

CLINTON COUNTY ELECTRIC COOPERATIVE, INC.

Minutes of the Meeting of the Board of Trustees held Tuesday, March 22, 2022

The regular meeting of the Board of Trustees of the Clinton County Electric Cooperative, Inc. was held at the Cooperative Office in Breese, Illinois on Tuesday, March 22, 2022, beginning at 7:00 p.m.

CALL TO ORDER

The meeting was called to order by Kevin Kampwerth, Chairman of the Board of Trustees of the Cooperative, at 7:00 p.m. and began with the recitation of the Pledge of Allegiance.

ROLL CALL

At the time Secretary-Treasurer Kevin Wiegmann called the roll, the following trustees were present:

Kevin Kampwerth
Steve Kalmer
Kevin Wiegmann
John Becker
Cary Dickinson
Robert Gerstenecker
Tim Hanke
Rodney Timmermann
Joe Voss

said trustees being all the trustees of the cooperative. Also in attendance was Manager of Administrative Services Ralph Kuhl and Cooperative President/COO Bob Kroeger.

APPROVE CONSENT AGENDA

Upon motion by Trustee Kalmer, seconded and a vote taken thereon, the Consent Agenda, with the following items was approved:

1. Minutes of the February 22, 2022, Clinton County Electric Regular Board Meeting with change regarding the 2022 Annual Meeting;
2. Delinquent accounts write-off: electric (a/c 904) -(3) 1,025.81;
3. Memberships to be terminated;
4. Capital Credit Estates – (8) \$5,957.05;
5. President's Report, including the prior month's correspondence, issues and complaints, and the SIPC power bill for last month's usage. Also included under the President's Report: President Kroeger reminded the board of the President's upcoming over night travel request, which has been previously approved including: none at this time.
6. Important dates to remember:
 - ~~AIEC Lobby Day – March 23, 2022, in Springfield, IL; canceled~~
 - NRECA BLC 935 Class – Tuesday, March 29, 2022 – Virtual Format Only
 - SIPC Annual Meeting – March 31, 2022
 - CCEC Advisory Committee Annual Meeting – April 20, 2022
 - NRECA Legislative Conference – May 1-3
 - CFC Forum – June 20-22, 2022, in Boston, MA
7. Member Correspondence
 - Returned Surveys
 - Thank you from Cary Dickinson Family

TRUSTEE, LEGAL COUNSEL & PRESIDENT/COO EXPENSES

Upon motion by Trustee Dickinson, seconded and a vote taken thereon, the trustee, legal counsel, and President/COO expenses, with corrections to hotel expenditures for the NRECA Annual Meeting for some CCEC Trustees, were approved.

CHECKS, WIRE TRANSFERS, ACH

The board then reviewed the checks/wire transfer/ACH list for the month of February 2022.

FINANCIAL REPORT

At this time, the board reviewed the financial report for the month ending February 28, 2022.

MONTHLY OPERATIONAL AND STATISTICAL REPORT

President Kroeger then reported on the monthly Operational and Statistical Report.

ACCIDENT & SAFETY REPORT & OUTAGE REPORTS

The Accident & Safety Report, as well as the Individual and Line Outage Reports, were received by the Board of Trustees at this time. Upon motion by Trustee Dickinson, seconded and a vote taken thereon, both the written and oral Accident/Safety Report and the Individual and Line Outage Reports for the month of February 2022, presented by Cooperative President Bob Kroeger, were approved. The written reports are made a part of these minutes.

NEW MEMBERSHIPS

The board received the new memberships list at this time (itemized in the March 2022 Board Minutes addendum and made a part of these minutes).

REVIEW AND DISCUSSION OF 2021 AUDIT

Upon motion by Trustee Hanke, seconded and a vote taken thereon, the 2021 audit was approved.

2022 ACES MEMBERS CONFERENCE

Upon motion by Trustee Becker, seconded and a vote taken thereon, Trustees Dickinson, Kalmer, Kampwerth, Timmermann, Voss, and Wiegmann were approved to attend the 2022 ACES Members Conference to be held in Indianapolis, IN on June 2-3, 2022. The expenses of any CCEC board member serving on the board at SIPC will be reimbursed by SIPC.

CRC VOTING REPRESENTATIVE

Upon motion by Trustee Hanke, seconded and a vote taken thereon, Trustee Kampwerth was appointed as the CRC Voting Representative and Trustee Wiegmann was appointed as Alternate Voting Representative for the upcoming 2022 CRC Annual Meeting to be held Sunday, June 19, 2022, in Boston, MA in conjunction with the 2022 CFC Forum. Voting will take place prior to June 9th via email, fax, or mail.

NRECA CLASS BLC 971.1 "CO-OP GOVERNANCE CHALLENGES OF THE EVOLVING DISTRIBUTION CO-OP"

Upon motion by Trustee Hanke, seconded and a vote taken thereon, the board approved all CCEC Trustees to attend the NRECA Class BLC 971.1 "Co-op Governance Challenges of the Evolving Distribution Co-op" to be held at the Crowne Plaza Hotel in Springfield, IL on July 27, 2022.

AIEC ANNUAL MEETING

Upon motion by Trustee Dickinson, seconded and a vote taken thereon, the board approved all CCEC Trustees to attend AIEC's Annual Meeting to be held at the Crowne Plaza Hotel in Springfield, IL on July 28-29, 2022.

VOTING DELEGATES FOR THE AIEC ANNUAL MEETING

Upon motion by Trustee Hanke, seconded and a vote taken thereon, Trustee Kampwerth was approved as the Voting Delegate and Trustee Gerstenecker as the Alternate Voting Delegate for the AIEC's Annual Meeting, to be held on July 28-29, 2022.

DIRECTOR & ALTERNATE DIRECTOR FOR AIEC BOARD

Upon motion by Trustee Dickinson, seconded and a vote taken thereon, Trustee Kampwerth was elected as Director and Trustee Gerstenecker as Alternate Director for two-year terms on the Board of Directors of the Association of Illinois Electric Cooperatives.

2022 CCEC ANNUAL MEETING UPDATE

President Kroeger updated the board concerning the CCEC Annual Meeting to be held on August 18, 2022.

CCEC LEGAL COUNSEL

At this time, President Kroeger reviewed a list of potential candidates to be considered for CCEC's Legal Counsel. The board asked President Kroger to provide some additional information on each candidate and bring a recommendation to the board at the May meeting.

NRECA CLASS CCD 2640 "FINANCIAL DECISION MAKING"

Then, there was a discussion of the NRECA Class CCD 2640 "Financial Decision Making" attended by Trustees Gerstenecker, Timmermann, and Wiegmann.

2022 NRECA ANNUAL MEETING

Next, there was a discussion of the 2022 NRECA Annual Meeting attended by the CCEC Trustees.

APRIL BOARD MEETING

Due to a schedule conflict for Trustee Wiegmann, it was decided to move the April board meeting to Tuesday, April 19, 2022.

2-YEAR AUDIT AGREEMENT

Upon motion by Trustee Hanke, seconded and vote taken thereon, the board approved a 2-year Audit Agreement with Kelso Lynch Certified Public Accountants.

AIEC DIRECTOR'S REPORT

Trustee Kampwerth reported on recent happenings at the AIEC.

SIPC DIRECTOR'S REPORT

Trustees Hanke, Kalmer, and Dickinson in addition to President Kroeger, reported on recent activities at Southern Illinois Power Cooperative.

SOUTHERN SERVICES, LLC

No meeting this month.

SISTER COOPERATIVE'S LLC

Next, the board received reports on sister cooperatives.

OTHER BUSINESS

In Other Business:

- Status of selected accounts
- The next Policy Committee Meeting will be held on Monday, April 4th, 2022, at 6:30 p.m.

EXECUTIVE SESSION WITHOUT PRESIDENT/COO

Upon motion by Trustee Voss, seconded and a vote taken thereon, the board went into executive session without President Kroeger at 9:20 p.m. Upon motion by Trustee Hanke, seconded and a vote taken thereon, the board came out of executive session at 9:46 p.m.

EXECUTIVE SESSION WITH PRESIDENT/COO


Upon motion by Trustee Hanke, seconded and a vote taken thereon, the board went into executive session with President Kroeger at 9:50 p.m. Upon motion by Trustee Hanke, seconded and a vote taken thereon, the board came out of executive session at 9:53 p.m.

FORM 990

Forms to record Form 990 hours were then circulated.

ADJOURNMENT

There being no further business to come before this board, upon motion by Trustee Hanke, seconded and a vote taken thereon, Chairman Kampwerth adjourned the meeting at 10:00 p.m. The next regular meeting of the Board of Trustees of Clinton County Electric Cooperative, Inc. will be held on Tuesday, April 19, 2022, beginning at 7:00 p.m.


Kevin Wiegmann, Secretary

APPROVED:


Kevin Kampwerth, Chairman