

Summary of the Minutes of the Meeting of the Board of Directors of St. Croix Electric Cooperative December 4, 2023

A regular meeting of the Board of Directors of St. Croix Electric Cooperative was held at the office of the cooperative at 1925 Ridgeway Street Hammond, Wisconsin on December 4, 2023. Chairman Paul Nyhus, called the meeting to order at 5:56 p.m. Directors John Collins, Douglas Faber, Francis Klatt, Neil Plourde, William Peavey, Alan Wilkie, Christopher Evans, and Lawrence Hall were present, as well as employees Rob Dooley, Kris McNamara, Amy Weber, Shawn Rasmuson, and Mary Lou Glasser.

REPORTS/ACTION ITEMS

- The board approved the agenda for December 4, 2023, regular board meeting as presented.
- The board approved the regular meeting minutes and the summary of the meeting minutes for November 6, 2023, as presented.
- The board approved the Director Expenses for December 4, 2023, as presented.
- The Chairman's report included information on SCEC's 2024 United Way Campaign. A governance video, Governance Talk – Demystifying Parliamentary Procedure was shared.
- The Safety and Compliance report was presented.
- Management reports were summarized and discussed. October 2023 Financial, Reliability and Members Services reports were reviewed.
- A summary of the November 15-16, 2023, Dairyland Power Cooperative Board Meeting was presented.
- A follow-up to previous action items were reviewed.
- As requested, a virtual option for the Annual Meeting was shared, but more research is needed to determine quorum-compliant options. A review and possible change to the bylaws would be necessary. Staff were asked to bring drafts of proposed bylaw changes to the next board meeting for review.
- A summary of SCEC's Professional Development strategy in 2023 was presented.
- The board approved holiday remembrance awards for 2023.
- The board reviewed and approved policy 128 Disposition of Offers to Acquire Cooperative with one minor edit as presented and policy 130 Dispute Resolution and Arbitration Procedures with no changes as presented.
- Reports from affiliated organizations were shared.
- The board appointed Director Plourde as SCEC's voting delegate and Director Evans as SCEC's alternate voting delegate for the NRECA Annual Business Meeting.
- The board approved Director Faber to attend the 2024 WECA Education & Lobby Days.
- The board appointed Director Wilkie to the WECA Legislative and Regulatory Committee for 2024.
- The board approved Chairman Nyhus and Director Collins to attend a Board Leadership Certificate (BLC) course in January 2024.
- The board approved scheduling the January 2024 regular board meeting on January 2, 2024.
- The board approved Director Peavey to attend the January 2, 2024, virtually.
- The board approved scheduling the March 2024 regular board meeting on March 7, 2024.
- An executive session was held to complete the annual review of the President/CEO.

- The next regular meeting of the board is scheduled for January 2, 2024.
- The meeting was adjourned at 9:50 p.m.