MINUTES GENERAL BOARD MEETING – FEBRUARY 25, 2016 FERGUS ELECTRIC COOPERATIVE, INC.

- 1. GENERAL MEETING CALLED TO ORDER. The Fergus Electric Cooperative Board of Trustees met in general session February 25, 2016 with VICE PRESIDENT DAVID DOVER calling the meeting to order at 9 a.m. TERRY FROST was secretary and VANGIE McCONNELL was scrivener. Other board members present were BRAD ARNTZEN, PAUL DESCHEEMAEKER, JASON SWANZ and MIKE VLASTELIC. PRESIDENT BOB EVANS participated through a conference call connection. GENERAL MANAGER SCOTT SWEENEY, LINE SUPERINTENDENT DALE RIKALA, OFFICE MANAGER SALLY HORACEK, FINANCIAL ANALYST JANINE RIFE DIDIER and CORPORATE COUNSEL KRIS BIRDWELL were also present. The Pledge of Allegiance was recited.
- **2. APPROVAL OF AGENDA.** After reviewing the meeting agenda, MIKE VLASTELIC moved to approve it. PAUL DESCHEEMAEKER seconded the motion, which carried unanimously.
- 3. APPROVAL OF MINUTES OF PREVIOUS MEETING. After reviewing the minutes of the January 29, 2016 general meeting, PAUL DESCHEEMAEKER moved to approve them. JASON SWANZ seconded the motion, which carried unanimously.
- **4. PUBLIC COMMENT PERIOD.** The Board noted the regular time for member input relative to any issue of interest or importance to them. No members appeared.
- 5. **NET METERING AND COMMUNITY SOLAR.** After discussion, MIKE VLASTELIC moved for MANAGER SWEENEY to contact a consulting firm to conduct a study on rates and net metering and to include options for offering community solar to the membership. BRAD ARNTZEN seconded the motion, which carried unanimously.
- 6. STRATEGIC THINKING AND PLANNING. Discussion covered conducting a membership survey in regard to net metering and community solar. JASON SWANZ moved to authorize MANAGER SWEENEY to contact WILL LUTGEN and SCOTT LINDSAY of Symbios Consulting about moving forward with implementing the cooperative's strategic plan. PAUL DESCHEEMAEKER seconded the motion which carried unanimously.
- 7. **NET METERING OPTIONS FOR MEMBER.** MANAGER SWEENEY and the Board reviewed three possibilities relevant to a member's request concerning net metering. After considerable discussion, the Board concluded that the co-op needs to have a thorough engineering analysis done. The results of the study are necessary to make a fair decision.
- **8. FACEBOOK.** Employees MONTE OBERT and JANINE RIFE DIDIER, along with board member BRAD ARNTZEN initialized a Facebook page for Fergus Electric Cooperative. There was a short discussion on what kinds of information should be posted on the site. MANAGER SWEENEY and the Board were pleased with their efforts.

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- 9. UNIVERSAL SYSTEM BENEFIT PROGRAM (USB). One large user (member) to pay Fergus Electric the total amount owed to fulfill its USBP obligation in lieu of listing any qualifying energy efficient improvements that had been completed. One other large user (member), documented the completion of a number of eligible energy efficient improvements, so they are not required to make a monetary contribution to Fergus Electric for the USB program. Fergus Electric reports MECA and MECA, in turn, reports Fergus Electric's name to the Montana Department of Revenue.
- 10. SOUTHERN BOARD AND SME MEETINGS. DAVID DOVER, TERRY FROST, JASON SWANZ and SCOTT SWEENEY reported on the February 24 meeting in Billings. Topics discussed were noteholder payoff, Twin Eagle power supply contract, and Highwood Generating Station trust. They also noted that papers to dissolve SME have been signed and mailed to the Montana Secretary of State.
- 11. PRECORP BOARD. MANAGER SCOTT SWEENEY, OFFICE MANAGER SALLY HORACEK and TRUSTEE MIKE VLASTELIC (Fergus Electric's representative to PRECorp) reported on the February 16 board meeting which took place in Gillette, Wyoming. HORACEK thanked the Board for inviting her to attend PRECorp's board meeting, which she found worthwhile.
- 12. PRECORP AND FERGUS STAFF WORK TOGETHER. Four PRECorp employees recently visited Fergus Electric to provide computer expertise in two areas. Two PRECorp employees who specialize in Geographic information system (GIS) mapping worked with STAKING ENGINEER MONTE OBERT to develop and enhance our GIS mapping system. The other two employees who are internet technology (IT) experts spent the day conducting a cyber-security risk assessment analysis on the co-op's computer system with assistance from RICK WALTENBAUGH, operations manager at Lewistown On Line and JANINE RIFE DIDIER, Fergus Electric's financial analyst.
- **13. BOARD POLICY 209.1, 209.2 AND 209.3 ACCIDENT INVESTIGATION.** After reviewing the new Board Policy 209.1 Accident Investigation with attachments (209.2 and 209.3), TERRY FROST moved to approve the policy. BRAD ARNTZEN seconded the motion, which carried unanimously. A copy is attached.
- **14. BOARD POLICY 220.0 VESTING AND RETIREMENT OF CAPITAL CREDITS.** CORPORATE COUNSEL KRIS BIRDWELL reviewed the amendments he made to Board Policy 220.0. After discussion, MIKE VLASTELIC moved to approve the revisions. PAUL DESCHEEMAEKER seconded the motion, which carried unanimously. A copy is attached.
- 15. FINANCIAL AND OTHER MONTHLY REPORTS AND FORM 7. GENERAL MANAGER SCOTT SWEENEY presented financial and other monthly reports to the Board for discussion. Included in the items seen were the January operating report and year-end (December 2015) RUS Form 7 prepared by OFFICE MANAGER HORACEK and the January analysis of operating statistics prepared by FINANCIAL ANALYST JANINE RIFE DIDIER.
- 16. OPERATIONS REPORT. LINE SUPERINTENDENT DALE RIKALA reported that, to date, two new meters have been installed, two new poles have been added with nine being retired and junked. Crews have been cutting trees in the town of Winnett with Grass Range next and when the snow melts, they will cut in the Little Belt Mountains. The next safety meeting is set for March 30. GORDON McCONKEY of MECA will review Hazardous Energy Control/Lockout Tagout, Personal Protective Equipment, and Hazard Assessment and Annual OSHA 1910.269.

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- **17. INVENTORY OF WORK ORDERS.** After reviewing Inventory of Work Orders No. 572-572X for \$14,734.76 and 572-575-572X (A) ending January 31, 2016, JASON SWANZ moved to approve them. MIKE VLASTELIC seconded the motion, which carried unanimously.
- **18. SIGNAL PEAK, LLC AND EXPRESS PIPELINE.** The combined load factor for the 50Kv and 100Kv Signal Peak substations was 51.9% and Express Pipeline had a total load factor of 52.9%
- **19. 2016 ADMINISTRATIVE BUDGET AND WORK PLAN.** MANAGER SWEENEY reviewed a preliminary budget covering capital expenditures with total subject to borrowing from RUS and total to be financed with general funds. A complete budget will be presented next month.
- **20. WIND GENERATOR REQUEST.** MANAGER SWEENEY reported that STAKING ENGINEER MONTE OBERT was contacted by a wind generator sales person who is interested in installing a 36kW wind turbine for a member north of Roundup. Fergus Electric's board policy on net metering states that facilities cannot exceed 25kW. The Board discussed the request and concluded that the results of an engineering study should be reviewed before considering the request.
- **21. CAPITAL CREDIT RETIREMENTS.** The Board reviewed the February 3, 2016 estate capital credit retirements of \$55,801.22 prepared by SUSAN HINKLEY. PAUL DESCHEEMAEKER moved to affirm the retirements and TERRY FROST seconded the motion, which passed unanimously.
- **22. MECA USB POOL MEMBERSHIP MEETING.** A MECA USB Pool membership meeting to consider two amendments will be called on April 5 in conjunction with the MECA Board and committee meetings. MIKE VLASTELIC was appointed voting delegate to this meeting.
- **23. DELINQUENT ACCOUNTS/NEW MEMBERS LIST.** The Board reviewed the delinquent accounts showing those that were paid in full and those still owing. A list of new members was also reviewed.

24. FUTURE MEETINGS.

- a. Nominating Committees Meeting, Yogo Inn, March 2
- b. CCD Fast Track, Minot March 10-12
- c. PRECorp Board, Sheridan, March 15
- d. Southern Board, Billings, March 23
- e. Safety, March 30, Hazardous Energy Control/Lockout Tagout Annual OSHA; Personal Protective Equipment, Hazard Assessment Annual OSHA; OSHA 1910.269 Gordon McConkey of MECA
- f. FEC Board, March 30 (Wed.) 9 a.m.
 - a. CPA Cory Wheeler at 9:10 a.m.
 - b. Mike Stiff, NRECA Field Representative, 1 p.m.
- g. Southern/WAPA/Basin Meeting, Billings, March 31
- h. Director's Course 957.1 How to Evaluate and Improve Board Performance, Great Falls, April 4
- i. MECA Board and Committees, Great Falls, April 5-6
- j. FEC Board, April 28 9 a.m., May 26 9 a.m.
- k. NRECA Legislative Conference, Washington, D.C., May 1-3
- I. NWPPA Annual, Tulalip Resort, Washington, May 15-18
- m. FEC Annual, Saturday, June 11

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25. NEWS FROM THE DISTRICTS.

26. ADJOURN. VICE PRESIDENT DAVID DOVER adjourned the meeting at 2:45.

Secretary P Attest: President