

SUMMARY - APPROVED

**H-D ELECTRIC COOPERATIVE, INC.  
REGULAR MONTHLY BOARD MEETING  
February 18, 2022**

The meeting was called to order by the president, Bert Rogness.

Roxanne Bass called roll: Present: Steve Hansen, Dale Williams, Casper Niemann, Todd Moritz, Bert Rogness, Kevin DeBoer, Terry Strohfus and Roxanne Bass. Absent: Laurie Seefeldt

Others in attendance for all or part were general manager Matthew Hotzler and project attorney Craig D. Evenson, financial administrative manager Annie Aberle, operations manager, Troy Kwasniewski, and member services manager, Tom Lundberg, Member Services Manager.

On motion duly made, seconded, and carried, the agenda, as presented on Call to Order, was approved.

Secretary Bass presented the minutes for the regular monthly meeting of the Board of Directors on January 28, 2022, together with the Summary Minutes. On motion duly made, seconded, and carried, the minutes of the January regular monthly minutes and the summary minutes were approved.

Treasurer Hansen presented the treasurer's report which included cash receipts and disbursements. **Resolution 22-16** On motion duly made, seconded, and carried, it was RESOLVED that the treasurer's report be received and placed on file subject to audit.

Hansen presented the January director expenses. **Resolution 22-17** On motion duly made, seconded and carried, it was RESOLVED that the January 2022 director's expenses are approved.

General Manager Hotzler presented a written and oral report on several topics, including reports from East River MAC, Energize Forum and SDREA Manager Meeting. Hotzler presented the January 2022 cooperative scorecard.

Hotzler reviewed the 2021 Cooperative Scorecard results. **Resolution 22-18** On motion duly made, seconded and carried, it was RESOLVED that the 2021 incentive for the cooperative scorecard was approved.

Hotzler presented the membership activity report of new memberships, assignments, service connections, and non-active memberships. **Resolution 22-19** On motion duly made, seconded and carried, it was RESOLVED, that the January 2022 membership activity report is approved.

Mr. Hotzler reviewed the Cyber report and the Basin Financials YTD.

Ms. Annie Aberle presented a written and oral report of department activities and the January 2022 financial reports.

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Operations Manager Kwasniewski presented a written and oral report of the department activities including the outage summary report. Kwasniewski reviewed the February 2<sup>nd</sup> safety meeting minutes from the safety meeting. **Resolution 22-20** On motion duly made, seconded and carried, it was RESOLVED, that the February 2, 2022, safety meeting report is approved.

Member Service Manager Tom Lundberg presented a written and oral report of department activities including the service order breakdown report, the service order backlog report, and a load management update.

Mr. Bert Rogness, H-D's Director on the East River Electric board, presented an oral report of East River Electric activities.

Mr. Steve Hansen, H-D's Director of the SDREA Board presented an oral report. Mr. Hansen discussed the last meeting and the legislative session so far.

Mr. Craig D. Evenson discussed a couple of cases from the Legal Reporting Service.

Hotzler advised the board there were three applications for estate retirements of capital credits and no applications for early retirement. Under Article 9, Section 2 of the bylaws and Policy No. 205 for H-D Electric Cooperative, Inc., the total retirement results in \$3,047.74 to be retained by H-D and \$1,764.00 to be refunded to the members requesting their retirement. The financial condition of the cooperative will not be impaired by the payment of the capital credits. **Resolution 22-21** On motion duly made, seconded, and carried, it was RESOLVED that H-D Electric Cooperative, Inc. pay the capital credits pursuant to the by-laws, policies, and applications as presented.

Darrin Lynch and Maryanne Hatch from National Rural Cooperative Finance Corporation (CFC) came to discuss a cost-of-service study. Ms. Maryanne Hatch, Manager of Regulatory Affairs at CFC presented the H-D Electric cost-of-service study. Ms. Hatch discussed the report and her findings with the Board. The Board asked questions about the study and report.

Hotzler presented Policies #101-103 and proposed changes. Policy 101: proposed changes were presented. **RESOLUTION 22-22** on motion duly made, seconded and carried, it was RESOLVED that the amendment to Policy #101, as presented, is approved. Policy 102: proposed changes were presented. **RESOLUTION 22-23** on a motion duly made, seconded and carried, it was RESOLVED that the amendment to Policy #102, as presented, is approved. Policy 103: proposed changes were presented. **RESOLUTION 22-22** on motion duly made, seconded, and carried, it was RESOLVED that the amendment to Policy #103, as presented, is approved.

There was a discussion about the upcoming 2022 Annual meeting.

Delegates were appointed for upcoming meetings:

NRECA Annual Meeting – Williams was appointed delegate and Hotzler as the alternate.

NRTC Annual Meeting – Hotzler was appointed delegate with Williams as the alternate.

NISC Annual Meeting – Hotzler was appointed as delegate and Williams as the alternate.

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There was a discussion about the upcoming meetings.

- a. Co-op Day at the Capital
- b. NRECA Annual Meeting
- c. H-D Electric Annual Meeting
- d. NRECA CCD Workshop
- e. NRECA Directors conference
- f. NRECA Legislative conference

No further business coming before the meeting, on motion duly made, seconded, and carried, the meeting was adjourned.