

ALGER DELTA COOPERATIVE ELECTRIC ASSOCIATION
Minutes of the Regular Meeting of the Board of Directors

August 19, 2020

A regular meeting of the Board of Directors of Alger Delta Cooperative Electric Association was held on August 19, 2020.

Call to Order and Roll Call:

The meeting was called to order by President Lawless at 1:00 p.m. EST.

Directors present: District 1-Darryl Small, District 2-Karen Alholm, District 3-Mike Lawless, District 4-Vacant, District 5 Ivy Netzel, District 6- Paul Sederquist, District 7-Kirk Bruno, District 8- Ray Young, District 9- Doug Bovin.

Directors absent: None

Also present were (CFO) Amanda Seger, (Operations) Troy Tiernan, (Technical Services) Shannon Priebe, (Interim Manager) Dave Prestin .

Approve the Agenda:

Moved by Director Bruno to add Discussion of District 4 replacement to agenda, second by Director Netzel. Motion carried.

Motion to approve the agenda with addition by Director Alholm, support by Director Young. Motion carried.

Approve the Minutes:

Motion to approve the Minutes of the July 15 regular meeting, July 22 & 28 special meetings by Director Young, support by Director Alholm. Moved by Director Netzel to accept proposed amendments to July 28, 2020 minutes., support by Director Bruno. Motion carried. Vote resumed on previous motion. Motion carried.

Approve the Administrative Items:

Motion to approve the administrative items (membership applications, director's expenses, check register, credit card expenses, and estate retirements) as submitted in the board packet was made by Director Alholm, with support by Director Netzel. Motion carried.

Old Business:

- Aquila Resources
 - *Moved by Director Bruno to communicate to our legal advisors a proposal of a good faith estimate for Aquila Resources, support by Director Young. Motion carried.*

New Business:

- Executive Committee Vacancy
 - ***Nomination of Director Alholm as Vice President was made by Director Young, support by Director Netzel. Director Alholm declared Vice President***

- Annual Meeting-Seger
 - 2021 Annual Meeting is planned for June 16, 2021.

- Executive Session
 - ***Moved by Director Alholm to move to executive session, support by Director Netzel. Motion carried.***
 - Board entered executive session at 2:06 pm.
 - ***Moved by Director Bovin to exit executive session, support by Director Alholm. Motion carried.***
 - Board left executive session at 2:36 pm.

- Leadership Compensation, Expectations, and Term
 - ***Moved by Director Alholm to modify interim contract with Dave Prestin retroactive to the date it was signed to change the position title from Interim Manger to Liaison Consultant and anywhere else it is mentioned in the contract, second by Director Netzel. Motion carried.***
 - ***Moved by Director Bruno to pay incentive pay for the two co-mangers as agreed for June and July, support by Director Netzel. Motion carried.***
 - ***Moved by Director Bruno to appoint Amanda Seger as Interim General Manager with recommended stipend included, effective immediately with stipend retroactive to August 1, 2020, support by Director Netzel. Motion carried.***
 - ***Moved by Director Alholm to enter into a contract with NRECA to search for new General Manager, support by Director Bruno.***
 - ***Small-Nay, Alholm-Aye, Lawless-Aye, Netzel-Aye, Sederquist-Nay, Bruno-Aye, Young-Nay, Bovin-Aye. Motion carried.***

Staff Reports:

CFO Report-

- Current financials were reported to the board, including TIER, OTIER, and equity ratio, and audit update.
- Executive order 160 & 161 became effective July 30, 2020 replacing the current orders under for a safe start to Michigan economy. Few changes affected Alger Delta.
- WPPI Covid relief funds will allow Alger Delta to participate in the 4H Livestock auction later this month.

Operations Manager Report-Tiernan

- Work Plan Project
 - Chocolay Substation going well.
- Maintenance Items
 - AD Crews continue to work on upgrades and install DCU's.
- Vegetation Crews
 - Crews continue to clear ROW in the Watson/Cornell, Gourley, Big Bay and Hiawatha area.
- Warehouse/Facilities
 - Jason continues to organize the warehouse/yard.
- Safety/Training
 - MECA is back to monthly safety meetings
 - to do the annual assessment.
- Equipment
 - We will need to replace plow truck prior to winter.

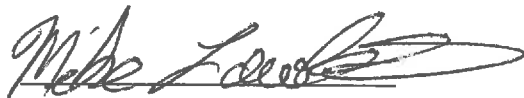
Committee Reports

- Finance and Rates met today
- Policy has not been meeting due to Covid-19. Will meet at 10 am before the next regular meeting on September 16, 2020.

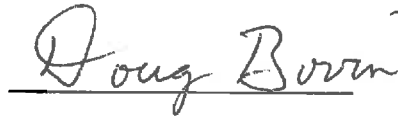
Adjourn:

Motion to adjourn by Director Small, support by Director Netzel. Motion carried.

The meeting adjourned at 3:44 p.m.



Mike Lawless - President



Doug Bovin-Secretary/Treasurer