

**MINUTES**  
**GENERAL CONFERENCE CALL BOARD MEETING, FEBRUARY 28, 2019**  
**FERGUS ELECTRIC COOPERATIVE, INC.**

- 1. GENERAL CONFERENCE CALL MEETING CALLED TO ORDER.** Due to extreme winter weather conditions, the Fergus Electric Cooperative, Inc. Board of Trustees convened via conference call February 28, 2019 with VICE PRESIDENT PAUL DESCHEEMAER calling the meeting to order at 10:13 a.m. JANINE RIFE DIDIER was scrivener. Board members in attendance were BRAD ARNTZEN, TERRY FROST, CATHY KOMBOL, BRETT MAXWELL and JASON SWANZ. BOB EVANS was unable to join the conference call due to a poor phone connection. GENERAL MANAGER SCOTT SWEENEY, ASSISTANT GENERAL MANAGER DAVID DOVER, CORPORATE COUNSEL KRIS BIRDWELL, LINE SUPERINTENDENT DALE RIKALA and OFFICE MANAGER SALLY HORACEK were also present.
- 2. PUBLIC COMMENT PERIOD.** The Board noted the regular time for member input relative to any issue of interest or importance to them. No member appeared.
- 3. APPROVAL OF AGENDA.** After reviewing the meeting agenda, TERRY FROST moved to approve it. BRAD ARNTZEN seconded the motion, which carried unanimously.
- 4. APPROVAL OF MINUTES OF PREVIOUS MEETING.** After reviewing the minutes of the January 31, 2019 general meeting and discussing them, BRETT MAXWELL moved their approval. TERRY FROST seconded the motion, which carried unanimously.
- 5. 2019 BUDGET.** After discussing the goals, administrative budget and work plan, and capital expenditures, which were reviewed in detail during the February board meeting, JASON SWANZ moved to approve the 2019 Budget. BRAD ARNTZEN seconded the motion, which carried unanimously.
- 6. TRANSMISSION LINE UPDATE.** LINE SUPERINTENDENT DALE RIKALA reported that the rebuild is coming along well. Rocky Mountain Contractors' (RMC) crews have the new transmission line strung in to the Carters Pond metering point. Fergus Electric Co-op agreed to RMC leaving the project for a week during the period of below zero temperatures to work on storm damage out of state. Rocky Mountain Contractors are working toward being done by March 15, 2019.
- 7. NEW METERING SYSTEM.** ASSISTANT MANAGER DAVID DOVER gave an overview of the new metering system. DOVER stated that the Phase 1 design by Itron is planned to be completed by March 8, 2019 and the site survey is projected to be completed by our crews in March and April. The communication equipment is estimated to arrive the end of May and meters will arrive around July.
- 8. SANDFIRE RESOURCES COPPER MINE.** ASSISTANT MANAGER DAVID DOVER reported that the co-op requested five thousand dollars from Sandfire Resources for the system impact study that will be conducted by NorthWestern Energy.
- 9. FINANCIAL AND OTHER MONTHLY REPORTS.** GENERAL MANAGER SCOTT SWEENEY presented financial and other monthly reports to the Board for discussion. OFFICE MANAGER SALLY HORACEK reviewed the December 31, 2018 year-end operating report and the January 31, 2019 operating report. FINANCIAL ANALYST JANINE RIFE DIDIER presented the December 31, 2018 ratios report. TERRY FROST moved to approve the financials as presented. JASON SWANZ seconded the motion, which carried unanimously. AUDITOR CORY WHEELER will attend the March 2019 board meeting to give the Board of Directors the results of the 2018 audit of the co-op's financials.
- 10. BASIN ELECTRIC DISTRIBUTES CAPITAL CREDIT GENERAL RETIREMENT CHECK.** MANAGER SWEENEY reported that Fergus Electric Co-op received a capital credit general retirement check in the amount of \$25,962.85 from Basin Electric Power Cooperative.
- 11. POWER OUTAGE REPORT.** GENERAL MANAGER SWEENEY and the Board reviewed a report prepared by JANINE RIFE DIDIER covering power interruptions for January 2019.

**12. OPERATIONS REPORT.** LINE SUPERINTENDENT DALE RIKALA reported that on February 18, a conductor broke on the transmission line feeding the Winifred substation resulting in a power outage lasting approximately four and one-half hours that affected members in the Winifred Area. The outage occurred around 5 a.m. with temperatures near 20 degrees below zero. The Roundup crew has fixed problems that were found while patrolling line. The February 7<sup>th</sup> safety meeting included providing First Aid, CPR, AED training from Lewistown Fire Department Fire Marshal, Mike Davis to a group of staff who did not participate in the December class. In March, JOE ROTH and JAMES CARLIN with Powder River Energy Corporation will meet with Fergus Electric and Rocky Mountain Contractors to inspect the new transmission line.

**13. ESTATE CAPITAL CREDITS.** The Board reviewed the February 2019 estate capital credit retirements of \$21,962.84 prepared by SUSAN HINKLEY. BRETT MAXWELL moved to affirm the retirements and JASON SWANZ seconded the motion, which carried unanimously.

**14. BOARD POLICY 220 - ALLOCATING, VESTING AND RETIRING CAPITAL CREDITS.** The Board tabled discussion concerning further review of Board Policy 220 until next month's meeting.

**15. REPORT OF CORPORATE COUNSEL.** CORPORATE COUNSEL KRIS BIRDWELL reviewed items of importance to the cooperative. COUNSELOR BIRDWELL commended his predecessor ATTORNEY, BILL SPOJA on having the board review Board Policies every month, noting that it is a wise thing to do.

**16. NRECA MANAGEMENT INTERNSHIP PROGRAM.** ASSISTANT MANAGER DAVID DOVER reported that he was gone for two weeks during the month of February attending the final course in the NRECA Management Internship Program, which he successfully completed. The final session included classes on leadership, performance management, legal issues, human resources, budgeting, negotiation skills and co-op culture. DOVER told the Board that the program was excellent, and he greatly appreciated them letting him attend.

**17. NOMINATING COMMITTEE MEETING.** GENERAL MANAGER SCOTT SWEENEY reported that he and OFFICE MANAGER, SALLY HORACEK met with the District 1 and District 6 Nominating Committees on February 20 at the Yogo Inn to provide them with guidelines and general information to assist them in finding and nominating members who are interested in running for a position on the board.

**18. PRECORP BOARD/MEMBERS 1<sup>ST</sup>.** PAUL DESCHEEMAERKER and MANAGER SWEENEY reported on the February 19, 2019 meeting.

**19. DELINQUENT ACCOUNTS/NEW MEMBERS LIST.** The Board reviewed the delinquent accounts showing those that were paid in full and those that were still owing. A list of new members was also reviewed. Write offs will be presented to the Board for approval at the May 2019 general board meeting.

**20. FUTURE MEETINGS.**

- a. Safety Meeting, Fire Emergency- and Combustible Materials- related safety, MECA Safety Instructor, Troy Kamps, Apr. 10
- b. Members 1<sup>st</sup> and PRECorp Board, Mar. 18 and 19, Sheridan
- c. FEC Board, Mar. 28 - 10 a.m., Apr. 25 - 10 a.m., May 30 and June 27
- d. NWPPA Annual Conference and Membership Meeting, May 19-22, Sacramento

**21. NEWS FROM THE DISTRICTS.**

**22. ADJOURNMENT.** VICE PRESIDENT PAUL DESCHEEMAERKER adjourned the meeting at 11:40 a.m.

SECRETARY

*Troy Kamps*

ATTEST: PRESIDENT

*Paul Descheemaeker VP*