

**SUMMARY - APPROVED**

**H-D ELECTRIC COOPERATIVE, INC.  
REGULAR MONTHLY BOARD MEETING  
April 15, 2022 (Summary)**

The meeting was called to order by the vice-president, Terry Strohfus.

Roxanne Bass called roll and reported that the following directors were present at the meeting in person. Steve Hansen, Dale Williams, Casper Niemann, Todd Moritz, Bert Rogness (arrived at 9:45), Kevin DeBoer, Laurie Seefeldt, and Roxanne Bass. Terry Strohfus appeared via Zoom.

Other in attendance for all or part were Matthew Hotzler, General Manager, and Craig D. Evenson, project attorney, Ms. Annie Aberle, Financial Administrative Manager, Troy Kwasniewski, Operations Manager, Tom Lundberg, Member Services Manager, and Roger Cuthaw, Engineer.

The **annual reorganization meeting** of the Board of Directors of H-D Electric Cooperative, Inc., was held according to Policy 102 and the resolution at the annual reorganization meeting of the Board of Directors on March 22, 2022, immediately following the Annual Meeting of the members. Upon the nominations and ballots being tallied the following were elected

President - Mr. Bert Rogness

Vice-president - Mr. Terry Strohfus

Secretary - Ms. Roxanne Bass

Treasurer - Mr. Steve Hansen

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

Secretary Bass presented the March 18, 2022 minutes for the regular monthly Board of Director meeting together with the summary minutes. On motion duly made, seconded, and carried, the minutes of the March regular monthly meeting and summary minutes were approved.

Secretary Bass presented the Minutes for the Annual Meeting and the Minutes for postponement of the reorganization meeting for review.

Treasurer Hansen presented the treasurer's report which included cash receipts and disbursements, **Resolution 22-33** 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 March director's expenses. **Resolution 22-34** On motion duly made, seconded, and carried, it was RESOLVED that the March 2022 director's expenses are approved.

General Manager Hotzler presented a written and oral report on several topics including the Dakota Energy Lawsuit, East River updates on class D members, Large Loads, WAPA rates, SDREA, and material lead times. Hotzler presented the March 2022 cooperative scorecard.

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Hotzler presented the membership activity report of new memberships, assignments, service connections and non-active memberships. **Resolution 22-35** On motion duly made, seconded, and carried, it was RESOLVED, that the March 2022 membership activity report is approved.

Hotzler reviewed the March 2022 Cyber report and the Basin financial summary YTD.

Finance and Administrative Manager Aberle presented the March financials and mentioned the 2021 Audit was complete and will be presented to the board at the May 2022 meeting.

Operations Manager Kwasniewski presented a written and oral report of department activities including an outage summary report. Kwasniewski reviewed the March 23 safety meeting minutes. **Resolution 22-36** On motion duly made, seconded, and carried, it was RESOLVED, that the safety report for the March 23, 2022, safety meeting, is approved.

Member Services Manager Lundberg presented a written report and oral report of department activities including service order breakdown report, service order backlog report and 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 of SDREA activities.

Hotzler advised the board there were two 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 \$62.29 to be retained by H-D and \$226.50 to be refunded to the members requesting retirement. The financial condition of the cooperative will not be impaired by the payment of the capital credits. **Resolution 22-37** 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.

The Board entered an executive session by motion at 12:34 pm. The Board exited the executive session by motion at 1:06 pm.

Hotzler provided a Policy Review of Policies 105, 106, and 107, together with proposed changes. There was discussion about each policy amongst the board. The board decided to table the discussion on policy 106 and take it back up next month for additional discussion.

**Resolution 22-37** On motion duly made, seconded, and carried, it was RESOLVED that policies 105 and 107, as presented are approved.

Aberle presented and reviewed the Form 990 report. **Resolution 22-38** On motion duly made, seconded, and carried, it was RESOLVED that the Form 990 as presented is approved.

Engineer Cutshaw presented the a 2022 – 2042 Long-Range Plan and reviewed it.

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Hotzler discussed with the Board the H-D Annual meeting about what was successful and what changes could be made. There were 147 register members.

There was a discussion about the following meetings coming up.

- a. NRECA Legislative Conference
- b. CFC Forum
- c. Military Appreciation Night - Crystal Springs Rodeo

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