

**OWEN ELECTRIC COOPERATIVE
REGULAR BOARD MEETING
August 31, 2017**

PRESENT The regular meeting of the Board of Directors of Owen Electric Cooperative, Inc., was held at the Headquarters Building in Owenton, Kentucky, on August 31, 2017. All Directors were present, along with: Mark Stallons, Mike Cobb, Rusty Williams, Ann Wood, April Brown, Jennifer Taylor, Jim Petreshock, Missy Moore and Attorney Jim Crawford.

**CALL TO ORDER,
PLEDGE OF ALLEGIANCE
AND INVOCATION**

The meeting was called to order, and the Pledge of Allegiance and invocation were given by Eddie McCord and Alan Ahrman, respectively.

ADOPTION OF

AGENDA Upon a motion by Alan Ahrman, seconded by John Grant, the Board voted unanimously to adopt the August, 2017, Board Meeting Agenda as presented.

MINUTES

APPROVED Upon a motion by Eddie McCord, seconded by Charlie Richardson, the Board voted unanimously to approve the July 27, 2017, Board Meeting Minutes as submitted.

SAFETY

MOMENT Mike Cobb presented the safety moment on the potential dangers to driver(2) created by dead ash trees along the roadways and the need to be constantly vigilant.

MEMBER

CONCERNS None.

NEW MEMBERS

ACCEPTED The Directors then reviewed and accepted the listing of 540 New Members.

**REVIEW OF LISTING OF
TERMINATED ACCOUNTS**

The Directors then reviewed and accepted as information a listing of the terminated accounts.

REVIEW OF PRESIDENT'S CONSULTANT'S AND DIRECTORS'

EXPENSES The Directors then reviewed and accepted as information a listing of the previous month's expenses incurred by the President, Consultant and Directors.

**UNCOLLECTIBLE WRITE-OFFS AND
CAPITAL CREDIT PAYMENT**

The Board reviewed 93 member write-offs of \$40,126.30.
The Board reviewed payment of \$15,270.24 in Capital Credits.

Upon a motion by Charlie Richardson, seconded by Hope Kinman, the Board voted unanimously to approve the Uncollectible Write-Offs and Capital Credit Payments.

HUMAN RESOURCES

April Brown presented the Human Resources report for the month of July, 2017, in accordance with the summary attached hereto and made part of these minutes. She reported no accidents during the month. She advised the medical plan the coop is a member of is underfunded and there will be a supplemental contribution (surcharge) by year end and plan changes for 2018. April advised the coop has selected MDF HR Consulting firm to assess and evaluate the coop's defined benefit plan(s) for employees and to recommend potential options for staff and board consideration.

MEMBER SERVICES

Mike Cobb presented the Member Services report for the month of July, 2017, in accordance with the summary attached hereto and made part of these minutes. Mike reported that through the end of July, twenty-six (26) coop members have licensed one hundred thirty-four (134) cooperative solar panels.

CORPORATE SERVICES

Ann Wood presented Corporate Services report for the month of July, 2017, in accordance with the summary attached hereto and made part of these minutes. Ann reported on two (2) pending PSC cases. She reported margins year to date are \$2,083,575. Ann advised the Distributed Generation Unit is in the black for 2017 year to date in the amount of \$13,657.

OPERATIONS

Rusty Williams presented the Operations report for the month of July, 2017, in accordance with the summary attached hereto and made part of these minutes.

ENGINEERING

Jennifer Taylor presented the Engineering report for the month of July, 2017, in accordance with the summary attached hereto and made part of these minutes. Drew updated the board on the Distributed Generation Unit's runtime and efficiency for the month.

TECHNOLOGY

Jim Petreshock presented the Technology report for the month of July, 2017, in accordance with the summary attached hereto and made part of these minutes.

CO-BANK LOAN AGREEMENTS

Upon a motion by Alan Ahrman, seconded by Charlie Richardson, the Board voted unanimously to approve Co-Bank Amendments to Master Loan Agreement

and to the restated revolving credit promissory note and supplement and to authorize Board Chairman to sign same.

CHEYENNE & ASPLUNDH CONTRACT RENEWALS

Upon a motion by Hope Kinman, seconded by Rick Messingschlager, the Board voted unanimously to renew of the Cheyenne and Asplundh contracts for four (4) years as proposed, discussed and recommended by management and the Bid, Budget and Planning Committee.

EKPC REPORT

Alan Ahrman presented the August, 2017, Board Meeting report for EKPC in accordance with the summary and minutes of said meeting prepared by EKPC staff. The actual summary and minutes cannot be attached to these minutes because of the terms of a Confidentiality and Non-Disclosure Agreement EKPC has required the coop's director representative and CEO to sign before being allowed to attend said meetings.

KAEC REP.

Robert True reported there was no August, 2017, KAEC board meeting.

ATTY. REP.

Jim Crawford reported there was no new litigation for the month.

UPDATES BY MR. STALLONS

Mr. Stallons reported on the following:

2018 Strategic Plan & Budget - Mr. Stallons reported that strategy and budget development for 2018 is ongoing.

TRAINING/MEETINGS

Mr. Stallons reminded the board of the following training/meetings:

BROC Meeting - September 26, 2017

OEC Regular Board Meeting - September 26, 2017

NRECA Regional Meeting - October 12-13, 2017

Wage, Personnel & Audit Committee Meeting - October 19, 2017

OEC Regular Board Meeting - October 26, 2017

Bid, Budget & Planning Committee Meeting - November 16, 2017

KAEC Annual Meeting - November 20-21, 2017

OEC Regular Board Meeting - November 30, 2017

NRECA Winter School - December 1-6, 2017

OEC Regular Board Meeting and Christmas Luncheon - December 14, 2017
OEC Regular Board Meeting - January 25, 2018
OEC Regular Board Meeting - February 22, 2018
NRECA Annual Meeting - February 22-28, 2018
Director's Conference - March 25-28, 2018
OEC Regular Board Meeting - March 29, 2018
Legislative Conference - April 8-10, 2018
OEC Regular Board Meeting - April 26, 2018
OEC Regular Board Meeting - May 31, 2018
CFC Forum - June 10-13, 2018
OEC Regular Board Meeting - June 28, 2018
CoBank Energy Directors Conference - July 10-12, 2018
OEC Regular Board Meeting - July 27, 2018
OEC Regular Board Meeting - August 30, 2018
OEC Regular Board Meeting - September 27, 2018
NRECA Regional Meeting - October 9-11, 2018
OEC Regular Board Meeting - October 25, 2018
OEC Regular Board Meeting - November 29, 2018
OEC Regular Board Meeting and Christmas Luncheon - December 20, 2018

OLD BUSINESS

None.

NEW BUSINESS

None.

ADJOURN Upon a motion by Hope Kinman, seconded by Charlie Richardson, the Board voted unanimously to adjourn the meeting.



Chairman

Secretary