

**MINUTES OF THE REGULAR MEETING
OF THE BOARD OF DIRECTORS OF
BARTON COUNTY ELECTRIC COOPERATIVE, INC.
March 28, 2018**

A regular meeting of the Board of Directors of Barton County Electric Cooperative, Inc., (hereinafter referred to as "Cooperative") was held on March 28, 2018, at the offices of the Cooperative pursuant to previous Board resolution.

The meeting was called to order at 9:00 a.m. by President Kenny Owen. The following Directors were present: Kenny Owen, David Stump, Barbara Barley, Kevin Taffner, Tom Williams, Matt Schlichting, Karl Morey, Charles Webb, and Karen Nims. Directors absent: none. Also present were Jeff Hull, CEO/General Manager; Shawn Battagler, General Counsel; and staff members Shawna Phipps, Chuck Wolfe, Tara Littlejohn, Tim Riley, and Sharla Wilkerson.

A prayer of invocation was offered by Karen Nims. Charles Webb led the Board in a recitation of the Pledge of Allegiance.

The Board considered its consent agenda consisting of minutes of the February 21, 2018 meeting, membership applications, and February disbursements. Following discussion, on motion made by Karl Morey, seconded by David Stump and passed, the actions required for the consent agenda were approved and the minutes were approved as presented.

The Board reviewed written staff reports. Department leaders answered questions about department activities, including Operations, Accounting, Billing and Member Services. On motion made by Charles Webb, seconded by Barbara Barley and passed, the Board resolved to accept the staff reports.

Jerry Webber and Bobby Pulliam and Auditor Ryan Robertson entered the meeting.

Ryan Robertson presented the 2017 Audit Report.

The Board entered into Executive Session with the

**CALL TO ORDER
ROLL CALL**

INVOCATION AND PLEDGE

**CONSENT AGENDA
APPROVED**

STAFF REPORTS

2017 AUDIT REPORT

EXECUTIVE SESSION

auditor. The Board returned to its regular session.

Following Executive Session, on motion made by Charles Webb, seconded by Tom Williams and passed, the Board resolved to approve the 2017 Audit Report.

Rebecca Payne entered the meeting.

Rebecca Payne presented a cost of service study.

Jerry Weber and Bobby Pulliam provided information on digital mapping integration with the outage management system.

At this time, Jerry, Bobby, Sharla, Rebecca and Tim left the meeting.

Staff reported on progress related to strategic goals and answered questions from the Board.

David Engelage reviewed the written Safety Report for February operations which noted one injury and no vehicle accidents along with a schedule of training and inspections. On motion made by Matt Schlichting, seconded by Karen Nims and passed, the Board resolved to accept the Safety Report.

CEO Hull and Tara Littlejohn presented the CFC Form 7 for 2017. The answered questions from the Board. On motion made by Matt Schlichting, seconded by Karl Morey and passed, the CFC Form 7 was approved.

On motion made by Kevin Taffner, seconded by Charles Webb and passed, the Board approved the retirement of \$175,307 to be returned to the membership on April 23, 2018.

On motion made by Kevin Taffner, seconded by Charles Webb and passed, the Board resolved that the Cooperative attorney, Shawn Battagler, be and is appointed the Cooperative Parliamentarian for the conduct of the business portion of the 2018 Annual Meeting of Members and resolved that the decisions of the Parliamentarian of the 2018 Annual Meeting of Members on disputed matters, whether procedural or

2017 AUDIT APPROVAL

COST OF SERVICE STUDY

DIGITAL MAP

STRATEGIC GOALS UPDATE

SAFETY REPORT

CFC FORM 7

CAPITAL CREDITS

ANNUAL MEETING PARLIAMENTARIAN

substantive, shall be final.

President Kenny Owen reported the business activities of KAMO Electric Power Cooperative. Items of interest included: finalizing transmission agreement with GRDA; sales from Dell plant; and K-PowerNet.

KAMO REPORT

CEO Hull reported his attendance to the Executive Committee Meeting of AMEC. Items of interest included: budget and legislative activity.

AMEC REPORT

CEO Hull presented his monthly report which included: highlights of AECI operations; M7M Agreement with AECI; strategic planning; economic development; safety; training; District IV meeting; and rate structure. On motion made by Karl Morey, seconded by Barbara Barley and passed, the Board resolved to approve the CEO Report.

CEO REPORT

The Board took up Policy 210, Delegation of Authority. After review, on motion made by Matt Schlichting, seconded by Karl Morey and passed, the Board resolved to approve Policy 210 as presented to the meeting.

POLICY 210 DELEGATION OF AUTHORITY

The Board took up Policy 660, Drug Free and Alcohol Free Workplace. After review, on motion made by Matt Schlichting, seconded by Karen Nims and passed, the Board resolved to approve Policy 660 as presented to the meeting.

POLICY 660, DRUG FREE & ALCOHOL FREE WORKPLACE

The Board reviewed Policy 211. Action was tabled until the next meeting.

POLICY 211

Remaining staff members were excused from the meeting.

The Board entered into Executive Session to discuss personnel matters.

EXECUTIVE SESSION

Following Executive Session, the Board reported approval of an agreement proposed by management and approved by legal counsel to make provision for a unique employee circumstance. The employee's personnel file will be updated to reflect the terms.

AGREEMENT WITH EMPLOYEE

The President asked for unfinished business. There

UNFINISHED BUSINESS

The President asked for unfinished business. There was none.

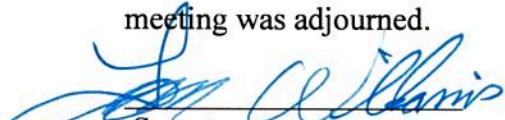
UNFINISHED BUSINESS

The President asked for new business. There was none.


NEW BUSINESS

There being no further business to come before the Board, on motion made, seconded and passed, the meeting was adjourned.

ADJOURNMENT


Secretary

Approved:


Chairman