

MINUTES OF REGULAR BOARD MEETING
June 28, 2018

A regular meeting of the Board of Directors of Coles-Moultrie Electric Cooperative was held at the offices of the Cooperative at 104 Dewitt Avenue, East, Mattoon, Illinois at 7pm on the 28th day of June 2018, pursuant to notice duly given. The meeting was called to order by Debbie Albin, Chairman. After calling the roll, the following directors were present, Natalie Parkerson, Kent Metzger, Jeff Hudson, Steve Shrader, John Bowers being a quorum of the directors of the Cooperative. Also present were Kim Leftwich, President/CEO, and Amy Borntrager, Chief Financial Officer and William R. Tapella, Corporate Counsel.

Director Parkerson made a motion to approve the June 15, 2018 Annual Meeting Minutes and the Safety and Training Report, part of the Acceptance Consent Calendar. Motion seconded. Motion passed unanimously.

Director Hudson made a motion to approve the May 31, 2018 Regular Board Meeting Minutes. Motion seconded. Motion passed with Director Parkerson and Director Metzger abstaining.

Motion was made by Director Hudson to correct the June 15, 2018 Reorganization Meeting Minutes to remove Director Parkerson as attending the entire meeting and note where she entered the meeting. Motion was seconded. Motion was passed unanimously.

Earl Ridlen, III, CPA, CGMA of LWG CPAs & Advisors, gave the 2017 financial audit presentation.

Director Metzger made a motion to move into executive session. Motion seconded. Motion passed unanimously.

Director Shrader made a motion to move out of executive session. Motion seconded. Motion passed unanimously.

Director Shrader made a motion to accept the 2017 financial audit. Motion seconded. Motion passed unanimously.

Director Bowers made a motion to accept the First Mid Illinois Bank and Trust signature cards with Director Shrader as Treasurer and adding Chairman Albin on the accounts. Motion seconded. Motion passed.

Chairman Albin made mention of Board Policy 24-Members Request for Cooperative Information and handed out documents referencing Board Policy 24 action. She requested that the board review these documents and the policy will be discussed at a later meeting. There was no action taken at this time.

Kim Leftwich and Bill Tapella led the discussion on Board Policy 23-Ethics and Conflict of Interest and Board Policy 33-Declaration of Status. Forms are to be completed annually by each board of director.

Motion was made by Director Shrader to table the CMEC Energy Services Program. Motion seconded. Motion failed with Directors Shrader and Hudson voting yes and Directors Metzger, Parkerson and Bowers voting no.

Motion was made by Director Metzger to authorize staff to move forward with the CMEC Energy Services Program. Motion seconded. Motion passed with Directors Parkerson, Bowers and Metzger voting yes and Directors Shrader and Hudson voting against.

Director Hudson nominated Director Shrader to be the NRECA Region 5 Voting Delegate and Kim Leftwich as the Alternate Voting Delegate. Motion seconded. Motion passed unanimously.

Director Metzger made a motion to allow a member to be present at the August 2, 2018 Board Meeting for 3 minutes. Motion seconded. Motion passed with Director Hudson abstaining.

Amy Borntrager gave the financial report. She noted that kWh sales were up due to the warmer temperatures. She also outlined what new board members could expect from her throughout the year.

Chairman Albin remarked on the AIEC Executive Summary provided in the board report.

Kim Leftwich, Director Metzger and Director Shrader provided Prairie Power, Inc. report.

Director Shrader and Kim Leftwich commented on the CFC Forum.

Kim Leftwich gave the President and CEO report.

In old business, Director Shrader commented about the MAC Committee appointing a Chairman for the group to update the Board of Directors.

Director Shrader made a motion to enter into executive session. Motion seconded. Motion carried.

Director Shrader made a motion to exit executive session. Motion seconded. Motion carried.

Director Shrader made a motion to adjourn. Motion seconded. Motion passed unanimously.

Secretary

APPROVE: _____
Chairman

We, the undersigned Directors of Coles-Moultrie Electric Cooperative, do hereby approve, ratify, and confirm in all respects the above and foregoing minutes of a Regular Meeting of the Board of Directors of said Cooperative on the 28th day of June 2018, and the actions taken by the Board of Directors at said meeting, and each of the undersigned certifies that he received due notice of the time, place, and purpose of said meeting in accordance with the Laws of the State of Illinois and the Articles of Incorporation and Bylaws of said Cooperative or duly waived such notice.

being the Directors of the Cooperative.

Certificate of Secretary

I, Natalie Parkerson, do hereby certify that I am the duly elected, qualified, and Secretary of Coles-Moultrie Electric Cooperative (hereinafter called the Cooperative) and keeper of its records; that the attached and foregoing is a true and correct copy of the original minutes entered in the minute book of the Cooperative at the regular meeting of the Board of Directors thereof convened and held pursuant to and in accordance with the Laws of the State of Illinois in which the Cooperative is incorporated and the Bylaws of the Cooperative of July 31 that at said meeting a Quorum of the Directors of said Cooperative were present and acted throughout; that the copy of the approval, ratification, and confirmation of the minutes of said meeting and of the steps taken and acts performed thereat, appearing at the end of the aforesaid copy of the minutes is a true and correct copy of the original approval, ratification, and confirmation which was signed by all of the Directors of said Cooperative; that none of the resolutions contained in the aforesaid copy of said minutes of said meeting of the Board of Directors has been rescinded or modified, and that the same are at the 28th day of June, 2018 hereof in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Cooperative this the 28th day of June 2018
