

MEETING OF THE BOARD OF DIRECTORS
OF
CHERRYLAND ELECTRIC COOPERATIVE

March 18, 2019

The regular meeting of the Board of Directors of Cherryland Electric Cooperative was held at the Cooperative office in Grawn, Michigan on March 18, 2019.

Meeting was called to order at 9:00 a.m. by President Lautner.

Present: Terry Lautner, President
Tom Van Pelt, Sr. Vice President
Melinda Lautner, Secretary
Dave Schweitzer, Treasurer
John Olson
Gabe Schneider
Jon Zickert
Tony Anderson, General Manager
Shannon Mattson, Assistant Secretary

Mr. Mark Wilson, CFO; Mr. Frank Siepker, Engineering Manager; Mr. Jeff Puffer, Safety Director; Ms. Rachel Johnson, Member Relations Manager; Ms. Kerry Kalbfleisch, Director of Human Resources; and Ms. Debra Sierzputowski, Member Information Representative, joined the meeting. Mr. Jim Carpenter, Line Superintendent, was absent.

President Lautner reviewed the board agenda. Mr. Schweitzer requested the addition of item 12.8 Audit Committee Review under New Business. Motion by Mr. Olson, supported by Ms. Lautner, and carried to approve the agenda as amended.

President Lautner welcomed Mr. Tom Gallery to the meeting for public input at 9:03 a.m. After extensive discussion of the cooperative's net metering changes, Mr. Gallery was excused from the meeting at 9:32 a.m. There were no other members present for public input.

The February Safety Report, including the February Safety Committee Meeting Minutes, were discussed.

Cooperative Advocacy issues were discussed. Mr. Anderson and Mr. Olson attended a Senate Reception in Lansing, hosted by the Michigan Electric Cooperative Association (MECA). Discussion was had regarding the gas tax and easement issues.

The February meeting minutes were discussed. Motion by Mr. Zickert, supported by Mr. Schweitzer, and carried to approve the minutes of the regular board meeting held on February 18, 2019.

Managers' reports were reviewed and discussed.

The board recessed for a break at 10:28 a.m. and reconvened at 10:43 a.m.

Motion by Mr. Olson, supported by Mr. Van Pelt, and carried to approve the Managers' reports, including the safety report, as presented.

Old business was discussed.

The Electric Cooperative Governance Task Force Survey was discussed. After identifying areas requiring further review, the board will focus on one topic per month, starting at the April meeting with Board Performance Appraisal.

New business was discussed.

General Counsel regular board meeting attendance was discussed. Motion by Mr. Zickert, supported by Mr. Van Pelt, and carried to have General Counsel present at the remainder of the regular board meetings of 2019. A review of 2019 and discussion regarding General Counsel's board meeting attendance in 2020 will occur at the December 2019 board meeting.

The 2019 National Rural Electric Cooperative Association's (NRECA) Annual Meeting was discussed.

The 2019 National Rural Electric Cooperative Association's (NRECA) board election was discussed. The board congratulated Mr. Anderson on being elected Secretary-Treasurer on NRECA's Board of Directors.

Mr. Anderson requested to change the date of the monthly board meeting in August 2019 to the 26th. Motion by Mr. Olson, supported by Mr. Schneider, and carried to change the date of the August 2019 board meeting to August 26th.

Ms. Mattson gave an update on the Working Café construction progress.

Ms. Johnson presented the revised Data Privacy Tariff, which included updated verbiage to item #8 Primary Purpose. Motion by Ms. Lautner, supported by Mr. Van Pelt, and carried to adopt the Data Privacy Tariff as presented.

President Lautner welcomed Ms. Amanda Murchie, Member Services Supervisor, to the meeting.

Ms. Johnson and Ms. Murchie presented revisions to the cooperative's Member Regulated Billing Rules. The board requested amended verbiage to the section under Landlords, item #2, that further clarifies this scenario. Ms. Johnson will return the revision for board approval at the April meeting.

President Lautner then excused Ms. Murchie from the meeting.

Mr. Schweitzer summarized the audit committee review. Motion by Mr. Schweitzer, supported by Mr. Olson, and carried to approve the draft audit as presented by Rehmann Robson.

The board recessed for lunch at 12:16 p.m. and reconvened at 12:40 p.m.

Mr. Olson gave an update on MECA. The notes from the MECA Annual Meeting and Board Meeting, held on March 5th, were discussed.

Wolverine and Wolverine Power Marketing matters were discussed.

Spartan Renewable Energy matters were discussed.

The General Counsel report was discussed.

Upcoming meetings were discussed.

There being no further business to come before the board, it was moved to adjourn, supported and carried. Meeting adjourned at 1:03 p.m.

Terry Lautner, President

Melinda Lautner, Secretary

We, the undersigned directors of the Cherryland Electric Cooperative, do hereby approve, ratify and conform to all respects of the above and foregoing minutes of this regular meeting of the Board of Directors of said Cooperative and each and every step taken and performed thereat.

