

**MINUTES
NORTHWEST SERVICE COOPERATIVE
DISTRICT #928
THE ANNUAL REORGANIZATIONAL MEETING &
BOARD OF DIRECTORS MEETING
TUESDAY, JANUARY 24, 2023**

CALL TO ORDER BY JASON CARLSON – 5:00 p.m.

ATTENDANCE

BOARD: Jason Carlson, Craig Mattson, Jim Christianson, Sally Roller, Chris Melbye and Ann Long Voelkner via phone. Absent: Jim DeVries, Shawn Rominski and Kathy Carlson.

SUPERINTENDENT ADVISORS (EX-OFFICIO): Jim Guetter. Absent: Bob Jaszczak.

STAFF IN ATTENDANCE: Bruce Jensen, Jaci Jorde and Rob Blankenfeld.

VISITORS:

~~ANNUAL ORGANIZATIONAL BOARD OF DIRECTORS MEETING~~

CALLING FOR THE NOMINATION OF THE 2023 BOARD OFFICERS

**JAMES DEVRIES was nominated by CHRIS MELBYE for the office of President.
No other nominations were made.**

Motion by Craig Mattson to cast a unanimous ballot and second by Chris Melbye. Vote u/c

Jason Carlson conducted the remainder of the Organizational and Regular Governing Board meeting – 5:00 p.m.

**Jason Carlson was nominated by Jim Christianson for the office of Vice President.
No other nominations were made.**

**Ann Long Voelkner was nominated by Craig Mattson for the office of Clerk.
No other nominations were made.**

**Jim Christianson was nominated by Chris Melbye for the office of Treasurer.
No other nominations were made.**

**Approve the 2023 Governing Board offices of Vice President, Clerk and Treasurer.
Motion by Craig Mattson and second by Chris Melbye. Vote u/c**

Setting the 2023 Regular and monthly meeting date, location and time - The meetings are scheduled for 5:00 p.m. on the fourth Tuesday of each month (no meetings in December & July) at the NWSC Conference Room located in Thief River Falls, MN.

Motion by Jim Christianson and second by Sally Roller. Vote u/c

Approve the governing board compensation for 2023 as follows - This compensation schedule covers attendance at the monthly board meetings, along with all committee and special meetings authorized by

the Board within the NWSC Regions I & II. (Note: The per meeting compensation will be based on round trip mileage to and from board members residence. Attendance by regular board meeting by phone or electronic means will be at the base rate of \$120. No voting or nominating by phone. All other conference calls outside of board meetings at the start rate of \$60.)

0 to 25 miles	\$120	76 to 100 miles	\$150
26 to 50 miles	\$130	101 to 125 miles	\$160
51 to 75 miles	\$140	126 or greater	\$170

Meetings and conferences outside of the NWSC Regions I & II will be compensated \$170.00 per day. Board and Ex-Officio members are also eligible for the current IRS mileage rates and travel expenses in addition to the per day/meeting compensation.

Motion by Jason Carlson and second by Chris Melbye. Vote u/c

Naming the 2023 Official Depositories

To hereby authorize the following as the 2023 official Northwest Service Cooperative depositories; Wells Fargo Banks NA of Thief River Falls, Mankato and Minneapolis, Minnesota and San Francisco, CA. Bremer Bank and Bremer Investment Management & Trust and any other United States Banking Institution insured with FDIC coverage provided deposits do not exceed the legal limits at any time. The Wells Fargo Banks NA are authorized to exceed these FDIC limits provided current Certificates of Collateral are on file with said institutions.

Motion by Jim Christianson and second by Craig Mattson. Vote u/c

Approve naming the following for the 2023 NWSC Governing Board Committee assignments:

PERSONNEL COMMITTEE: **S. Rominski/A. Voelkner/J. DeVries/C. Melbye**

POLICY & BY-LAW COMMITTEE: **K. Carlson/C. Melbye/S. Rominski**

RISK MANAGEMENT COMMITTEE: **J. Christianson/A. Voelkner/J. DeVries**

PLANT & EQUIPMENT COMMITTEE: **J. DeVries/C. Mattson/J. Carlson**

PROGRAMS & SERVICE COMMITTEE **J. DeVries/S. Roller/A. Voelkner**

FINANCE/AUDIT & GOVERNMENTAL RELATIONS: **J. Carlson/J. DeVries/C. Mattson**

AD HOC COMMITTEES *{Named by the President/Chair as needed}*

Motion by Chris Melbye and second by Sally Roller. Vote u/c

Authorize Executive Director to perform financial transactions on behalf of the NWSC

BE IT RESOLVED: The Governing Board hereby authorizes the Executive Director and Administrative Staff to cause the use of Facsimile Signatures of the officers on the NWSC agency checks after proper Governing Board authorization approving the payments of said claims or services and the authorization to invest temporary excess cash funds in interest generating investments that conform with the terms of this meeting's financial depository authorization.

Motion by Jim Christianson and second by Craig Mattson. Vote u/c

Authorize the Executive Director to employ day and specialized labor as needed

BACKGROUND: Occasionally used in situations like grass mowing, a clerical or van driver substitute, etc. To approve the Executive Director to employ occasional temporary help as needed and if within the budget limitations of this agency.

Motion by Chris Melbye and second by Sally Roller. Vote u/c

Authorize the Executive Director and the fiscal Auditor to make year-end transfers to eliminate any operating fund deficiencies

BACKGROUND: The General Fund is currently responsible for all NWSC funds and any transfers would be temporary (due to and due from) until formally approved by the board.

Motion by Craig Mattson and second by Jim Christianson. Vote u/c

Authorize Ann Long Voelkner and Sally Roller to represent the NWSC on the Minnesota Service Cooperatives (MSC) Governing Board for 2023

There are two meetings per year, held at the MSC and MSBA annual conferences.

Motion by Chris Melbye and second by Craig Mattson. Vote u/c

Authorize Jim DeVries and Shawn Rominski as an alternate to represent the Cooperative Purchasing Connection Board for 2023

There are two meetings per year, held at the MSC and MSBA annual conferences.

Motion by Chris Melbye and second by Sally Roller. Vote u/c

Authorize Jason Carlson and Shawn Rominski as an alternate to represent the MN Healthcare Consortium (MHC) Board for 2023

Motion by Jim Christianson and second by Craig Mattson. Vote u/c

APPROVE the Thief River Falls Times as the official newspaper for the NWSC bid notices and include all legal publications as required by MN Statute

Motion by Sally Roller and second by Chris Melbye. Vote u/c

END OF THE ANNUAL ORGANIZATIONAL PORTION OF THIS MEETING

**MINUTES
NORTHWEST SERVICE COOPERATIVE
DISTRICT #928
TUESDAY, JANUARY 24, 2023**

BOARD OF DIRECTORS REGULAR BOARD MEETING

CALL TO ORDER BY JASON CARLSON

ACTION ITEMS:

APPROVE THE AGENDA as amended.

Motion by Chris Melbye and second by Jim Christianson to adopt the agenda as amended.
Vote u/c

APPROVE THE NOVEMBER 22, 2022 BOARD MEETING MINUTES as reviewed and presented at the meeting.

Motion by Craig Mattson and second by Sally Roller. Vote u/c

APPROVE THE NOVEMBER 16, THROUGH JANUARY 23, 2023 REGULAR BILLS in the amount of \$309,393.84.

Motion by Chris Melbye and second by Sally Roller. Vote u/c

APPROVE revision of Chrysti Nielsen’s employment agreement for the remainder of FY 23.

Motion by Sally Roller and second by Craig Mattson. Vote u/c

ACCEPT resignation of Park Rapids Adult Education Teacher, Mac Grewe.

Motion by Craig Mattson and second by Sally Roller. Vote u/c

APPROVE Rapp Strategies contract January 1, 2023 – December 31, 2024.

Motion by Jim Christianson and second by Craig Mattson. Vote u/c

APPROVE ratification of NWSC Executive Director’s contract.

Motion by Sally Roller and second by Chris Melbye. Vote u/c

ITEMS FOR INFORMATION:

- Finance/Budget report was presented by the Business Manager
- CPC updates
- MSC Board Meeting update
- Mental Health Service Professional Grant
- MHC Statewide Discussion

Adjourned.

RESPECTFULLY SUBMITTED:

Clerk
NW Service Cooperative – District #928
Date: _____

APPROVED BY: _____

President

Vice President

Treasurer

Date: _____

Next Meeting: February 28, 2023