



Summary of Board Minutes

October 31, 2023

The regular meeting of the Board of Directors of Freeborn Mower Electric Cooperative (“FMEC”) was held at FMEC’s headquarters office, located at 3366 Bridge Avenue, Albert Lea, MN 56007, on Tuesday, October 31, 2023.

All board members were present for this meeting, with Jay Neitzell joining remotely.

Dennis Anderson, Vice Chair	District 1
Jay Neitzell – Joined Remotely	District 2
Steve Garbisch, Treasurer	District 3
Richard Schaufler	District 4
Frank Fryer, Secretary	District 5
Matt Maras	District 6
Jack Korman, Chair	District 7
Bill Trygstad	District 8
Larry Irvine	District 9

Jack Korman, FMEC Board Chair, called this meeting to order at 8:00 a.m. and led everyone in reciting the Pledge of Allegiance.

Chair Korman called for any agenda edits or additions. Hearing none, the board voted to approve the agenda for the October 31, 2023, monthly board meeting as presented.

Frank Fryer, Director from District 5, demonstrated using an AED and a verbal update on CPR training. It is important for all to know where AEDs are located in buildings. Saving someone’s life is a TEAM effort. When possible, it is recommended that the below tasks be divided up.

1. Have someone call 911.
2. Alternate CPR and breathing with another individual.
3. Send someone to get the AED.
4. Continue with chest compressions until AED recommends another shock.
5. Find someone to guide the First responders when they arrive.

All directors were encouraged to sign up for an AED & CPR refresher course scheduled for January 18 & 19, 2024.

Board Chair Jack Korman relayed the importance of an annual self-evaluation. Motion carried by unanimous decision to engage with GreatCo-ops starting with a board self-assessment. A timeline of the process will be discussed at the November board meeting.

Policy 2.001 – Board Member Responsibilities was reviewed with no changes.

The board entered the Executive Session at 9:30 a.m. Compensation for the FMEC Board of Directors was discussed. By unanimous decision, it was determined that this topic would be placed on the November 28, 2023, monthly board agenda. Motion carried to adjourn the Executive Session at 10:10 a.m. *Minutes have been recorded and are filed at the cooperative office.*

An update was provided on a meter tamper that happened since our last board meeting.

Jim Krueger presented a draft Agreement for the *Transfer of Service Territory Rights Between Austin Utilities and Freeborn Mower Electric Cooperative*. A final draft of the agreement will be reviewed at the November 28, 2023, board meeting.

Judy Jensen, FMEC Benefits Administrator & HR Coordinator, presented a new recognition program for FMEC employees. Motion carried to approve the addition of this program and adopt policy 9.002 – Employee Recognition Program.

Motion carried to approve the Consent Agenda as presented. This includes approval of the monthly board minutes and executive session minutes from the September 26, 2023, board meeting, the approval of new members, authorization to make payments to estates, the audit committee and treasurer's report, and the safety and management team reports.

Motion carried to appoint Rhonda Allision for another three-year term on the Operation Round Up Board of Trustees.

The below topics were discussed in the General Session with no action being taken.

- Jaylee Waters, the YLC Minnesota Delegate, will give a presentation to our board on December 21, 2023, in preparation for the NRECA Annual Meeting in March 2024.
- All board members were encouraged to sign up for SmartHub.
- The FMEC 2024 Budget Draft will be mailed at least one week before the November board meeting.
- We have been contacted by Maureen Smallwood from USDA/RUS and have been selected for an External Compliance Review.

FMEC's Dairyland Power Cooperative (DPC) Director, Bill Trygstad, updated the board on the DPC meetings he has attended since our last meeting. In addition, he reviewed the monthly DPC financial reports.

Motion carried to authorize Richard Schaufler's attendance at the 2023 NRECA Winter School for Directors, which will be held in December in Nashville, TN.

Angie Kolker, Director of Finance, presented the monthly FMEC financial reports for September 2023, and Bryan Skogheim, Director of Business Development & Energy Solutions, fielded questions regarding the monthly C&I reports.

Angie Kolker presented the Audit Engagement Letter sent by Brady Martz & Associates on October 2, 2023. The letter was signed and will be returned to the audit firm.

After discussion, a motion carried to increase the FMEC employee holiday gift from \$150 to \$200.

The 3rd quarter subsidiary reports were reviewed for MN Three, LLC, Southern MN Electric Cooperative, and Heartland Security Services. The Open Balance Report for the USDA REDL&G was also reviewed, along with the FMEC Energy Improvement Loans that still have outstanding balances.

The updated formatting on the rate policies was reviewed, with no changes being made.

Motion carried to amend policy 9.001 – President & CEO Job Description.

Work Orders #1282 & #990923 and Special Equip. #604 were presented to the Treasurer for signatures.

Motion carried to adjourn this meeting at 12:52 p.m.