

The Harlan Municipal Utilities' Board of Trustees met in regular session, February 28, 2019, pursuant to the rules and regulations as set forth in the office of the Secretary. Present were Trustees: Randall Rees, Terry Arentson, Nella Seivert, David Tyrrel and Connie Wees. Absent: None. Staff Present: Kenneth Weber, Jennifer Kelly, Darwin Gessert, Doug Hammer and Jim Gedwillo. Media: Steve Mores. City: Gene Gettys and Mike Kolbe. Legal Counsel: Matt Hudson. Special Guests: None. Todd Valline was present.

The meeting was called to order at 4:00 p.m. in the HMU Boardroom by Chairperson Seivert.

Moved by Tyrrel, seconded by Wees, to approve the agenda.

Moved by Arentson, seconded by Tyrrel, to approve the consent agenda which included: A) Approve Minutes of the Electronic Board Meeting of February 14, 2019; B) Approve Abstract of Claims No. 1137 in the amount of \$716,045.18 and payment of same; C) Upcoming Board Meetings of March 14, 2019 (Electronic) and March 28, 2019 (Regular). A roll call vote was taken on the motion as follows: Rees – Aye; Arentson – Aye; Seivert – Aye; Tyrrel – Aye and Wees – Aye. Motion carried unanimously.

Moved by Arentson, seconded by Wees, to approve the Insurance Committee Recommendations as follows: Move items with a value under \$100,000 from the 'inland marine' coverage to 'property'; Adding Drone Coverage privacy invasion coverage to the existing bodily injury coverage (City only); Renew Property/Casualty/Worker's Compensation policies with EMC insurance affective April 1, 2019. Each entity will also go through their vehicle lineup and see if any vehicles can be changed to liability coverage only; and Renew voluntary vision coverage through Delta Dental for 2 years extending through June 2021. A roll call vote was taken on the motion as follows: Rees – Aye; Arentson – Aye; Seivert – Aye; Tyrrel – Aye and Wees – Aye. Motion carried unanimously.

Moved by Tyrrel, seconded by Wees, to approve the 2019 Annual Membership Assessment Invoice form SPP in the amount of \$6,000. A roll call vote was taken on the motion as follows: Rees – Aye; Arentson – Aye; Seivert – Aye; Tyrrel – Aye and Wees – Aye. Motion carried unanimously.

Moved by Tyrrel, seconded Arentson, to approve the Agreement for MCR to assist with Attachment H which determines HMU's Annual Transmission Revenue Requirements in the Southwest Power Pool and Authorize the CEO to sign. A roll call vote was taken on the motion as follows: Rees – Aye; Arentson – Aye; Seivert – Aye; Tyrrel – Aye and Wees – Aye. Motion carried unanimously.

Moved by Arentson, seconded by Tyrrel, to approve Resolution No. 76-2019 – Updating the Payment of Sick Leave Section of the Manual of Benefits and Personnel Policies. The sick leave section is being updated to reflect the participation in the Post Retirement Health Plan (PEHP). A roll call vote was taken on the motion as follows: Rees – Aye; Arentson – Aye; Seivert – Aye; Tyrrel – Aye and Wees – Aye. Motion carried unanimously.

Discussion was held on the P&E Recommendation for Payment No. 18 (2017-2018 Conversion Project) in the amount of \$31,283.78. No Board Action Required.

Moved by Tyrrel, seconded by Arentson, to approve the Updated 2019 Operator Qualification Plan (Gas Division) through IAMU. A roll call vote was taken on the motion as follows: Rees – Aye; Arentson – Aye; Seivert – Aye; Tyrrel – Aye and Wees – Aye. Motion carried unanimously.

Moved by Rees, seconded by Tyrrel, to approve the purchase of two (2) camcorders for the Marketing Department in the amount of \$10,364.16. A roll call vote was taken on the motion as follows: Rees – Aye; Arentson – Aye; Seivert – Aye; Tyrrel – Aye and Wees – Aye. Motion carried unanimously.

Moved by Arentson, seconded by Tyrrel, to approve the Membership Invoice from IAMU in the amount of \$14,676.00 after verifying that the broadband fee is correct. A roll call vote was taken on the motion as follows: Rees – Aye; Arentson – Aye; Seivert – Aye; Tyrrel – Aye and Wees – Aye. Motion carried unanimously.

Moved by Tyrrel, seconded by Rees, to approve the Innovative Systems Invoice in the amount of \$5,000 for the annual software subscription for the telephone switch. A roll call vote was taken on the motion as follows: Rees – Aye; Arentson – Aye; Seivert – Aye; Tyrrel – Aye and Wees – Aye. Motion carried unanimously.

Moved by Tyrrel, seconded by Arentson, to approve the credit adjustment process for the Essentia bill. A roll call vote was taken on the motion as follows: Rees – Aye; Arentson – Aye; Seivert – Aye; Tyrrel – Aye and Wees – Aye. Motion carried unanimously.

The following invoices were presented for review only: University of Iowa, \$11,062.35; ADB (FTTH Phase 2), \$3,662.35; and MP Nextlevel (Customer Conversion) \$20,280 & \$23,010.

There was discussion on the ACCO Media Agreement and Matt Hudson recommended amending the agenda to discuss the agreement after the closed session.

Moved by Tyrrel, seconded by Arentson, to amend the agenda moving the ACCO Media Agreement (Agenda Item #17) until after the possible closed session (Agenda Item #19). A roll call vote was taken on the motion as follows: Rees – Aye; Arentson – Aye; Seivert – Aye; Tyrrel – Aye and Wees – Aye. Motion carried unanimously.

Following the CEO’s report closed session was entered.

Moved by Tyrrel, seconded by Arentson, to enter closed session pursuant to Iowa Code 21.5(c) To discuss strategy with counsel in matters that are presently in litigation or where litigation is imminent where its disclosure would be likely to prejudice or disadvantage the position of the governmental body in that litigation. A roll call vote was taken on the motion as follows: Rees – Aye; Arentson – Aye; Seivert – Aye; Tyrrel – Aye and Wees – Aye. Motion carried unanimously. Jennifer Kelly will take minutes of the closed session. Closed session was entered at 4:43 pm. Moved by Tyrrel, seconded by Arentson, to exit closed session at 5:17 pm. A roll call vote was taken on the motion as follows: Rees – Aye; Arentson – Aye; Seivert – Aye; Tyrrel – Aye and Wees – Aye. Motion carried unanimously.

The ACCO agreement was discussed and Board Member Rees was not comfortable with the hold harmless clause. He asked that the Harn R/O contract be reviewed for contract language regarding liability. The Board of Trustees agreed.

The meeting was adjourned.

These minutes are as recorded by the Secretary and are subject to approval at the next meeting of the Board of Trustees.

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CHAIRPERSON, Nella Seivert (*term 2024*)

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VICE-CHAIRPERSON, Terry Arentson (*term 2021*)

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TRUSTEE, Randall Rees (*term 2019*)

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TRUSTEE, Connie Wees (*term 2022*)

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David Tyrrel (*term 2023*)