



Summary of Board Minutes

December 21, 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 Thursday, December 21, 2023.

All board members were present for this meeting.

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

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

Jaylee Waters, who serves as the Minnesota Delegate for the NRECA Youth Leadership Council, delivered an insightful presentation to the FMEC Board of Directors. The main focus of her presentation was to enhance her leadership abilities and hone her public speaking skills. During her talk, she explained how her experience with the NRECA Youth Leadership Council has helped her gain a deeper understanding of the energy industry and the cooperative business model. Jaylee highlighted the importance of leadership development programs like the NRECA Youth Leadership Council in nurturing young leaders who can play a vital role in shaping the future of the energy industry and beyond.

Chair Korman called for any agenda edits or additions. Hearing none, the board voted to approve the agenda for the December 21, 2023, monthly board meeting as presented.

During the safety briefing, Jack Korman, the Director for District 7, emphasized the importance of staying alert while driving and maintaining a safe distance between vehicles. He highlighted that ice and water

on the road can be hazardous, and it is crucial to leave enough space in front of your vehicle for sudden braking in case of an emergency.

At 8:21 a.m., the board went into an Executive Session to discuss policy 2.003 – Director’s Expense Allowance. At 8:35 a.m., the Executive Session was adjourned with a motion carried. *The minutes of the session have been recorded and filed at the cooperative office.*

At 9:00 a.m., Ray Beavers, Matt Guilley, and Monica Beavers from GreatCo-ops joined our board meeting via Zoom. During this conversation, the board's self-assessment survey results were discussed.

Motion carried to support the National Rural Electric Cooperative Association (NRECA) International Program with a \$2,500 donation. The initiative aims to electrify two small communities located west of Guatemala City in June 2024.

A quarterly strategic plan update was presented by Jim Krueger. It was acknowledged that this type of planning is important; however, it can also be challenging at times.

Motion carried to approve the Consent Agenda as presented. This includes the approval of the monthly board minutes and executive session minutes, 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.

General Discussion: The topics below were discussed, but no action was taken.

- Freeborn County is being considered as a site location for a proposed \$40 million Oat Milling Facility.
- FMEC is collaborating with One Energy to reach an agreement with landowners for a solar project. The application deadline is January 31, 2024.

FMEC's Dairyland Power Cooperative (DPC) Director, Bill Trygstad, provided an update on the DPC meetings he attended since the last board meeting. He also reviewed the DPC's financial reports for the month.

Richard Schaufler, District 4 Director, attended the NRECA Winter School for Directors in Nashville, TN, from December 8-12, 2023. The training focused on safety, grassroots and legislative involvement, and ways to engage member-owners.

Motion carried authorizing the attendance of Richard Schauer to the MREA Board Leadership Summit in January 2024.

The MREA Annual Meeting & Tradeshow will be held on March 19-20, 2024, at the St. Paul RiverCenter. As our DPC delegate, Bill Trygstad will be registered through Dairyland Power Cooperative.

Motion carried to elect Steve Garbisch as the MREA Delegate and Jack Korman as the Alternate Delegate.

Motion carried to nominate Jim Krueger, FMEC President & CEO, as the primary delegate for NRECA, Federated Insurance, NRTC, CFC, CoBank, NISC, CRC, RESCO, and the Hawkeye Insurance Association.

Angie Kolker, Director of Finance, presented the monthly FMEC financial reports for November 2023, and Jim Krueger fielded questions regarding the monthly C&I reports.

The External Compliance Division recently completed an External Compliance Review (ECR) of Freeborn Mower Electric Cooperative for the period of March 1, 2017, through November 30, 2023. The review of the cooperative's loan fund transactions indicated that all RUS Construction Fund receipts were properly accounted for and that all disbursements were for proper loan program purposes.

Motion carried to appoint Daniel Bodensteiner to the Operation Round Up Board of Trustees

Motion carried to amend policy 2.003 – Director's Expense Allowance effective January 1, 2024.

Motion carried to amend policy 5.062 – Rate Credit Rider RC-2 and policy 5.063 – Rate Credit Rider RC-1.

Motion carried to amend policy 5.904 – Cogeneration and Small Power Production.

Motion carried to adopt policy 6.034 – Drug, Alcohol, and Cannabis-Free Workplace.

Policy 7.001 – Legal Counsel was reviewed with no changes.

Work Orders #1284 & #991123 and Special Equip. #606 were presented to the Treasurer for signatures.

Motion carried to adjourn this meeting at 1:57 p.m.