

MINUTES OF THE BOARD OF DIRECTORS
OF BARRON ELECTRIC COOPERATIVE
July 31, 2024

Call to Order

The regular meeting of the Board of Directors of Barron Electric Cooperative was held at the cooperative headquarters on July 31, 2024. The meeting was called to order at 9:30 a.m. by President Cook. Board members present included Baker, Blaskowski, Bol, Cook, Effertz, Kessler, Mandel, and Warwick. Director Olson joined the meeting via conference call.

Others present were General Manager Torud, Executive Assistant/HR Administrator Horstman, Staff Members Beaudette, Steines & Straw.

Approval of Agenda

Safety Message

Director Warwick gave a safety message.

Minutes of Last Meeting

The minutes of the Regular Board Meeting, June 26, 2024, were approved as written.

Treasurer's Report

A report of vouchers for the month was presented as part of the board packet as follows: #103233 through #103329 from CCF Bank in the amount of \$612,069 and capital credit estate checks in the amount of \$8,769. Total receipts in the office \$3,085,149; total receipts by wire and ACH \$2,153,146; disbursements by ACH, EFT, wire \$4,354,605; transfer of funds was made for payroll \$230,943 and the power bill was paid on 07/31/2024 in the amount of \$2,102,820.

Voucher Review

A list of vouchers was reviewed by the board.

Manager and Staff Reports

General Manager Torud and Staff members Beaudette, Steines & Straw presented written and oral reports of their activities for the month.

Request for Proposal (RFP) for Auditors

Director of Finance Straw presented information from the following auditors: Bauman, Carlson SV and CliftonLarsonAllen. Director Kessler moved, and Director Bol seconded, to approve Carlson SV as the cooperative's auditor. Motion carried. Director of Finance Straw will contact Carlson SV and request a letter of engagement.

Walmart Service Agreement

Director of Member Services Beaudette discussed the Electric Service Agreement and the new proposed Schedule A rates for Walmart with the board. Director Blaskowski moved, Director Mandel seconded, to authorize Beaudette to offer the Electric Service Agreement and the new Schedule A rates to Walmart. Motion carried.

Staff Dismissed.

Membership List

A membership list of 88 was presented and approved without objection.

Other Meetings Attended

Director Baker reported on the DPC Meeting he attended on July 17 & 18, 2024. Directors discussed the WECA District 3 Meeting they attended on July 10, 2024. Director Blaskowski discussed the new director training he attended on July 17, 2024. Director Cook discussed the CoBank Energy Directors Conference he attended July 17 through July 19, 2024. The directors reviewed the Monthly Safety Report from Denise Fox, Compliance Safety and Training Officer.

Break at 11:14 a.m.

Resumed meeting at 11:24 a.m.

Reports

Reports listed in the board packet were reviewed for the month of June included the power bill, department statistics, fleet management and budget month-to-date.

Inventory of Work Orders

Form 219 summarizing construction activity for the month of June in the amount of \$506,536.17 was presented for approval and included new services \$33,867.61; change jobs \$23,766.22; Other Work Order Projects \$448,902.34 and 22 retirements. The Form 219 stood approved as presented.

Outage and Overtime

Outages year-to-date stand at 36,836.79 consumer hours off, which is 72.10% above 2023 hours of 21,404.26. Overtime year-to-date is 1,956.75 hours, which is 53.59 above 2023 hours of 1,274.00.

Two-Factor Authentication

General Manager Torud reviewed information and options regarding two-factor authentication. The directors can decide whether they want to add two-factor authentication to their device.

Policy No. 1014 Disposal of Cooperative Property

In accordance with Policy No. 1014, Disposal of Cooperative Property, the approved sale of the surplus cooperative items was as follows:

- 1987 Homemade Axel Reel Trailer was sold for \$1,025.
- 2003 Metal Works 27' Tandem Axle Equipment Trailer was sold for \$2,938.
- 2006 Chevy Equinox LS was sold for \$3,000.

All bids were accepted on June 27, 2024 via the Wisconsin Surplus Online Auction.

Economic Development Loans

A report of the past and current Economic Development loans was reviewed by the board.

Donation Request – Roselawn PTO

The board reviewed the Roselawn PTO donation request asking the board for \$1,000 to provide resources, programs, and events that enrich the school community and promote the welfare of all students. Due to lack of motion, no action was taken.

Donation Request – Cooperative Family Fund

The board reviewed the Cooperative Family Fund donation requesting \$1,000 annually for cooperative children who have lost their parents and set aside \$10,000 per child that can be accessed at age 18. Due to lack of motion, no action was taken.

Donation Request – Update ADRC of Washburn County

The board reviewed the ADRC of Washburn County nutrition program donation request to aid in additional funding to purchase 2 AED units and 4 LifeVac choking rescue devices. The ADRC of Washburn County was awarded \$2,500 from OATI's Rural Electric Cooperative Community Fund Award Program. Additional funds needed are \$1,273.98. Director Effertz moved, Director Baker seconded, to donate the remaining \$1,273.98 to the ADRC of Washburn County to purchase 2 AED units and 4 LifeVac choking rescue devices. Motion carried.

Federated Insurance Subscriber Contract

Federated Rural Electric Insurance Exchange (FREMC) attorneys are requesting that all insured members sign the Subscriber's Agreement & Power of Attorney (SAPOA) which gives the FREMC the right to operate the exchange. Director Bol moved, Director Blaskowski seconded, to sign the SAPOA. Motion carried.

Herman C. Potthast Award Resolution

The board reviewed the resolution nominating linemen Aaron Holten and Tyler Romsos for the Herman C. Potthast Award for their quick response to an injured member.

WHEREAS, on June 10, 2024, Linemen Aaron Holten and Tyler Romsos, assisted Barron Electric Member John Offord; and

WHEREAS, the crew was at this location to replace the pipe on the member's meter socket; and

WHEREAS, Aaron heard a loud noise from inside the shed and found the member disoriented and lying on the floor; and

WHEREAS, Aaron told Tyler to call 911 and advised the member to lean on him until help arrived. Noticing a small cut on his forehead, Aaron put on gloves and covered the cut with gauze. After ten minutes, the ambulance arrived, and the first responders took over. At the hospital, they determined that John was dehydrated. After much water intake, he was released and has made a full recovery; and

WHEREAS, Nate Steines, Director of Operations, remarked, "Aaron and Tyler's swift response to this situation played a major role in the member's full recovery."

NOW THEREFORE BE IT RESOLVED, that Barron Electric Cooperative proudly nominates Aaron Holten and Tyler Romsos for the Herman C. Potthast Award following the quick actions they took in applying their First Aid training to get the help needed for Member John Offord.

I, Patricia Mandel, Secretary of Barron Electric Cooperative, do hereby certify that the above is a true and correct excerpt from the minutes of the meeting of the Board of Directors of Barron Electric Cooperative, held this 31st day of July, 2024, at which meeting a quorum was present.

Director Effertz moved, Director Bol seconded, to approve the resolution nominating linemen Aaron Holten and Tyler Romsos for the Herman C. Potthast Award. Motion carried.

DPC Load Forecast Resolution

General Manager Torud reviewed the resolution to approve the DPC Load Forecast.

WHEREAS, this load forecast results from an ongoing load forecasting process designed to regularly update the long-term forecasts for Dairyland Power Cooperative (DPC) and selected member systems, and

WHEREAS, the last forecast for DPC was published in November, 2022 and used historic data through 2021, the analyses for this report reflect historic energy and peak demand data through December, 2023 and provide new projections through 2043, and

WHEREAS, continuing emphasis has been placed on dialogues between DPC and its distribution cooperative to prepare this study. Data requests, surveys, meetings, and review sessions have also been used to obtain more specific information about individual customers, system load characteristics, and local and regional trends.

NOW THEREFORE BE IT RESOLVED, that Barron Electric Cooperative's portion of the total energy requirements are expected to increase at an average annual rate of 0.6% from 2023 to 2033 and increase 0.5% from 2023 to 2043.

I, Patricia Mandel, Secretary of Barron Electric Cooperative, do hereby certify that the above is a true and correct excerpt from the minutes of the meeting of the Board of Directors of Barron Electric Cooperative, held on the 31st day of July, 2024, at which meeting a quorum was present.

Director Effertz moved, seconded by Director Kessler, to approve the DPC Load Forecast Resolution as presented by General Manager Torud. Motion carried.

General Retirement Resolution

General Manager Torud presented information to the board regarding the 2024 General Retirements of Barron Electric Cooperative Capital Credits.

BE IT RESOLVED that Barron Electric Cooperative will retire capital credits for the year 2003 and 2004 at 100% of the remaining balance of the cooperative portion; year 2005 at 14% of the remaining balance of the cooperative portion, and for the years of 1995 and 1996 at 100% of the remaining balance of the G&T portion, with the total not to exceed the amount of \$890,800; and

THEREFORE BE IT FURTHER RESOLVED that the minimum check amount is \$10.00, except for the final payout of inactive accounts. Retirement amounts under \$10.00 for active members will be applied to member's billing accounts. Approximately \$11,400.00 will be applied to bad debts.

I, Patricia Mandel, Secretary of Barron Electric Cooperative, do hereby certify that the above is a true and correct excerpt from the minutes of the regular board meeting of the Board of Directors of Barron Electric Cooperative, held this 31st day of July 2024, at which meeting a quorum was present.

Director Kessler moved, seconded by Director Blaskowski, to approve the resolution to retire Barron Electric Cooperative capital credits as presented by General Manager Torud. Motion carried.

Norswiss Solar

General Manager Torud presented information to the board regarding member Norswiss Farms' solar project. After discussion, Director Kessler moved, Director Warwick seconded, to approve an exception to Policy No. 412 for the solar project. Motion carried. Director Mandel moved, Director Bol seconded, to approve the new rate as presented by General Manager Torud. Motion carried.

OneEnergy

General Manager Torud reviewed the Spooner land lease with the directors. Director Kessler moved, Director Effertz seconded, to approve the Spooner land lease as presented, affix signatures and authorize General Manager Torud to send the contract to OneEnergy. Motion carried.

Policy No. 202 – Reimbursement of Expenses

The directors reviewed the changes to Policy No. 202 – Reimbursement of Expenses, II. Content, Letter B, Number 5 stating, “*Directors who attend webinars as part of their continuing education will be reimbursed ~~for~~ ~~every two~~ one-half (½) per diem for every webinar they attend. If a director travels to the cooperative to watch a webinar, mileage can be reimbursed for each webinar attended.*” Director Mandel moved, Director Blaskowski seconded, to approve the changes to the policy as stated. Motion carried.

Executive Session

Director Effertz moved to go into Executive Session.

The board entered Executive Session at 11:52 a.m.

General Manager’s Evaluation

President Cook presented a report of the General Manager’s Evaluation to the board.

Minutes of the evaluation are printed as a confidential part of the minutes.

The board resumed their Regular Board Meeting at 1:16 p.m.

Other Business:

The All Employee & Director Picnic is scheduled for August 1, 2024.

Directors Baker, Bol, Cook, Mandel & Warwick are scheduled to attend the Financial Webinar Series for Directors on August 15, 2024.

Directors Blaskowski & Bol are scheduled to attend the Safety Meeting on August 22, 2024.

The August Board Meeting is scheduled for August 28, 2024.

The NRECA Region 5 Meeting is scheduled for September 16 – 18, 2024 in Minneapolis, Minnesota. Directors Baker, Blaskowski, Cook, Effertz, Mandel & Warwick are registered to attend.

The September Board Meeting is scheduled for September 25, 2024.

Directors Baker, Bol, Cook, Mandel & Warwick are scheduled to attend the Financial Webinar Series for Directors on October 24, 2024.

The October Board Meeting is scheduled for October 30, 2024.

The WECA Annual Meeting is scheduled for November 11-13, 2024 in Wisconsin Dells.

The Board Meeting is scheduled for November 27, 2024.

The director’s expense accounts for the month were reviewed and approved by the board without objection.

The meeting was adjourned at 1:16 p.m.

Patricia Mandel, Secretary