



Summary of Board Minutes

October 29, 2024

The regular meeting of the Board of Directors of Freeborn Mower Electric Cooperative (“FMEC”) took place at FMEC’s headquarters office, located at 3366 Bridge Avenue, Albert Lea, MN 56007, on Tuesday, October 29, 2024.

All board members were present for this meeting.

Dennis Anderson, Vice Chair	District 1
Jay Neitzell	District 2
Steve Garbisch, Treasurer	District 3
Richard Schaufler	District 4
Frank Fryer, Secretary	District 5
Matt Maras	District 6
Jack Korman, Chair	District 7
Bill Trygstad	District 8
Larry Irvine	District 9

Call To Order: Jack Korman, FMEC Board Chair, called the meeting to order at 8:00 a.m., followed by the Pledge of Allegiance.

Agenda Approval: Chair Korman called for any additions or edits to the agenda. Hearing none, the board voted to approve the agenda for the monthly meeting on October 29, 2024, as presented.

Safety Share: Bill Trygstad, District 8 Director, reminded the group that September is National Preparedness Month. This annual campaign, sponsored by the Federal Emergency Management Agency (FEMA), encourages Americans to prepare for emergencies and disasters.

Governance: Prior to the meeting, the board attendees reviewed a video entitled “Maintaining Your Co-ops Bylaws,” produced by NRECA. This topic is timely as FMEC is preparing for a bylaw change that will need to be approved by the membership.

Optional Dental Insurance: A motion was approved to provide employees a new dental insurance benefit, with a 50/50 cost-sharing arrangement between the employees and FMEC.

General/Strategic Discussion: The topics below were discussed, and no action was taken.

- Green Group Reprocessing Update:** A conference call involved ALEDA, Arcadian Bank, and Jim Krueger from FMEC to discuss the status of Green Group Reprocessing’s litigation and loan. No payments have been made on the loan, so we could declare them delinquent and initiate the collection process. The mortgage on the building from Arcadian has been paid via insurance, but the SBA loan remains unpaid. The lawsuit is progressing, with Green Group Reprocessing seeking \$12.5 million in damages for equipment and loss of revenue. Arcadian has extended the loan due dates to December 2024.

- **Articles of Incorporation and Bylaws:** The revised versions of the FMEC Articles of Incorporation and Bylaws were reviewed. Action will be taken at the Board Meeting on November 26, 2024, with Attorney Steve Hovey in attendance.

Approval of the Consent Agenda: The motion to approve the Consent Agenda as presented was passed. This includes the approval of the prior monthly board minutes and executive session, the approval of new members, the authorization for payments to estates, the acceptance of the audit committee and treasurer's reports, and the safety and management team reports.

Director Reports: Bill Trygstad presented the board with Dairyland Power Cooperative's financials for October 2024 and updated the group on the meetings he had attended at DPC since our last board meeting.

FMEC Financials: Angie Kolker, Director of Finance, reviewed the financial reports for September 2024.

Employee Holiday Gift: A motion was carried out to approve a \$200 cash holiday gift to FMEC employees.

Operation Round Up: The motion to appoint Joni Osmundson for another three-year term on the Operation Round Up Board of Trustees was carried out. The third quarter disbursement listing was reviewed. Another motion was carried to amend the ORU Bylaws to remove the word "solicit" and replace it with "seek," as well as some accounting system wording. The amount allowed for area fire departments will be raised from \$2,000 to \$2,500.

Quarterly Subsidiary Reports: The quarterly subsidiary reports were reviewed.

Policy Amendments – One motion was carried out to amend the policies below.

2.001 – Board Member Responsibilities

4.006 – Field Tile Drainage

4.027 – Deposits

6.011 – Jury Duty and Witness Leave

6.017 – Voting Time Leave

Policy Reviews: The below policies were reviewed with no changes.

2.002 – Monthly Board Meeting

2.008 – New Director Orientation

2.009 – Executive Compensation

Work Order #1294 and Special Equipment #616 were presented to the Treasurer for signatures.

A motion was carried out to adjourn this meeting at 11:04 a.m.