

CLINTON COUNTY ELECTRIC COOPERATIVE, INC.

Minutes of the Meeting of the Board of Trustees held Tuesday, April 19, 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, April 19, 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 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.

GENERAL COUNSEL CANDIDATE

Cooperative General Counsel candidate Jeff Mollet with Silver Lake Group arrived at 7:00 p.m. for his interview and the board was back to the normal agenda at 7:30 p.m.

APPROVE CONSENT AGENDA

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

1. Minutes of the March 22, 2022, Clinton County Electric Regular Board Meeting as posted;
2. Minutes of the April 7, 2022, Policy Committee Meeting as posted;
3. Delinquent accounts write-off: electric (a/c 904) (0) \$0.00;
4. Memberships to be terminated;
5. Capital Credit Estates – (6) \$3,030.16;
6. 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 overnight travel request, which has been previously approved including: None.
7. Important dates to remember:
 - CCEC Advisory Committee Annual Meeting – April 20, 2022
 - NRECA Legislative Conference – May 1-3, 2022, in Washington, D.C.
 - ACES Members Conference, June 2-3, 2022, in Indianapolis, IN
 - CFC Summer Summit, June 20-22, 2022, in Boston, MA
 - NRECA BLC 971 Class, July 27, 2022, in Springfield, IL
 - AIEC Annual Meeting, July 28-29, 2022, in Springfield, IL
 - CCEC Annual Meeting, August 18, 2022
8. Member Correspondence
 - Returned Surveys
 - Thank you from Germantown 3rd Grade
 - Thank you from Brenda Knolhoff

CORRECTED MINUTES OF THE JULY 27, 2021, REGULAR BOARD MEETING

Upon motion by Trustee Dickinson, seconded and a vote taken thereon, the corrected minutes of the July 27, 2021, regular board meeting were approved.

CORRECTED MINUTES OF THE AUGUST 24, 2021, REGULAR BOARD MEETING

Upon motion by Trustee Kalmer, seconded and a vote taken thereon, the corrected minutes of the August 24, 2021, regular board meeting were approved.

CORRECTED MINUTES OF THE FEBRUARY 22, 2022, REGULAR BOARD MEETING

Upon motion by Trustee Kalmer, seconded and a vote taken thereon, the corrected minutes of the February 22, 2022, regular board meeting were approved.

TRUSTEE, LEGAL COUNSEL & PRESIDENT/COO EXPENSES

Upon motion by Trustee Hanke, seconded and a vote taken thereon, the Trustee, Legal Counsel and President/COO's expenses were approved.

CHECKS, WIRE TRANSFERS, ACH

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

FINANCIAL REPORT

At this time, the board reviewed the financial report for the month ending March 31, 2022.

GENERAL COUNSEL CANDIDATE

Cooperative General Counsel candidate John Long with Bruckert, Behme & Long, P.C. arrived at 7:40 p.m. for his interview and the board was back to the normal agenda at 8:00 p.m.

GENERAL COUNSEL LUEBBERS REPLACEMENT

At this time, the board had a discussion about the two candidates interviewed. Upon motion by Trustee Hanke, seconded and a vote taken thereon, Jeff Mollet with Silver Lake Group was appointed Cooperative Counsel by a unanimous vote.

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 months of March 2022, presented by Cooperative President Bob Kroeger, were approved. The written reports are made a part of these minutes. At this time, the board also received a report listing the year-to-date outages by cause.

NEW MEMBERSHIPS

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

STRATEGIC PLAN REPORT

At this time, President Kroeger gave an update on the Strategic Plan.

2022 CCEC ANNUAL MEETING UPDATE

President Kroeger updated the board concerning the CCEC Annual Meeting to be held on August 18, 2022. With assistance from AIEC, the meeting will be made available virtually to the cooperative membership. However, CCEC membership will need to attend in-person to receive the \$20 bill credit and be eligible for the attendance prizes given away at the end of the meeting.

POLICY 3 “GENERAL RETIREMENT OF CAPITAL CREDITS AND PAYMENTS OF CAPITAL CREDITS TO ESTATES”

After some discussion, the board requested additional changes be made to Policy 3 “General Retirement of Capital Credits and Payments of Capital Credits to Estates”. The revised policy will be presented to the board for approval at the May board meeting.

POLICY 208 “PER DIEM & EXPENSES FOR TRUSTEES”

Upon motion by Trustee Kalmer, seconded and a vote taken thereon, the revisions to Policy 208 “Per Diem & Expenses for Trustees” was approved.

POLICY 306 “EXPENSES AND/OR PER DIEM ADVANCES”

Upon motion by Trustee Dickinson, seconded and a vote taken there on, Policy 306 “Expenses and/or Per Diem Advances” was approved with no changes.

POLICY 307 “TRAVEL REIMBURSEMENT – MILEAGE, PLANE FARE, ETC.”

Upon motion by Trustee Becker, seconded and vote taken thereon, Policy 307 “Travel Reimbursement – Mileage, Plane Fare, etc.” was approved with no changes.

POLICY 309 “MEAL ALLOWANCE”

Upon motion by Trustee Gerstenecker, seconded and vote taken thereon, Policy 309 “Meal Allowance” was approved with no changes.

POLICY 402 “SAFE WORKING PRACTICES”

Upon motion by Trustee Wiegmann, seconded and a vote taken thereon, Policy 402 “Safe Working Practices” was approved with no changes.

POLICY 403 “VACATIONS”

Upon motion by Trustee Gerstenecker, second and a vote taken thereon, Policy 403 “Vacations” was approved with no changes.

POLICY 404 “HOLIDAYS”

Upon motion by Trustee Hanke, seconded and a vote taken thereon, Policy 404 “Holidays” was approved with no changes.

POLICY 405 “INSURANCE PREMIUM PAYMENTS & COVERAGE”

Upon motion by Trustee Voss, seconded and a vote taken thereon, Policy 405 “Insurance Premium Payments & Coverage” was approved with no changes.

POLICY 407 “LEAVE OF ABSENCES – EMERGENCY LEAVE; SICKNESS AND/OR DISABILITY LEAVE FOR EMPLOYEES NOT COVERED BY A COLLECTIVE BARGAINING AGREEMENT”

Upon motion by Trustee Becker, seconded and a vote taken thereon, Policy 407 “Leave of Absences – Emergency Leave; Sickness and/or Disability Leave for Employees Not Covered by a Collective Bargaining Agreement” was approved with no changes.

POLICY 408 “PHYSICAL EXAMINATIONS”

Upon motion by Trustee Hanke, seconded and a vote taken thereon, Policy 408 “Physical Examinations” was approved with no changes.

POLICY 410 “TEMPORARY AND PART-TIME PERMANENT EMPLOYEES”

Upon motion by Trustee Dickinson, seconded and vote taken thereon, Policy 410 “Temporary and Part-Time Permanent Employees” was approved with no changes.

POLICY 412 “EMERGENCY DUTY – OVERTIME PAY NON-BARGAINING AGREEMENT EMPLOYEES

Upon motion by Trustee Wiegmann, seconded and a vote taken thereon, Policy 412 “Emergency Duty – Overtime Pay Non-Bargaining Agreement Employees” was approved with no changes.

POLICY 428 “EXPENSES FOR EMPLOYEES”

Upon motion by Trustee Hanke, seconded and vote taken thereon, the revisions to Policy 428 “Expenses for Employees” was approved.

POLICY 433 “PAGING DEVICES”

Upon motion by Trustee Hanke, seconded and a vote taken thereon, Policy 433 “Paging Devices” was approved with no changes.

POLICY 437 “PAYROLL PRACTICES”

Upon motion by Trustee Timmermann, seconded and a vote taken thereon, Policy 437 “Payroll Practices” was approved with no changes.

POLICY 438 “EMPLOYEES RESTRICTED USE OF MOBILE TELEPHONES”

Upon motion by Trustee Gerstenecker, seconded and vote taken thereon, Policy 438 “Employees Restricted Use of Mobile Telephones” was approved with no changes.

POLICY 439 “RETIREMENT & SECURITY PROGRAM”

Upon motion by Trustee Kalmer, seconded and a vote taken thereon, Policy 439 “Retirement & Security Program” was approved with no changes.

COMMITTEE ASSIGNMENTS

Upon motion by Trustee Kalmer, seconded and a vote taken thereon, the revisions to the “Committee Assignments” was approved.

CFC’S INTREGRITY FUND

Upon motion by Trustee Dickinson, seconded and vote taken thereon, a \$500 contribution to CFC’s Integrity Fund was approved. The funds will be used solely for territorial disputes.

2022-2024 STRATEGIC PLAN

At the request of President Kroeger, the 2022-2024 Strategic Plan was tabled until the May board meeting.

NRECA BLC 935 CLASS “IMPROVING BOARD DECISION-MAKING QUALITY”

Then, there was a discussion of the NRECA BLC 935 Class “Improving Board Decision-Making Quality” attended by Trustees Gerstenecker, Timmermann, Wiegmann and President Kroeger.

AIEC DIRECTOR’S REPORT

There was no AIEC meeting this month.

SIPC DIRECTOR’S REPORT

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

SISTER COOPERATIVE’S LLC

Next, the board received reports on Sister Cooperatives.

OTHER BUSINESS

In Other Business:

- Status of selected accounts – will be not needed

EXECUTIVE SESSION WITH PRESIDENT/COO

No Executive Session with President Kroeger was needed.

EXECUTIVE SESSION WITHOUT PRESIDENT/COO

No Executive Session without President Kroeger was needed.

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 Dickinson, seconded and a vote taken thereon, Chairman Kampwerth adjourned the meeting at 9:10 p.m. The next regular meeting of the Board of Trustees of Clinton County Electric Cooperative, Inc. will be held on Tuesday, May 24, 2022, beginning at 7:00 p.m.


Kevin Wiegmann, Secretary

APPROVED:


Kevin Kampwerth, Chairman