

CLINTON COUNTY ELECTRIC COOPERATIVE, INC.

Minutes of the Meeting of the Board of Trustees held Tuesday, March 28, 2023

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 28, 2023, beginning at 7:00 p.m.

CALL TO ORDER

The meeting was called to order by Tim Hanke, 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:

Tim Hanke
Rob Gerstenecker
Kevin Wiegmann
John Becker
Cary Dickinson
Steve Kalmer
Kevin Kampwerth
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.

REVIEW AND DISCUSSION OF 2022 AUDIT

Manager of Administrative Services Ralph Kuhl was present to review and answer any questions related to the 2022 Audit. Upon motion by Trustee Kampwerth, seconded and a vote taken thereon, the 2022 audit was approved.

CFC LOAN DOCUMENTS

At this time, Manager of Administrative Services Ralph Kuhl presented and reviewed the documents and resolution necessary to secure future loans from CFC. After some discussion, upon motion by Trustee Gerstenecker, seconded and a vote taken thereon, the new CFC loan documents were approved. Manager of Administrative Services then excused himself from the meeting.

APPROVE CONSENT AGENDA

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

1. Minutes of the February 28, 2023, Clinton County Electric Regular Board Meeting as posted;
2. Delinquent accounts write-off: electric (a/c 904) -(1) \$90.80;
3. Memberships to be terminated;
4. Capital Credit Estates – (16) \$10,503.22;
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 – May 2, 2023 in Springfield, IL
 - SIPC Annual Meeting – March 30, 2023
 - NRECA Legislative Conference – April 16-19, 2023 in Washington, D.C.
 - CCEC Advisory Committee Annual Meeting – April 19, 2023
 - NRECA BLC 927 Class – Wednesday, May 24, 2023 in Springfield, IL
 - ACES Member's Conference – June 1-2, 2023 in Indianapolis, IN
 - CFC Forum – June 19-21, 2023 in Seattle, WA
 - CCEC Annual Meeting – August 17, 2023
7. Member Correspondence
 - Returned Surveys

- Thank you from Kaskaskia College

TRUSTEE, LEGAL COUNSEL & PRESIDENT/COO EXPENSES

Upon motion by Trustee Kalmer, 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 2023.

FINANCIAL REPORT

At this time, the board reviewed the financial report for the month ending February 28, 2023.

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 2023, 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 2023 Board Minutes addendum and made a part of these minutes).

STRATEGIC PLAN

Then President Kroeger gave an update on the Strategic Plan.

NRECA CLASS 927 "CYBERSECURITY: THE BOARD'S OVERSIGHT ROLE"

Upon motion by Trustee Becker, seconded and a vote taken thereon, the board approved Trustees Kalmer, Timmermann and Wiegmann to attend NRECA Class 927 "Cybersecurity: The Board's Oversight Role" to be held in hybrid format on May 24, 2023.

NRECA CLASS BLC 929 "CURRENT GOVERNANCE ISSUES IN POLICY DEVELOPMENT"

Upon motion by Trustee Becker, seconded and a vote taken thereon, the board approved all CCEC Trustees to attend the NRECA Class BLC 929 "Current Governance Issues in Policy Development" to be held at the Crowne Plaza Hotel in Springfield, IL on August 2, 2023.

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 August 3-4, 2023.

VOTING DELEGATES FOR THE AIEC ANNUAL MEETING

Upon motion by Trustee Kalmer, 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 August 3-4, 2023.

2023 CCEC ANNUAL MEETING UPDATE

President Kroeger updated the board concerning the CCEC Annual Meeting to be held on August 17, 2023.

COOPERATIVE FAMILY FUND

At this time there was some discussion regarding contributing to the Cooperative Family Fund. A newly created non-profit organization that will work to raise funds for children of deceased coop employees. At this time no action was taken. The board requested this topic be included on the April meeting agenda.

2023 NRECA ANNUAL MEETING

Next, there was a discussion of the 2023 NRECA Annual Meeting attended by the CCEC Trustees.

SOUTHERN SERVICES

President Kroeger presented the 2022 financial activity for Southern Services that indicated a loss for the year 2022. After some discussion, upon motion by Trustee Becker, seconded and vote taken thereon, the dissolution of Southern Services was approved. President Kroeger will inform the other Southern Services members of CCEC's action.

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.

SISTER COOPERATIVE'S LLC

Next, the board received reports on sister cooperatives.

OTHER BUSINESS

In Other Business:

- Status of selected accounts-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 Becker, seconded and a vote taken thereon, Chairman Kampwerth adjourned the meeting at 8:51 p.m. The next regular meeting of the Board of Trustees of Clinton County Electric Cooperative, Inc. will be held on Tuesday, April 25, 2023, beginning at 7:00 p.m.



Kevin Wiegmann, Secretary

APPROVED:



Tim Hanke, Chairman