

BUTLER RURAL ELECTRIC COOPERATIVE, INC.
BOARD OF TRUSTEES
May 27, 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 May 27, 2020. The meeting was called to order by Tom McQuiston at 9:00 a.m. Tom opened the meeting with an introduction of Lee Geiger to the Board of Trustees.

ROLL CALL

Board members present were: Thomas McQuiston, David Evans, Butch Foster, Jay Hasbrook, Ron Kolb, Jim Meador, Mike Tilton and Bob Spaeth. Bob Hoelle was present by teleconference due to COVID-19. Others present were Thomas Humbach, Attorney; Lee Geiger, Attorney; Tom Wolfenbarger, Director of Engineering and Planning; and Julie Abbott, Director of Administration. The meeting was opened with the Pledge of Allegiance to the Flag and an invocation by Ron Kolb.

MINUTES

An electronic copy of the minutes from the April 29, 2020 regular board meeting were provided. A motion was made by Ron Kolb, seconded by Butch Foster, to approve the both of the minutes as presented. Motion carried.

SINE DIE

It was moved by Jim Meador, seconded by Mike Tilton, to adjourn, Sine Die and turn the meeting over to Tom Humbach to conduct the reorganization of the Board. Motion carried.

REORGANIZATION OF THE BOARD OF TRUSTEES

Thomas Humbach, Attorney, opened the organization meeting of the Board, acting as Chairman. The meeting was called to order for the purpose of electing officers at 9:08 a.m. on May 27, 2020. The nominations and elections were held by secret ballot and text ballot to Tom Humbach for those teleconferencing. The election resulted in the appointments of the following board members as officers:

PRESIDENT:	Tom McQuiston
VICE PRESIDENT:	Bob Hoelle
SECRETARY/TREASURER:	David Evans

The meeting was then turned over to President McQuiston by Tom Humbach at 9:15 a.m.

ROLL CALL

The following Administrative Staff members and Manager of Safety & Compliance presented during the meeting: Greg Phillips, Director of Corporate Planning; Judie Persinger, Director of Accounting & Finance; Lisa Staggs Herrmann, Director of Member and Community Relations; Michael Murray, Director of Operations; and Adam Osborn, Manager of Safety & Compliance.

FINANCIAL REPORTS

REVIEW STATEMENTS AND CHECKS

The financial statements were presented to the Board by Judie Persinger. David Evans reviewed the checks written for the month of April. A motion was made by Butch Foster, seconded by Mike Tilton, to approve the past payment of bills and accept the unaudited financial statements as presented. Motion carried.

RUS FORM 219

Judie Persinger presented RUS Form 219 and Special Equipment Summaries. It was moved by Mike Tilton, seconded by Jim Meador to approve the RUS Form 219 and Special Equipment Summaries as submitted by Judie Persinger. Motion carried. (See attached copy)

ENGINEERING REPORT

Tom Wolfenbarger reported on an agreement with Buckeye Power for the additional community solar panels in Lima Ohio. A slight modification to the Rate CS-36 is required. A motion was made by Mike Tilton, seconded by Butch Foster, to approve the minor modifications to Rate CS-36 as presented. Motion carried.

Tom provided a review of the Buckeye Power power delivery reliability committee meeting regarding frequency of outages and delivery points. He updated the Trustees with the latest information on the fiber process. Tom reported on a transformer failure at the Tolbert substation and provided a course of action for its replacement. He provided an update on a windmill inquiry, net metering, and the roof.

Tom reviewed the monthly SAIDI, SAIFI, and CAIDI reliability reports.

SAFETY & COMPLIANCE REPORT

Adam presented the April Safety & Compliance activities which included eight field visits, investigations, and follow-up with members. He reported on training for the month of April which included a virtual presentation of safety information to all employees for the semi-annual employee meeting.

OPERATIONS REPORT

Mike Murray reported on work of the internal operation crews for the month which included the repairing and replacement of equipment, replacement and setting of poles, substation work, and member work. He provided an update on the installation of logos on cooperative vehicles and the electric vehicle charging station in the cooperative parking lot. Mike provided a physical facilities report on the new septic mound proposed. He reviewed the outages for the month of April.

MEMBER SERVICES REPORT

Lisa Herrmann reviewed member issues and concerns occurring during the month. She provided an update from the Buckeye Power load management committee on the PJM load forecast for the summer of 2020. Lisa provided an update for summer events. She reviewed the voting results and comments from the board election and announced the proposed date and timeline for the 2021 Annual Meeting. Election Timeline. It was moved by Bob Spaeth, seconded by Ron Kolb to approve the Nominating Committee Election Timeline as presented. Motion carried. (Timeline is attached) Lisa provided a list of Community Connection COVID-19 grants, and the American Customer Satisfaction Index

(ACSI) score of 89 for 2020 for Butler REC. She announced the cancellation of the Youth Tour and proposed some possible options for the 2021 Youth Tour.

\$50 Bill Credit Winners for May

Diane Keene

Mary Johnson

Daryl Lewis

Shirley J. Carver

Erynn Rice

CORPORATE SERVICES REPORT

Greg Phillips reported on cyber security red flag events. He announced the partnership with Ohio's Electric Cooperatives to improve cybersecurity capabilities for electric cooperatives. The program is RC3: Rural Cooperative Cybersecurity Capabilities. Greg reported on the usage and issues of teleconferencing, virtual, and remote meetings at the cooperative.

VOIDED AND NEW MEMBERSHIPS

A motion was made by Ron Kolb, seconded by Butch Foster that 67 members be accepted into the membership of the Cooperative for April. There was one voided membership for the month. Motion carried.

CAPITAL CREDITS

A motion was made by Mike Tilton, seconded by Bob Spaeth that the past payment of capital credits for 13 estates, totaling \$51,415.31 be approved. Motion carried.

CAPITAL CREDITS SETOFFS

A motion was made by Ron Kolb, seconded by Jay Hasbrook, to approve nine capital credits setoffs totaling \$203.97. Motion carried.

BAD DEBTS WRITE-OFF

A total of \$2,305.00 was submitted to the Board to be written-off for April. A motion was made by Mike Tilton, seconded by Bob Hoelle, to write-off bad debts. Motion carried.

LEGAL REPORT

Tom Humbach reported on a file of a joint use claim with the Frontier bankruptcy. He reported the cooperative has received payments from the HVAC settlement. Tom announced a new cooperative lawyer association listserv in Ohio and nationally that allows cooperative lawyers to gain useful information. He will have Lee Geiger added to this listserv.

Tom had all members of the Board sign "Conflict of Interest" form and collected the forms.

TRUSTEE'S REPORTS

STATEWIDE REPORT

Tom McQuiston submitted an electronic report on the Ohio Rural Electric Cooperatives, Inc. teleconference monthly meeting prior to the board meeting.

BUCKEYE POWER INC.

Tom Wolfenbarger attended by teleconference the Buckeye Power, Inc. Board of Trustees meeting. An electronic report was submitted prior to meeting.

PRESIDENT'S REPORT

VOTING DELEGATES

Tom McQuiston reviewed voting delegates and alternates for the 2020 NRECA, CFC, NRTC, Federated, and NCSC meetings. Jay Hasbrook was appointed to replace David Evans as the voting alternate for NRTC. No other changes were made for the year.

BOARD COMMITTEE ASSIGNMENTS

Tom McQuiston asked if there are changes to be made on the board committees. Bob Spaeth is replacing Ron Kolb as chairman on the Nomination and Election committee and Ron Kolb is replacing Bob Spaeth on the Annual Meeting committee. No other changes were made.

HUMAN RESOURCES REPORT

Julie Abbott updated the Board on training and meetings held and cancelled because of COVID-19. She also announced 2020 Employee and Board of Trustees Service Awards.

The following Trustees were recognized for reaching milestone service awards and for all their contributions to the cooperative over the years: David Evans and Jim Meador, 15 years; Bob Hoelle, 20 years; Ron Kolb, 30 years; Tom McQuiston, 40 years.

INTERIM MANAGERS' REPORT

Julie Abbott provided an update on the COVID-19 effects on the cooperative as well as the Paycheck Protection Program. Tom Wolfenbarger reported on a strawman plan as to when normal collections will resume at the cooperative as well as plans to reopen the lobby. He also provided information on the House Bill 13, statewide solar campaign, and the need to find a new pole vendor.

OTHER COOPERATIVE BUSINESS

NRECA is offering Credentialed Cooperative Director (CCD) courses online. Jay Hasbrook needs some of these courses. Mike Tilton motioned, with a second from David Evans, to authorize Jay to attend the online courses as needed. Motion carried.

EXECUTIVE SESSION

Tom Wolfenbarger was excused. Mike Tilton motioned, with a second from Butch Foster, to enter-into an executive session at 12:45 p.m. Motion carried. Leigh Taylor joined the meeting by teleconference to discuss the General Manager search.

CORRESPONDENCE

Tom McQuiston shared a note card received with the Board.

ADJOURNMENT

There being no further items of business to discuss, the meeting was declared adjourned by Tom McQuiston at 1:45 p.m.

Respectfully submitted,

David Evans

David Evans
Secretary/Treasurer