

**APPROVED**

**H-D ELECTRIC COOPERATIVE, INC.  
REGULAR MONTHLY BOARD MEETING  
September 19, 2025 (Summary)**

President Rogness called the Regular meeting to order.

Secretary Moritz called Roll: Terry Strohfus, Todd Moritz, Bert Rogness, Dale Williams, Kevin DeBoer, Calvin Musch, Sherwin DeKam, and Casper Niemann. Absent: Steve Hansen

Kevin DeBoer was appointed the acting treasurer for this meeting, given Steve's absence.

Others in attendance for all or part of the meeting 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 Billing Clerk Michelle Prins.

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

Secretary Moritz presented the minutes from the August 15, 2025, Board meeting and Summary minutes. After review, on motion duly made, seconded, and carried, the August 15, 2025, minutes, together with the Summary, were approved.

DeBoer presented the treasurer's report, including cash receipts and disbursements. After review, **Resolution 25-52**. On motion duly made, seconded, and carried, it was RESOLVED that the treasurer's report be received and placed on file subject to audit.

DeBoer presented the August directors' expenses for review. **Resolution 25-53** On motion duly made, seconded, and carried, it was RESOLVED that the August directors' expenses are approved as presented.

General Manager Hotzler presented a written and oral report on various issues that could potentially affect the Cooperative.

Hotzler presented the August 2025 Cooperative Scorecard and the membership activity report. There was discussion about the new memberships, assignments, service connections, and non-active memberships. **Resolution 25-54** On motion duly made, seconded, and carried, it was RESOLVED, that the August 2025 membership activity report is approved.

Hotzler reviewed the August 2025 Cyber report and the Basin financials through August 2025.

Finance and Administration Manager Aberle reported on the monthly financials and other department activities.

Operations Manager Kwasniewski presented the monthly department activities, including the outage summary report.

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Kwasniewski reviewed the minutes from the August 19, 2025, safety meeting. **Resolution 25-55** On motion duly made, seconded, and carried, it was RESOLVED that the August 19, 2025, safety meeting report, as presented, is approved.

Member Services Manager Lundberg reported on the monthly department activities, including the August Service Order Breakdown report, the Load Management Update, and the August Service Order Backlog report.

Mr. Bert Rogness, Director of the East River Board, presented an oral report discussing several topics discussed at the last East River Board meeting.

Project Attorney Evenson asked the Board for any ideas regarding Ag Law and legislation that could be brought up for the upcoming or the following session.

Mr. Hotzler presented the two applications for estate retirements of capital credits and two applications for early retirements, resulting in total retirements of \$1,169.91 to be retained by H-D and \$1,138.38 to be refunded to the members requesting their retirement. The payment of capital credits will not impair the Cooperative's financial condition. **RESOLUTION 25-56** 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 the master services agreement with the auditor, Eide-Bailly. There was a discussion regarding the master services agreement. **RESOLUTION 25-57** On motion duly made, seconded, and carried, it was RESOLVED that the master services agreement as presented is approved.

Hotzler presented and discussed a review of Articles IX – XV of the Bylaws.

Hotzler presented a review of the 2026 Vision Plans and the changes offered by NRECA.

Hotzler handed out the results from the Board's self-assessment survey, and the Board discussed them.

The Board entered executive session by motion at 12:29 pm and exited at 2:10 pm to discuss the proposed 2026 pay plan and the Manager's Annual performance survey. After the pay plan presentation, Hotzler stepped out of the room for the Board to discuss his performance survey. He was then invited back into the room to discuss with the Board. **RESOLUTION 25-57**

On motion duly made, seconded, and carried, it was RESOLVED that the 2026 pay plan as presented is approved.

Hotzler announced that a delegate needs to be elected for the RESCO Annual Meeting. Kevin nominated Kevin as the delegate and Matt as the alternate. Casper seconded. On motion duly made, seconded, and carried, it was resolved that nominations ceased, and the Board cast a unanimous ballot.

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Hotzler announced that a delegate needs to be elected for the Midwest Meeting. Casper nominated Casper as delegate and Kevin as the alternate. Todd seconded. On motion duly made, seconded, and carried, it was resolved that nominations ceased, and the Board cast a unanimous ballot.

Past Month Meeting Reports - East River Annual Meeting: Rogness and other attendees discussed the East River Annual Meeting.

22. Upcoming Meetings

- a. NRECA Regional Meeting – September 23-25, 2025
- b. NRECA Board Leadership Course – November 24-25, 2025
- c. Mid-West Annual Meeting – December 9-11, 2025

There being no further business before the board, on motion duly made, seconded, and carried, the meeting was adjourned.