

MACON ELECTRIC COOPERATIVE

MINUTES OF BOARD MEETING

May 29, 2018

The regular meeting of the Board of Directors was held May 29, 2018 at the Headquarters' Office in Macon, Missouri. The meeting convened at 4:00 p.m. and was called to order by President Daniel C. Fitzhugh.

Those present were:

Gregory P. Bruno, James D. Collins, Daniel C. Fitzhugh, Richard L. Kemp, Charles F. Lile, Larry E. Robuck, Daniel S. Smithson and Glenda S. Wood.

General Manager Todd Schroeder was present along with management Lindsey Howell, Mary Allspach, Allie Foster, Dan Ulhorn, Tim Korman, Danny Orbin and legal counsel Sheri Smiley.

Management reviewed all departmental reports as presented.

Alvin Weimer joined the meeting at 4:03 p.m.

Allie Foster, Mary Allspach, Dan Ulhorn, Tim Korman and Danny Orbin were excused at 4:30 p.m.

Meeting recessed at 4:35 p.m.

Meeting reconvened at 5:10 p.m.

A motion was made, seconded and approved to accept the consent agenda which included the following:

- Minutes from the April board meeting
- General accounts payable checklist
- Capital credit estates for payment
- Credit card statements

- New members

Manager Schroeder discussed the shared service arrangement between Macon Electric Cooperative and Lewis County REA.

A motion was made, seconded and approved to elect Richard L. Kemp to represent Macon Electric Cooperative on the Association of Missouri Electric Cooperatives Board of Directors. Manager Todd Schroeder will serve at alternate. Motion accepted.

A motion was made, seconded and approved to elect Richard L. Kemp as the voting representative at the Association of Missouri Electric Cooperatives 2018 Annual Meeting. Manager Todd Schroeder will serve at alternate. Motion accepted.

Meetings reported on included the AMEC Board Meeting and District II Meeting.

A motion was made, seconded and approved to accept the April financials as presented.

Manager Schroeder reviewed the Manager's report.

Manager Schroeder reviewed month end revenue for Macon Electric Cooperative.

A motion was made, seconded and approved to present to the Membership a proposed Bylaw revision to Article III – Section 5 “Voting” at the 2018 Annual Meeting ballot to allow for advanced voting. The specific language of the Bylaw change will be discussed at the June board meeting. Motion accepted.

A motion was made, seconded and approved to accept the revisions to Policy 119 – “Document Retention” and Policy 119 – “Schedule A.”

A motion was made, seconded and approved to make a donation in the amount of \$500 to the NRECA International Foundation. Motion accepted.

Lindsey Howell discussed any upcoming meetings.

A motion was made, seconded and approved to accept the directors' expenses as presented.

The June board meeting has been moved to June 19, 2018.

The July board meeting has been moved to July 24, 2018.

Meeting broke for executive session at 7:51 p.m. Lindsey Howell was excused from the meeting.

Meeting reconvened to general session at 8:00 p.m. Lindsey Howell rejoined the meeting.

Meeting adjourned at 8:00 p.m.

Richard L. Kemp, Secretary

Daniel C. Fitzhugh, Board President