

APPROVED

**H-D ELECTRIC COOPERATIVE, INC.
REGULAR MONTHLY BOARD MEETING
April 21, 2023 (Summary)**

Before the Board meeting, the Board reorganization took place per Policy 102. Project Attorney Evenson conducted the reorganization election. The following were elected; Bert Rogness, President; Terry Strohfus, Vice-President; Roxanne Bass, Secretary; and Steve Hansen, Treasurer.

President Bert Rogness called the meeting to order. The Board delegated Craig D. Evenson the responsibility of preparing minutes.

Secretary Roxanne Bass called the role. Present were: Steve Hansen, Dale Williams, Casper Niemann, Todd Moritz, Kevin DeBoer, Roxanne Bass, Calvin Musch, and Terry Strohfus (Zoom).

Others in attendance for all or part were General Manager Matthew Hotzler, Project Attorney Craig D. Evenson, Finance and Administration Manager Annie Aberle, Operations Manager Troy Kwasniewski, Member Services Manager Tom Lundberg, and Engineer Roger Cutshaw.

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

Secretary Bass presented the March 17, 2023, regular Board meeting and Summary minutes. On motion duly made, seconded, and carried, the March 17, 2023, regular Board and Summary minutes were approved. Bass presented the March 21, 2023, postponement of the reorganization meeting minutes. On motion duly made, seconded, and carried, the minutes were approved.

Treasurer Hansen presented the treasurer's report, including cash receipts and disbursements. After a discussion regarding the report transactions. **Resolution 23-27** 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 23-28** On motion duly made, seconded, and carried, and it was RESOLVED that the director expenses as presented are approved.

General Manager Hotzler presented a written report together with an oral report. Hotzler discussed the East River MAC Meeting and several other topics of discussion.

Hotzler presented the membership activity report, including new memberships, assignments, service connections, and non-active memberships. **Resolution 23-29** On motion duly made, seconded, and carried, it was RESOLVED that the March 2023 membership activity report is approved.

Mr. Hotzler presented the March 2023 Cooperative Scorecard, March 2023 Cyber report, and the Basin financial year-to-date summary for review and discussion.

Finance and Administration Manager Aberle presented March 2023 financials and a written and oral report of department activities.

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Operations Manager Kwasniewski presented a written and oral report of department activities, including and outage summary report. In addition, Kwasniewski reviewed the March 23, 2023 safety meeting minutes. **Resolution 23-30** On motion duly made, seconded, and carried, it was RESOLVED, that the March 23, 2023 safety meeting minutes, 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 the load management update.

Bert Rogness, Director on the East River Board presented an oral report. Mr. Rogness discussed several topics and how they could affect H-D Electric members.

Steven Hansen, Director on the SDREA Board, presented an oral report. Mr. Hansen discussed several topics and how they could affect H-D Electric members.

Hotzler advised the Board there were three applications for estate retirements of capital credits and no applications for early retirements. He advised the Board that \$2,158.72 of the capital credits for estate retirements will be retained, and \$1,832.68 of the estate 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 \$2,158.72 to be retained by H-D and \$1,832.68 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 23-31** On motion duly made, seconded, and carried, it was RESOLVED that H-D Electric Cooperative, Inc. pay the capital credits pursuant to the Bylaws, policies, and applications as presented.

EideBailley's Aaron Clayton presented the 2022 Audit Report. **Resolution 23-32** on motion duly made, seconded, and carried, it was RESOLVED the 2022 Audit Report as presented is approved.

The Board went into executive session to discuss personnel items.

Hotzler reviewed a draft of the Construction Work Plan Presentation regarding the expected level of construction needed in the 4 -year plan. The final CWP will be presented when complete.

Aberle reviewed the 2022 IRS Form 990 for H-D Electric Cooperative, Inc. **Resolution 23-33** on motion duly made, seconded, and carried, it was RESOLVED that the 2022 Form 990 was approved.

Kwasniewski presented the tree-trimming contract bids. **Resolution 23-34** on motion duly made, seconded, and carried, it was RESOLVED that the bid of Stateline Tree Trimming was approved for the 2023 tree-trimming contract.

Hotzler and the Board discussed the 2023 H-D Electric Annual Meeting.

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Upcoming meetings and Events.

- 1) CFC Annual Meeting and Forum
- 2) Military Appreciation Night – Crystal Springs Ranch rodeo-
- 3) CoBank Energy Director Conference

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