

SUMMARY - APPROVED

H-D ELECTRIC COOPERATIVE, INC. REGULAR MONTHLY BOARD MEETING May 20, 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, and Terry Strohfus. Laurie Seefeldt and Roxanne Bass appeared via Zoom

Others in attendance for all or part were Matthew Hotzler, General Manager, and Craig D. Evenson, project attorney, Ms. Annie Aberle, Finance and Administration Manager, Troy Kwasniewski, Operations Manager, Tom Lundberg, and 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 April 15, 2022. On motion duly made, seconded, and carried, the minutes of the April regular monthly minutes and summary minutes were approved.

Treasurer Hansen presented the treasurer's report which included cash receipts and disbursements. **Resolution 22-39** On motion duly made, seconded and carried, it was RESOLVED that the treasurer's report be received and placed on file subject to audit.

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, SPP stresses, SDREA update, and windstorm report. Hotzler presented the April 2022 cooperative scorecard.

Hotzler presented the membership activity report of new memberships, assignments, service connections, and non-active memberships. **Resolution 22-40** On motion duly made, seconded and carried, it was RESOLVED, that the March 2022 membership activity report is approved.

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

Finance and Administration Manager Aberle presented the April financials and a written and oral report of department activities.

Operations Manager Kwasniewski presented a written and oral report of department activities including an outage summary report. Kwasniewski reviewed the April 20 safety meeting minutes. **Resolution 22-41** On motion duly made, seconded, and carried, it was RESOLVED, that the safety report for April 20, 2022, safety meeting, as presented 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 load management update.

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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.

Mr. Aaron Clayton presented the Audit for the year 2021. The report was available on Call to Order and Mr. Clayton presented an oral presentation via Zoom. On motion duly made seconded and carried, the board entered an executive session with Mr. Clayton at 10:45 am. The Board exited the executive session via resolution at 10:55 am.

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 \$572.55 to be retained by H-D and \$713.14 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 22-42** 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 presented a Partial Release of Mortgage for Lot 13, which was signed according to the procedure previously produced. Hotzler presented a Partial Release for approval for Lot 11 Wildlife Estates Addition **Resolution 22-43** On motion duly made, seconded, and carried, it was RESOLVED that the partial releases of mortgage for Lots 13 and 11 of Wildlife Estate Addition, as presented, are approved.

Hotzler provided a policy review of policies 106, 108, 109, and 110 with proposed changes. There was discussion and the board tabled discussion on policy 106 for next month. **Resolution 22-44** on motion duly made, seconded and carried, it was RESOLVED that policy 108, as presented is approved. **Resolution 22-45** on motion duly made, seconded and carried, it was RESOLVED that policy 109, as presented is approved. **Resolution 22-46** on motion duly made, seconded and carried, it was RESOLVED that policy 110, as presented is approved.

Hotzler presented a written report regarding RUS Form 219 Inventory of Work Orders from September 2021 to December 2021. **Resolution 22-47** on motion duly made, seconded, and carried, it was RESOLVED that the RUS Form 219s, as presented, are approved, and the board directs Mr. Hotzler to sign and present to RUS for dispersal of funds.

Hotzler presented a report on the Crystal Springs Rodeo Touchstone Energy Night.

Hotzler reported that a delegate for the CFC Annual meeting needs to be elected. Casper nominated Hotzler. And on motion duly, made, seconded, and carried, Hotzler was appointed as the delegate.

Hotzler presented an oral report regarding the two proposed amendments from CoBank. **Resolution 22-48** on motion duly made, seconded, and carried, it was RESOLVED that the vote in the affirmative for both amendments is approved, and the board directs Mr. Hotzler to sign and submit the affirmative votes.

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There was a discussion about the following meetings coming up.

- a. CFC Forum
- b. Military Appreciation Night - Crystal Springs Rodeo
- c. SDREA Board Leadership Summit
- d. H-D Electric Basin Tour
- e. There was a discussion about the CoBank annual meeting, which should be included in policy #106.

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