest rate for the FFB loan draw.

ENGINEERING REPORT

Mike Sims presented information for Tom Wolfenbarger on proposed changes to Rate ALF-03 that will take effect on bills mailed after July 5, 2020. A motion was made by Butch Foster, seconded by Mike Tilton, to approve the proposed rates as presented. Motion carried. Mike provided an update on fiber and reported on the completion of the New Biddinger substation upgrade, the community solar production chart for February, and metering systems. An electronic copy of the SAIDI, SAIFE, and CAIDE graphs were presented.

SAFETY & COMPLIANCE REPORT

Adam Osborn presented the Safety & Compliance report for the month of February. The Safety report included field observations, a Federated visit, and safety training and activities for the month. He provided pictures of the new hydro-vac trailer to help with locating, digging and pole replacements for operations usage.

OPERATIONS

Mike Murray reported on the activities of the internal line crews and on substation work for the month. The internal crews completed the install and terminating the conductor at the Whitewater Trails subdivision. A report was submitted on the outages for the month of February.

MEMBER SERVICES

Lisa Staggs Herrmann reported on member issues and concerns received during the month. She reported on the cancellation of the BREC Annual Meeting by Miami University and provided an update on the board election process. A unanimous agreement was reached to not reschedule the Annual Meeting this year. Trustees discussed options to announce results of the election for 2020. A motion was made by Jay Hasbrook, with a second by Mike Tilton, to announce the results on Facebook Live on April 30 at 1:00 p.m. and communicate the results to the members by different forms of media including the Ohio Cooperative Living. Motion carried. Bill credits will be drawn for the entire membership. Lisa provided an update of communications to the members regarding COVID-19 and the fiber project. 2020 Youth Tour winners scheduled for June are as follows: Lauren Bennett, Madison Croucher, Will Davidson, Ellie Garland, Seth Hopkins, Sara Johnson, Rebecca Kelhoffer, Maya Kidd, Olivia Mariner, Alayna Meade, Thomas Muench, and Ashley Waggoner. Lisa announced the following scholarship winners:

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| First & 2nd Place. | Isabella Saylor, Ross High School Simon Acura, Harrison High School |
| R. Fred Woodruff | Samantha Roy, Edgewood High School Madeline Kidd, Madison Academy |
| Touchstone Energy Achievement | Dalton Schlichter, Talawanda High School |
| Children of Members. | Megan Foster, Ross High School Lauren Butts, Edgewood High School Elizabeth Conrad, Edgewood High School Grace Deaton, Preble Shawnee Kaitlyn Robinson, Badin High School Monica Reist, Immaculate Conception High School |

\$50 Annual Meeting Winners:

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|---------------|--------------|-------------------|
| Scott Lessing | Sandra Grimm | William Eisenberg |
| Earl Fields | Wanda Harris | |

CORPORATE SERVICES

Greg Phillips reported on the Best Practices review with NISC this past month. He provided an update on network configurations with the cooperative.

VOIDED & NEW MEMBERSHIPS

A motion was made by Jim Meador, seconded by David Evans, that 42 memberships be accepted into the membership of the Cooperative for February. There were no voided memberships in February. Motion carried.

CAPITAL CREDITS

A motion was made by Mike Tilton, seconded by Butch Foster, that the past payment of capital credits for 18 estates, totaling \$52,924.11 be approved. Motion carried.

CAPITAL CREDITS SETOFFS

A total of 92 setoffs totaling \$15,362.52 were submitted for February. A motion was made by Bob Spaeth, seconded by Jim Meador, to approve the setoffs. Motion carried.

BAD DEBTS WRITE-OFF

A total of \$3,824.08 was submitted to the Board to be written-off for February. A motion was made by Bob Hoelle, seconded by Ron Kolb, to write-off bad debts. Motion carried.

MANAGER'S EXPENSE REPORT

It was moved by Bob Spaeth, seconded by Butch Foster, that the Manager's expense report for February in the amount of \$365.05 be approved. Motion carried.

LEGAL UPDATE

Tom Humbach reported that a settlement has been reached with the HVAC law suit. A law suit has been filed on the roof issues.

TRUSTEE'S REPORT**NRECA ANNUAL MEETING**

The Trustees reported on the NRECA Annual Meeting in New Orleans, LA. They reported on highlights of the meeting.

PRESIDENT'S REPORT**BUCKEYE POWER INC.**

Tom McQuiston submitted an electronic report to the Trustees prior to the meeting.

STATEWIDE REPORT

Tom McQuiston submitted an electronic report to the Trustees prior to the meeting. He reported on highlights from the meeting.

HUMAN RESOURCES REPORT

Julie Abbott reviewed positive comments from members and provided an update on the effects of COVID-19 at the cooperative. She provided information on the Cardinal Plant tour and upcoming training.

MANAGER'S REPORT

Mike Sims reported on the COVID-19 effects at the cooperative. He encouraged the Board to determine a start date for Lee Geiger with Graydon law firm. A motion was made by Butch Foster, seconded by David Evans, to instruct the attorney to engage with Lee Geiger with an effective date beginning May 1, 2020. Motion carried. Mike reviewed Policy A08 that the policy committee will reschedule the meeting to discuss the revisions Tom Humbach has drafted.

Mike Sims distributed an electronic, monthly activities report.

OTHER ITEMS OF DISCUSSION

Tom McQuiston addressed the need for the Board to appoint an interim General Manager. After much discussion, Jay Hasbrook made a motion, with a second by Butch Foster, to appoint Tom Wolfenbarger and Julie Abbott as co-interim managers following Mike Sims retirement until a new General Manager is selected. Motion carried.

CORRESPONDENCE

Items of correspondence were received and reviewed by the Trustees.

EXECUTIVE SESSION**ADJOURNMENT**

There being no further items of business to discuss, Jay Hasbrook motioned to adjourn the meeting. It was seconded by David Evans. Motion carried.

Respectfully submitted,



David Evans
Secretary/Treasurer