

MINUTES OF THE BOARD MEETING
OF THE BOARD OF DIRECTORS
OF
FALL RIVER RURAL ELECTRIC COOPERATIVE, INC.

JUNE 13, 2020

The meeting of the Fall River Rural Electric Cooperative, Inc. Board of Directors was held on Saturday, June 13, 2020, virtually and at the Fall River Electric main office in Ashton, Idaho. A quorum was present, and President Doug Schmier called the meeting to order at 7:30 a.m. Executive Assistant Joni Amen recorded the minutes. The pledge of allegiance was recited, and the invocation was given by Director Brent Robson.

ATTENDING OFFICERS

President Doug Schmier; Vice President Brent Robson; Secretary/Treasurer Brent Crowther; Immediate Past President Jay Hanson

DIRECTORS PRESENT

Dede Draper, Anna Lindstedt, Ron Dye, Jeff Keay, and Georg Behrens

ABSENT - None

OTHER

CEO/General Manager Bryan Case, Attorney Jerry Rigby, Candidate Rod Gust, Chief Election Judge Patricia Sturm, and Executive Assistant Joni Amen

APPROVAL OF AGENDA

Director Hanson made a motion to approve the Agenda. Director Behrens seconded. A voice vote was taken, THE MOTION CARRIED BY UNANIMOUS VOTE.

NEW MEMBERSHIPS & AGREEMENTS

The official business of this meeting was to approve the list of new memberships and purchase of power agreements, in the event any of the new members would like to vote at the Annual Meeting. **Director Behrens made a motion to approve the new memberships as of close of business June 12th, 2020. The motion was seconded by Director Robson.** A voice vote was taken, THE MOTION CARRIED BY UNANIMOUS VOTE.

Director Behrens made a motion to approve the new agreements. The motion was seconded by Director Stiehl. A voice vote was taken, THE MOTION CARRIED BY UNANIMOUS VOTE.

ANNUAL MEETING TIMELINE AND AGENDA

CEO Bryan Case reviewed the outline of the Agenda, reporting on the unusual circumstances of having our first ever virtual annual meeting. He explained the process of the annual meeting having been recorded on June 5th and explained that after the vote closes at 10:00 a.m. the in-person votes would be tallied, and Chief Election Judge Patricia Sturm would record the results. The entire annual meeting is to be placed and

held on the Fall River Website at 1:00 p.m. The video will be available for viewing for a month or so in case someone misses the original airing.

OFFICER ELECTION GUIDELINES

Officer elections are slated for the Board Meeting on June 22nd. Discussion ensued and it was noted that Past President Jay Hanson (if reelected) will nominate anyone interested in running for an officer position. Please email him if you would like him to present a nomination by letting him know of your intention. The elections process guideline was sent out explaining that anyone may nominate a candidate for an officer position from the floor on the day of, including nominating yourself so there are several options to run for an officer position.

There is a list of all Fall River Officers from inception that will be included in the Board Packet for the June 22nd meeting.

Mr. Rigby explained in looking at our guidelines, he had concerns with anonymity with the virtual meeting. Directors would have to send their votes in to him. He asked if the Directors would feel more comfortable in sending them to his staff Mandy Davis or associate Attorney Mark Taylor. He does not want to know who voted for whom. The staff or associate could receive the votes and give the results to Mr. Rigby.

Director Crowther made a motion for Mr. Rigby's staff (Mandy Davis) to receive their votes by email or text. Mrs. Davis would tally the votes and give Mr. Rigby the results only. The motion was seconded by Director Keay. A voice vote was taken, THE MOTION CARRIED BY UNANIMOUS VOTE.

ADJOURNMENT

Director Hanson made a motion to adjourn, seconded by Director Behrens. A voice vote was taken, THE MOTION CARRIED BY UNANIMOUS VOTE. The meeting was adjourned at 8:22 a.m.

DATE APPROVED: June 22, 2020


Secretary Brent Crowther