

**SUMMARY - APPROVED**  
**H-D ELECTRIC COOPERATIVE, INC.**  
**REGULAR MONTHLY BOARD MEETING**  
**September 16, 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, Laurie Seefeldt, and Roxanne Bass. Terry Strohfus was absent

Others in attendance for all or part were General Manager Matthew Hotzler and project attorney Craig D. Evenson, Ms. Annie Aberle, Finance and Administration Manager, Troy Kwasniewski, Operations Manager, and Tom Lundberg, Member Services Manager.

On motion duly made, seconded, and carried, the agenda was approved.

Secretary Bass presented the minutes for the regular monthly meeting of the Board of Directors on August 19, 2022 and the summary. On motion duly made, seconded, and carried, the August minutes of the regular monthly meeting and the summary were approved.

Treasurer Hansen presented the treasurer's report which included cash receipts and disbursements, **Resolution 22-73** On motion duly made, seconded and carried, it was RESOLVED that the treasurer's report be received and placed on file subject to audit.

The Board considered director expenses. **Resolution 22-74** On motion duly made, seconded and carried, it was resolved that the director expenses as presented are approved.

General Manager Hotzler presented a written report together with an oral report on several topics including pandemic, East River MAC meeting, largo Crypto service inquiry meeting, SPP Tour and Tesla performance. Hotzler presented the August 2022 cooperative scorecard.

Hotzler presented the membership activity report of new memberships, assignments, service connections and non-active memberships. **Resolution 22-75** On motion duly made, seconded and carried, it was RESOLVED, that the August, 2022 membership activity report is approved.

Hotzler reviewed the August 2022 Cyber report and reviewed the Basin financials summary YTD.

Finance and Administration Manager Aberle presented August 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 August 23 safety meeting minutes. **Resolution 22-76** On motion duly made, seconded, and carried, it was RESOLVED, that the August 23 safety meeting report 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 a load management update.

## **SUMMARY - APPROVED**

Mr. Bert Rogness, Director on the East River Electric board, presented an oral report. Mr. Rogness discussed multiple topics including SPP considerations, business development, quantum computing, the new communications, and marketing manager, DGC margins, the aggressive shutdown of the coal assets, France restarting nuclear plants, and good financials.

Mr. Steve Hansen, Director on the SDREA Board presented an oral report. Mr. Hansen discussed interviews for the new general manager, the hiring of Frank Turner as a communications specialist, and the potential policy for employee development.

Mr. Craig D. Evenson, project attorney, presented a report on the NRECA Legal Reporting Service publication.

Hotzler advised the board there were no applications for estate retirements of capital credits and four applications for early retirement. He advised the board that \$4,522.93 of the capital credits for early retirements will be retained and \$2,867.52 of the early retirements will be refunded. Pursuant to Article 9, Section 2 of the bylaws and Policy No. 205 for H-D Electric Cooperative, Inc., the total retirement results in \$4,522.93 to be retained by H-D and \$2,867.52 to be refunded to the members requesting their retirement. The financial condition of the cooperative will not be impaired by the payment of capital credits. **Resolution 22-77** 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 Strategic Plan Update with an oral report about the progression of the Strategic Plan.

Policy 205 Patronage Capital Retirement – There was a discussion about the recommendations proposed to the policy. **Resolution 22-78** On motion duly made, seconded, and carried, it was RESOLVED that policy 205, as presented is approved.

Policy 206 Consumer Fees and Charges – There was a discussion about the recommendations proposed to the policy. **Resolution 22-79** On motion duly made, seconded, and carried, it was RESOLVED that policy 206, as presented is approved.

Policy 207 Margin Stabilization – There was a discussion about the recommendations proposed to the policy. **Resolution 22-80** On motion duly made, seconded, and carried, it was RESOLVED that policy 207, as presented is approved.

Hotzler presented an oral report regarding the planning for the 2023 Annual Meeting. The board decided to hold the meeting at the headquarters in Clear Lake on March 21, 2023.

Hotzler presented the 2023 pay plan. **Resolution 22-81**-On motion duly made, seconded, and carried, it was RESOLVED that the 2023 pay plan is approved.

The Manager Annual Review Survey was reviewed during Executive Session.

The board members attending the SD SPP tour and East River annual meeting reported on the meetings.

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Hotzler advised the Board that the Basin Annual Meeting information hasn't come yet. The nomination of a delegate will wait until the next meeting.

Hotzler advised the Board that delegates for the RESCO annual meeting need to be elected. Kevin Nominated Roxanne and Todd Seconded, on motion duly made, seconded, and carried, nominations ceased and the board cast a unanimous ballot for Roxanne as the delegate to the RESCO Annual Meeting held at the NRECA Regional Meeting.

There was a discussion about the upcoming meetings.

- A. NRECA Regional Meeting
- B. Basin Annual Meeting
- C. NRECA Board Leadership Course
- D. Mid-West Electrical Consumers

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