

MINUTES
GENERAL BOARD MEETING, JULY 30, 2025
FERGUS ELECTRIC COOPERATIVE, INC.

1. **GENERAL MEETING CALLED TO ORDER.** The Fergus Electric Cooperative, Inc. Board of Trustees met in general session July 30, 2025, with PRESIDENT TERRY FROST calling the meeting to order at 11:07 a.m. JANINE RIFE DIDIER was scrivener. The Board Members in attendance were BRAD ARNTZEN, PAUL BRADY, CATHY KOMBOL, BRETT MAXWELL, and JASON SWANZ. Other attendees included GENERAL MANAGER CARSON SWEENEY, OFFICE MANAGER SALLY HORACEK, LINE SUPERINTENDENT BRET OPHUS and CORPORATE COUNSEL KRIS BIRDWELL. The attendees recited the Pledge of Allegiance. BOB EVANS attended the afternoon session of the board meeting.
2. **APPROVAL OF AGENDA.** After reviewing the meeting agenda, it was approved by consensus.
3. **MINUTES APPROVAL.** After reviewing the general board meeting minutes of June 25, 2025, and discussing them, BRETT MAXWELL, moved to approve them. BRAD ARNTZEN seconded the motion, which carried unanimously.
4. **PUBLIC COMMENT PERIOD.** No one from the public appeared.
5. **PLANNING.**
 - i. **2024 AUDIT REPORT – DOUGLAS WILSON & COMPANY, P.C.** MELISSA SOLDANO, CPA with Douglas Wilson Accounting Firm, met with the board via speakerphone and presented and reviewed the firm’s independent audit report of Fergus Electric Cooperative, Inc.’s financials for the years ended December 31, 2024, and 2023. SOLDANO stated that she will work to have the 2025 audit completed in 2026 in time to present it to the membership at the annual meeting in June 2026. SOLDANO reported that the auditing firm’s unmodified opinion (of Fergus Electric’s financials) fairly stated equals an “A” grade. SOLDANO reported that the Douglas Wilson auditing firm will prepare the IRS Form 990 due November 30, 2025. SOLDANO welcomed questions and comments. The Board thanked SOLDANO for her detailed report. After a period of discussion, JASON SWANZ moved to approve the 2024-2023 draft audit report presented by Douglas Wilson, with updated changes to the Trustees and Officers page. BRETT MAXWELL seconded the motion, which carried unanimously.
 - ii. **WILDLIFE MITIGATION PLAN PUBLIC COMMENT PERIOD.** GENERAL MANAGER CARSON SWEENEY reported that he reviewed the report and data he received regarding the wildlife mitigation plan. He will work with a consultant to get everything, maps, etc., updated and then he will report to the board. SWEENEY said the 45-day public comment period will be scheduled to begin in September. When details are known, Fergus Electric will provide notice on Facebook, etc., regarding the public comment period.
 - iii. **BASIN ANNUAL MEETING.** After a brief discussion, BRETT MAXWELL moved to appoint JASON SWANZ as voting delegate at the Basin Electric Power Cooperative annual meeting and TERRY FROST as the alternate. CATHY KOMBOL seconded the motion, which carried unanimously.
 - iv. **MECA ANNUAL MEETING.** After a brief discussion, BRETT MAXWELL moved to appoint TERRY FROST as the voting delegate to elect a representative for the Montana position on the NRECA Board which will occur at MECA’s annual meeting, and CATHY KOMBOL as alternate voting delegate. BRAD ARNTZEN seconded the motion, which carried unanimously.
6. **FINANCIAL AND OTHER MONTHLY REPORTS.** Staff presented financial and other monthly reports to the Board for discussion.
 - a. **OPERATING AND RATIOS REPORTS.** OFFICE MANAGER SALLY HORACEK reviewed the June 30, 2025, Form 7 operating report. JANINE RIFE DIDIER reviewed the June 30, 2025, ratios report.

- b. **OPERATIONS AND SAFETY REPORT.** LINE SUPERINTENDENT BRET OPHUS reported that the July 16 safety meeting was the co-op's annual Pole Top and Bucket Rescue exercise. OPHUS said that the line crew reviewed the Safety Data Sheets and the employees' access to them. The co-op is going to switch to a new company that offers the same safety data sheets service at a lower cost. OPHUS announced that LUKE WOOD was hired to fill the open Journeyman Lineman position. WOOD will start work on Monday, August 18. Currently, the co-op is advertising for a Right of Way Groundman in Lewistown and a Staking Engineer in Roundup. OPHUS said that the co-op will be advertising for two new Groundman Lineman positions soon. OPHUS said that Altec delivered the new digger line truck on Saturday, July 19 and it was put into service Monday, July 21. The front differential went out of the truck the new line truck is replacing. OPHUS reported that the volatile weather took down 20 power poles going to Rattle Snake Oil Field. OPHUS said that ROW GROUNDMAN JAKE deROSIER and DAN RICE finished clearing the ROW on Indian Hill up South Fork of the Judith on National Forest Service land. They cleared 9.5 acres of heavily wooded sidehill. They cut just over 1,000 trees. A cleanup crew will be hired to delimb and stack the trees. OPHUS reported that MECHANIC JASON MILLS told him that the repair costs for the 2014 Polaris Side-By-Side have become excessive. OPHUS said that although it was not in the 2025 budget, he requested purchasing a new Can Am Side-By-Side and selling the 2014 side-by-side. There was considerable discussion in favor of the Can Am side-by-side vehicles, which are manufactured by BRP (Bombardier Recreational Products). The cost of a new Can Am 4 X 4 is \$32,500. The Board approved OPHUS proceeding with making the purchase and advertising the 2014 Polaris for sale.
- c. **INVENTORY OF WORK ORDERS.** There was no work order close-out this month.
- d. **POWER OUTAGE REPORT.** LINE SUPERINTENDENT BRET OPHUS reviewed the June 2025 Outage Report prepared by STAKING ENGINEER MELANIE FORAN, PE.

7. POLICIES.

a. Amended:

- i. **201 - FINANCIAL MANAGEMENT.** After a brief discussion CATHY KOMBOL moved to approve Board Policy 201 as amended. BOB EVANS seconded the motion, which carried unanimously.

8. REPORT OF CORPORATE COUNSEL. CORPORATE COUNSEL KRIS BIRDWELL reported that he would be attending the cooperative-based legal counsel seminar in Providence, Rhode Island. BIRDWELL noted that easements are not easy for members whose land is held in a conservation easement.

9. MANAGER'S REPORT. GENERAL MANAGER CARSON SWEENEY covered items included in his written report. SWEENEY reported that he and MECA CEO MARK LAMBRECHT have continued to work on a MDT rule making committee to implement a new law. SWEENEY said the group will complete its work and provide its recommendations to the Governor by the end of August. SWEENEY provided the Wildfire Mitigation Plan to VantagePoint Consultants for their review and has received their suggestions. STAKING ENGINEER SCOTT OLSON is working with their drafter to improve our maps within the plan. SWEENEY will present the plan improvements to the Board during the August board meeting. SWEENEY and CORPORATE COUNSEL KRIS BIRDWELL will work to provide legal notice for an upcoming public comment period. SWEENEY reported that he attended the CFC Forum in New York, NY. The suggested changes to the CFC Bylaws were approved. SWEENEY reported on the Basin Manager's meeting held in South Dakota that he and other class A and class C managers attended. During the meeting, Basin announced that it would be requesting an 18% rate increase. The information was not well received. The managers provided extensive feedback to Basin leadership. A formal request not to exceed a 10% rate increase was requested. SWEENEY expects Basin leadership to meet this request at its annual meeting.

10. MEETING REPORTS.

- a. **MECA SUMMER BOARD MEETING, JULY 8-10, SIDNEY - TERRY/CATHY/PAUL/CARSON.** The group reported that they enjoyed the meeting. The MECA audit was reviewed and approved.

11. EXECUTIVE SESSION.

- a. **ESTATE CAPITAL CREDITS.** The Board reviewed the list of estate capital credits for July 2025 totaling \$22,316.07, which were prepared by SENIOR BILLING CLERK ERIKA MATTALIANO. CATHY KOMBOL moved to affirm the retirement and BRETT MAXWELL seconded the motion, which carried unanimously.
- b. **DELINQUENT STATUS, NEW MEMBERS.** The Board reviewed the delinquent accounts showing accounts paid in full and accounts still owing. The Board reviewed the second quarter 2025 list of write-offs for \$611.31. No further action was taken.

12. OTHER BUSINESS.

- a. **BOARD DIRECTOR RECEIVES GOLD AWARD.** BOARD PRESIDENT TERRY FROST presented BOARD DIRECTOR BOB EVANS with the Director Gold credential which recognizes directors committed to continuing their education beyond the Credentialed Cooperative Director (CCD) and Board Leadership Certificate (BLC) and who desire a tangible credential that demonstrates their ongoing commitment to advancing their knowledge and performing their fiduciary duty to the best of their ability. BOB EVANS was elected to the Fergus Electric board on October 10, 1985. The board of directors, manager and staff congratulated EVANS on his achievement.

13. NEWS FROM THE DISTRICTS.

14. FUTURE MEETINGS.

- a. Safety Meeting; August 21, 2025
- b. FEC Board Meetings 2025:
 - i. August 21 - 10:00 a.m.; Roundup
 - ii. September 25 - 10:00 a.m.
 - iii. October 30 - 10:00 a.m.
- c. Basin Annual Meeting: Bismarck, ND; August 12-15
- d. MECA Annual Meeting: Great Falls, MT; September 30 - October 1
- e. NRECA Region 7/9 Meeting: Bellevue, WA; October 6-8
- f. MECA Winter Meeting: Great Falls, MT; December 2-3

15. NEWS FROM THE DISTRICTS.

ADJOURNMENT. PRESIDENT TERRY FROST adjourned the meeting at 3:08 p.m.

SECRETARY Braden Amick ATTEST: PRESIDENT Terry Frost