

M.J.M. ELECTRIC COOPERATIVE, INC.
REGULAR MEETING OF THE BOARD OF DIRECTORS

January 23, 2020

The regular meeting of the Board of Directors of M.J.M. Electric Cooperative, Inc., hereinafter referred to as the "Cooperative", was held at the Cooperative's offices located at 264 North East Street, in the City of Carlinville, Illinois at 8:00 a.m., on Thursday, January 23, 2020.

Call to Order

The meeting was called to order at 8:00 a.m. by Robert Lehmann, Chairman, who chaired the meeting and William Heyen served as Secretary.

Roll Call

Upon roll call, Director Lehmann reported the following Board Directors to be present: Paul Bartlett, William Heyen, W. Kay Schultz, Louis Johnson, Robert Lehmann, Dennis Stewart, James Niemann, Marcie Tonsor and Robert Moore. Also present at the meeting were Lee J. Plummer, Attorney, Laura Cutler, President/CEO, Jen Peterson, Executive Administrator, and Director of Finance and Accounting, Daniel Drumeller.

Agenda

Upon motion properly made, seconded and carried unanimously, the January agenda was approved as presented.

Prior Meeting Minutes

Upon a motion properly made, seconded and carried unanimously, the December 20, 2019 Regular Board Meeting Minutes were approved as presented.

Treasurer's Report

A list of checks issued during December was reviewed. Cash disbursements for December were discussed as well as the cash position and requirements. The December purchased power breakdown was also reviewed. In addition, the January 1, 2020 receipts and disbursements, up to a point of time in January were reviewed. Upon a motion properly made, second and carried unanimously, the Treasurer's report was approved.

CFC

CEO Cutler reported on current interest rates.

Operating Report

CEO Cutler presented her report which included the Financial and Statistical Reports.

An opportunity was given to discuss MJM business activities which are reported to the Board at various times during the month. Information pertaining to outages, work orders, new services and equipment changeouts were also provided for review.

Director of Finance and Accounting, Daniel Drumeller reported that a recent financial audit was completed, and results will be provided in the coming weeks.

Drumeller left the meeting and Joe Heyen, Director of Engineering and Operations, and Brooke Gross, Communications and Member Services Coordinator, joined the meeting.

Coordinator Gross reported that the 2020 Annual Meeting booklet will be mailed to Members on February 14th.

Director of Engineering and Operations, Joe Heyen, gave an update on numerous projects being worked on by his department. Heyen reported that the new Warehouse Person, Toby Talkington, was doing very well at completing his tasks and learning about inventory and ordering procedures.

There were then discussions regarding the construction progress of the new building. At the December 20, 2019 regular Board meeting, the Board requested that Attorney Plummer review the building construction lien waivers. Plummer confirmed that his review of the construction lien waivers is complete to date.

CEO Cutler discussed several policies with the Board. By a motion properly made, seconded and carried unanimously, the following actions were approved:

The following policies did not require changes and are attached hereto:

Section II, Policy 20 – EMPLOYMENT OF RELATIVES

Section II, Policy 27 – HARRASSMENT

Section III, Policy 4 – MEMBERS' BILLING DATES

Section III, Policy 6 – MEMBERSHIPS

Section III, Policy 14 – AVIAN PROTECTION

Section III, Policy 18 – CHARGES FOR MOVING BUILDINGS UNDER COOPERATIVE LINES

Section III, Policy 25 – TERMINATION OF ELECTRIC SERVICE DURING HOT AND COLD WEATHER

The following policies were revised and are attached hereto:

Section II, Policy 25 – VIOLENCE-WORKPLACE

Section II, Policy 26 – CELLULAR DEVICES (Formerly "Cell Phones")

Section II, Policy 29 – PROFESSIONAL APPEARANCE

Section III, Policy 5 – PREPAID ELECTRIC SERVICE

Section III, Policy 23 – ADDITIONAL SECURITY DEPOSIT

Section III, Policy 24 – DEFERRED PAYMENTS

Section III, Policy 34 – INTERCONNECTION AND PARALLEL OPERATION OF DISTRIBUTED GENERATION

Section III, Policy 35 – NET METERING

Section III, Policy 36 – MEMBER-OWNED GENERATION BILLING

The following policies were tabled for future discussion:

Section II, Policy 32 – EMPLOYEE TRAINING AND DEVELOPMENT
Section III, Policy 6a – JOINT MEMBERSHIP

Joe Heyen left the meeting.

By a motion properly made, seconded and passed unanimously, the Board selected February 25, 2020 to be the Membership Record Date in accordance with MJM's By-laws. Due to the anticipated absence of Secretary William Heyen at the March 7, 2020 MJM Annual Meeting of Members, a separate motion was made to appoint Director Paul Bartlett as acting Secretary for the day. The motion was seconded and carried unanimously.

CEO Cutler and Coordinator Gross presented the finalized logo design for consideration. A motion was made, seconded and carried unanimously to approve the proposed design as the new logo for MJM. The logo will be revealed to MJM Members at the 2020 MJM Annual Meeting of Members. A copy of the logo so approved is attached hereto and made a part hereof.

Brooke Gross left the meeting.

A motion was made to delegate Joe Heyen as the NRECA voting delegate and Attorney Plummer as the alternate. The motion was seconded and carried unanimously.

A motion was made to delegate Attorney Plummer as the CFC voting delegate and Joe Heyen as the alternate. The motion was seconded and carried unanimously.

CEO Cutler discussed the First Amendment to the WVPA Power Supply contract. After some time had passed, a motion was made, seconded and carried unanimously to accept the First Amendment to the WVPA Power Supply contract. The amendment will be kept in Cooperative records.

Chris Franzen, IT Administrator, joined the meeting and reviewed MJM network statistics and other related details. Afterwards, he left the meeting.

At this time, a Director made a motion to approve the Operating Report which was seconded and approved unanimously.

Job Training and Safety

On January 9, 2020 a safety meeting with line crews was held in which Avian Protection and Hazard Communications were reviewed. The next safety meeting will be February 12th.

AIEC

Director Bartlett reported on the monthly Board meeting.

Director Lehmann reported a WVPA Board meeting was not held in January.

By a motion properly made, seconded and carried unanimously, Director Lehmann was named the WVPA Director Representative, Director Bartlett as the Alternate Director Representative and CEO Cutler as the System's Representative. Additionally, the motion included appointing Director Bartlett as WVPA's Director Proxy.

NRECA

Several Directors reported on a class they recently attended referred to as NRECA 2620 – Board Operations and Process. Director Tonsor requested to attend NRECA 2630 – Strategic Planning in February.

Old Business

Nothing for discussion.

New Business

Director Heyen mentioned that the Macoupin County Fair Board approached him regarding an interest in applying for a REDLG loan. The Board was favorable of learning more about the request.

Next Month's Board Meeting

The next Board meeting is scheduled for 8 a.m. Thursday, February 27, 2020.

Executive Session

A motion was made, seconded and passed unanimously, for the meeting to go into Executive Session. After the discussions concluded, there was a motion and second, which passed, to come out of Executive Session.

Adjournment

After further discussions took place, a motion was properly made, seconded, and carried unanimously, and the meeting was adjourned. Upon a voice vote, that motion passed.