

Minutes of the
Decatur County REMC
Regular Meeting of the Board of Directors
Thursday August 22th, 2019
1430 W Main St.
Greensburg, IN at 6:30 p.m.

Chairman Steve AmRhein called the meeting to order at 6:30 p.m., and Michael Brelage kept minutes of the meeting.

All members of the board were present. Also present were DCREMC CEO Brett Abplanalp and DCREMC staff members Jennie Meyer, Jeanne Loechle, Crystal Greathouse, Amy Ewing, Becky Metz, and Abby Asher.

Upon motion by Brian Scheidler, seconded by Jeff Lawrence, and carried, the agenda of the meeting was approved by unanimous vote.

Upon a motion by Dale Wernke and seconded by Jason Barnhorst Policy 10-2L was modified by unanimous vote to allow lunch breaks to be from 30-60 minutes at management's discretion.

Also discussed was the alignment of the office hours with the line department hours 7:30-4:00.

The audit report was presented by Earl Ridlen of LWG. Earl explained the meaning of a clean audit opinion. He noted a decrease in utility plant, which may be an anomaly. He explained the changes in financials between the last two audit years. He also provided education on co-op financial theories and models including equity management and reasons cooperatives have debt. He noted adequate checks and balances are in place. Brett commended the Accounting department for an audit with no adjustments. The board went into executive session to speak with the auditor.

Back in regular session.

Upon a motion by Brian Scheidler, seconded by Jeff Lawrence and carried the Audit Report was accepted.

The financial report was given by Jennie Meyer and reviewed as presented on Call to Order. Margins are positive but not to level we saw last year. The board accepted the financial as prepared and will be filed for audit.

CEO Brett Abplanalp gave an update on the strategic process.

After a request that OTEIR be included in the Key Indicators or the new dash boards, a motion was made by Jason Barnhorst, seconded by Dale Wernke, and carried, approving the consent agenda by unanimous vote.

Brian Scheidler reported no Hometown Energy meeting. A question was raised on the deferred liability of a subsidiary.

Hoosier Energy Board update was given by Jason Barnhorst including Hoosier Energy Business overview scheduled for Sept. 17.

IEC update was given by Steve AmRhein indicating IEC is currently interviewing for a government relations position. They also noted that a large percentage of co-op personnel will be eligible to retire in the next 5 year and encouraged co-ops to take on interns.

2019 projects update was given by Brett Abplanalp. The communication initiative is moving forward, and he is looking into dates for the board to receive training.

Bylaw section 4.07, 1.04, 4.04 were discuss and suggestions were made on how to amend them for early voting.

Upon a motion by Jeff Lawrence and seconded by Jason Barnhorst and passed, Article IX unclaimed capital credit was amended as red lined. Unclaimed capital credits will not be redistributed to the members but kept as permanent equity.

The following DCREMC policies were reviewed and discussed by the board, no action was taken;

Policy 10-20, Employee Emergency Action and Fire Prevention Plan

Policy 10-21, Employee Health & Safety

Policy 11-13, Identity Theft Red Flag Prevention Policy

Old Business:

Open action item was reviewed, and a request was made that time not be spent on items asked for by individual board members without first checking with the rest of the Board. There was discussion on note taking for minutes that will be continued.

Brett reported that he has been in contact with Watch Communications and ETC on the shape of their broadband moving forward. Dale Wernke reported he made contact with Jackson County REMC on their broadband project.

An EV exercise will be sent to be completed via email.

Audit bids should be in next month.

Upon a motion by Jeff Lawrence and seconded by Michael Brelage and carried Operational Roundup Trust Bylaws were changed to require Trustees to be members of the REMC and allow the CEO to designate an ex-officio member.

New Business:

Board members reported on training attended in the last month.

Upon a motion made by Jason Barnhorst and seconded by Dale Wernke the meeting was adjourned to Executive Session at 9:53 p.m.

Board went back into regular session.

Moving out of Executive Session upon a motion by Dale Wernke, seconded by Michael Brelage and carried by a 5-1 vote the REMC will not renew a current credit insurance policy for 2019-20.

Michael Brelage, Secretary

Attest: _____
Steve AmRhein, Chairman