

SUMMARY - APPROVED

**H-D ELECTRIC COOPERATIVE, INC.
REGULAR MONTHLY BOARD MEETING
March 18, 2022 (Summary)**

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 Matthew Hotzler, General Manager, and Dennis D. Evenson (filling in for Craig D. Evenson,) project attorney, Ms. Annie Aberle, Financial Administrative Manager, Troy Kwasniewski, Operations Manager, Tom Lundberg, Member Services Manager and Roger Cutshaw, Engineer.

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 February 18, 2022, together with the Summary Minutes. On motion duly made, seconded, and carried, the minutes of the February regular monthly meeting and the summary minutes were approved.

Secretary Bass presented the corrected January 28 minutes to include the per diem not shown on the minutes. On motion duly made, seconded, and carried, the corrected minutes of the January regular monthly meeting were approved.

Treasurer Hansen presented the treasurer's report which included cash receipts and disbursements. **Resolution 22-25** 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 February director expenses. **Resolution 22-26** On motion duly made, seconded, and carried, it was RESOLVED that the February 2022 director's expenses are approved

General Manager Hotzler presented a written and oral report on several topics, East River updates, data centers and block-chain, load management, and safety. Hotzler presented the February 2022 cooperative scorecard.

Hotzler presented the membership activity report of new memberships, assignments, service connections, and non-active memberships. **Resolution 22-27** On motion duly made, seconded and carried, it was RESOLVED, that the February 2022 membership activity report is approved.

Hotzler reviewed the February 2022 Cyber report and the Basin financials YTD.

Financial and Administration Manager Aberle presented a written and oral report of department activities and February financial reports.

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Operations Manager Kwasniewski presented a written and oral report of department activities including an outage summary report. Kwasniewski reviewed the February 24th safety meeting minutes. **Resolution 22-28** On motion duly made, seconded, and carried, it was RESOLVED, that the February 24th, 2022, safety meeting report is approved.

Member Services Manager 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, Director on the East River Electric board, presented an oral report of East River Electric activities.

Mr. Steve Hansen, Director on the SDREA Board presented an oral report discussing the last SDREA meeting.

Hotzler advised there were two applications for estate retirements of capital credits and one application 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 \$161.63 to be retained by H-D and \$395.55 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 22-29** 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.

Hotzler introduced Jim Dailey to present regarding the Deuel County Crisis Fund. **Resolution 22-30** On motion duly made, seconded, and carried, it was RESOLVED that the board authorizes a one-time donation to the Deuel County Crisis Fund of \$5,000.00.

Kwasniewski reviewed the bids submitted for the tree trimming contract. **Resolution 22-31** On motion duly made, seconded, and carried, it was RESOLVED that the bid from Stateline was approved.

Aberle reviewed the Form 990 Conflict of Interest Forms, together with Policy #103 and Policy #505, with input from the attorney. All Board members completed their 990 Conflict of Interest reviews.

Hotzler presented a Director District Review. The review included the bylaws, maps of the districts, and the breakdown of the members in each district. **Resolution 22-32** On motion duly made, seconded, and carried, it was RESOLVED that the director districts, as presented are approved.

Hotzler reviewed the current status of the Strategic Plan.

Engineer Cutshaw presented a 2021 Outage Review Summary written and oral report.

There was a discussion about the upcoming H-D Electric Annual meeting to be held at the Hamlin Education Center.

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Hotzler and Dale Williams reported on several topics discussed at the NRECA Annual Meeting that they attended.

There was a discussion about the following upcoming meetings.

- a. H-D Electric Annual Meeting
- b. NRECA Director Conference
- c. NRECA Legislative Conference

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