

ALGER DELTA COOPERATIVE ELECTRIC ASSOCIATION

Minutes of the Regular Meeting of the Board of Directors

November 15, 2017

A regular meeting of the Board of Directors of Alger Delta Cooperative Electric Association was held on November 15, 2017 at the Cooperative Headquarters – 426 N 9th St. – Gladstone, MI 49837.

President Dave Anthony (D-5) presided and called the meeting to order at 1:00 p.m. EST.

Directors Present: D-1 Darryl Small, D-2 Karen Alholm, D-3 Mike Lawless, D-4 Dave Prestin, D-5 Dave Anthony, D-6 Paul Sederquist, D-7 Kirk Bruno, D-8 Ray Young, D-9 Doug Bovin.

Directors Absent: None

Staff and others present: CEO Tom Harrell, CFO Amanda Seger, Engineering Technician Jeff Diebolt, Administrative Assistant Shannon Taylor

There were no comments by members.

Motion to approve the agenda by Director Sederquist, support by Director Lawless. Motion carried.

Motion to approve the Minutes of the September 20, 2017 Regular Board Meeting by Director Alholm, support by Director Lawless. Motion carried.

Motion to approve the Membership Applications, Check Register, and CEO Expenses by Director Bovin, support by Director Alholm. Motion carried.

Motion to approve Director Expenses by Director Young, support by Director Prestin. Motion carried.

Staff Reports: Harrell presented the Operations Report. Diebolt, Seger and Harrell reviewed their written reports. Discussion followed each report.

During her report Seger discussed the cushion of credit account.

Motion by Director Prestin, support by Director Lawless to preauthorize staff to deposit the funds remaining in the AN8 loan into the cushion of credit account. Discussion followed. Director Bovin recommended amending the motion to include “based on the recommendation of the CEO and the CFO.” After additional discussion, the motion is amended to: **Authorize Amanda to pursue at her level the cushion of credit available to the co-op and advise the board of rates and amounts and how it impacts operations.** More discussion followed. The motion is amended to state: **Pre-approve staff to draw down the remaining \$3.4 million dollars in the AN8 loan for deposit into the cushion of credit account. Motion carried.**

Old Business: None.

New Business:

- Pat Wheeler presented the Load Forecast developed as part of our 2018-2022 Construction Work Plan. **Motion by Director Lawless, support by Director Prestin to adopt A Resolution to Accept the 2017-2027 Load Forecast. Motion carried.**
- District Meetings: Harrell discussed district meetings and made the board aware that absent board action, there will not be any district meetings in 2018. No action was taken.
- Harrell discussed the proposal submitted by Survey and Ballot Systems (SBS) to conduct the 2018 district elections. **Motion to approve contracting with SBS for conducting District Elections as described in their 2018 Election Contract Amendment made by Director Alholm, support by Director Bovin. Motion carried.**
- Discussion regarding a feasibility study for installing fiber on the Alger Delta system. Harrell reported that a feasibility study will cost \$20,000 to \$50,000 depending on who does the study. Various board members suggested looking for grants to conduct the feasibility study. No action taken.

Meetings/Conferences/Trainings: Finance and Rates Committee met on November 6.

Executive Session: The Board went into Executive Session at 3:11 p.m. to discuss management employee's compensation recommendations and CEO compensation.

The Board came out of Executive Session at 4:08 p.m.


Motion by Director Lawless, support by Director Prestin to approve the CEO's recommendations from management employee's compensation. Motion carried.

Motion by Director Prestin, support by Director Bruno to amend Article III, Section 9 of the bylaws as recommended by the Finance and Rates Committee. Motion carried.

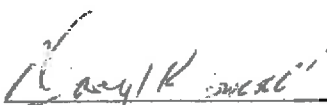
Motion by Director Prestin, support by Director Alholm to adjust CEO compensation by 4%. Motion carried.

Motion to adjourn by Director Sederquist, support by Director Alholm. Motion carried.

Meeting adjourned at 4:10 p.m.



Dave Anthony – President



Darryl Small – Secretary/Treasurer