

MINUTES
GENERAL BOARD MEETING, MARCH 25, 2021
FERGUS ELECTRIC COOPERATIVE, INC.

1. **GENERAL MEETING CALLED TO ORDER.** The Fergus Electric Cooperative, Inc. Board of Trustees met in general session March 25, 2021 with PRESIDENT PAUL DESCHEEMAER calling the meeting to order at 10:05 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 attended via conference call. GENERAL MANAGER CARSON SWEENEY, OFFICE MANAGER SALLY HORACEK, LINE SUPERINTENDENT DALE RIKALA and CORPORATE COUNSEL KRIS BIRDWELL were also present. The Pledge of Allegiance was recited.
2. **APPROVAL OF AGENDA.** After reviewing the meeting agenda, TERRY FROST moved to approve it. BRETT MAXWELL seconded the motion, which carried unanimously.
3. **APPROVAL OF MINUTES OF PREVIOUS MEETING.** After reviewing the minutes of the February 25, 2021 general meeting and discussing them, BRETT MAXWELL moved their approval. BRAD ARNTZEN 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 member appeared.
5. **2020-2019 AUDIT REVIEW AND APPROVAL.** CORY WHEELER of Smith, Lange & Halley, P.C., Certified Public Accountants presented and reviewed the firm's audit report of Fergus Electric Cooperative Inc.' financials for years ended December 31, 2020 and 2019. WHEELER invited questions and comments. After discussion, JASON SWANZ moved to approve the audit. BRAD ARNTZEN seconded the motion, which carried unanimously.
6. **NOMINATING COMMITTEE MEETINGS, MARCH 24 AND 25.** In accordance with Fergus Electric Cooperative Bylaws, Article IV, Section 4.3, the nominating committees met and nominated candidates for the Board of Directors. On March 24th, the District 3 nominating committee met at the Hilger Fire Hall in Hilger and nominated incumbent Brad Arntzen. Also, on March 24th, the District 5 nominating committee met at the Grand Bar in Roundup and nominated incumbent Terry Frost as the candidate for District 5. The District 7 nominating committee will meet on March 25th at The Water Hole in Stanford. In addition to the procedure set forth above, any 15 or more members acting together from the district in which a director is to be elected may make other nominations by petition not less than 30 days prior to the meeting, and the secretary shall post such nominations at the same place where the list of nominations made by the aforesaid committees are posted. No other method of nominating candidates for board director shall be permitted.
7. **MARCH 15 - RETURN TO MONDAY-THURSDAY (4/10 HOUR-DAY) WORK SCHEDULE.** MANAGER SWEENEY reported that with the arrival of Daylight Saving Time, on March 15th, Fergus Electric's office hours changed to 7:00 a.m. until 5:30 p.m., Monday through Thursday, closed Friday, which is the same schedule as in 2020 during the months of Daylight Saving Time.
8. **OFFICE OPEN TO MEMBERS.** MANAGER SWEENEY noted that with the reduction of local Covid-19 cases along with the increase in number of fully vaccinated people, it was decided that the front doors would be unlocked for the first time in nearly a year to permit members to conduct business face to face. The co-op will display signs at the entrance recommending people wear masks and follow distancing guidelines.
9. **LINEMAN APPRECIATION DAY, APRIL 12.** On Monday, April 12, Fergus Electric will express its appreciation to the line workers for all the fine work they do by providing them with breakfast before they begin their workday. MANAGER SWEENEY invited the Board to attend. The Roundup line workers will have breakfast provided for them as well. The Board expressed its appreciation for being served by top notch line workers.

10. RESOLUTION AUTHORIZING THE AMENDMENT OF THE NRECA 401(k) PENSION PLAN. The Board reviewed the Resolution and Adoption Agreement "A" to RUS# 27015-001. It does not change the eligibility period for employees to receive employer contributions but amends the 401(k) Plan eligibility period requirement for employees to become participants and begin making employee elective contributions by changing from the completion of a year of eligibility service to the completion of one full month of employment. After a period of discussion, BRETT MAXWELL moved to approve the Resolution Authorizing the Amendment of the NRECA 401(k) Pension Plan Adoption Agreement "A" RUS# 27015-001. JASON SWANZ seconded the motion, which carried unanimously. (Attached).

11. FINANCIAL AND OTHER MONTHLY REPORTS. Financial and other monthly reports were presented to the Board for discussion. OFFICE MANAGER SALLY HORACEK reviewed the February 28, 2021 operating report. HORACEK gave the Board an expanded income statement and balance sheet that provided line-by-line detail of the general ledger accounts that end up on the Form 7. HORACEK reported that Stockman Bank has still not commented on the status of the PPP money. JANINE RIFE DIDIER presented the ratios report for February 28, 2021.

12. OPERATIONS AND SAFETY REPORT. RIKALA said that the 2008 Ditch Witch RT95 trencher the co-op purchased from Lower Yellowstone Electric Co-op arrived March 10. LINE SUPERINTENDENT RIKALA said the co-op will soon be ordering two new service trucks.

13. INVENTORY OF WORK ORDERS. No work orders were closed in February 2021.

14. POWER OUTAGE REPORT. The Board reviewed the outage report prepared by JANINE RIFE DIDIER which covered power interruptions for January-February 2021.

15. SCHOLARSHIPS. GENERAL MANAGER CARSON SWEENEY provided a brief overview of Central Montana Foundation's role in assisting the co-op in advertising and awarding a lineman scholarship.

16. BOARD POLICY 215 - ADVISORY COMMITTEE. The Board reviewed Policy 215.

17. BOARD POLICY 216 - COMMUNICATIONS. The Board reviewed Policy 216.

18. BOARD POLICY 217 - PERSONAL ASSISTANCE PROGRAM. The Board reviewed Policy 217. After discussion, BRAD ARNTZEN moved to approve the policy as amended. BRETT MAXWELL seconded the motion, which carried unanimously.

19. REPORT OF CORPORATE COUNSEL. CORPORATE COUNSEL KRIS BIRDWELL reported that it had been a busy month having worked on several items of importance to the cooperative.

20. MANAGER'S REPORT. GENERAL MANAGER CARSON SWEENEY reported on the meeting with DAVE RAATZ, BASIN ELECTRIC SENIOR VICE PRESIDENT OF ASSET MANAGEMENT, RESOURCE PLANNING, AND RATES he attended in Bismarck, North Dakota on March 5th to discuss Basin's rates. SWEENEY said there may be future meetings to continue the discussion. SWEENEY told the Board that he would like to hire three groundmen to help crews this summer. SWEENEY asked the Board if the co-op staff could spend April 1st dedicated to cleaning up the office, shop, and grounds. The Board consented.

21. PRECorp/MEMBERS 1ST. PRESIDENT PAUL DESCHEEMAERKER gave a report on the PRECorp/Members 1st (virtual) Board Meeting for March.

22. **SAFETY.** LINE SUPERINTENDENT DALE RIKALA reported that the March 17 safety meeting began with DAN BALSTER giving a presentation on capacitor safety, operation, and benefits. SCOTT OLSON and MARK SCHWOMEYER followed with a discussion concerning transformer back feed. MELANIE FORAN conducted a hands-on Outage Management System training session along with instruction on completing outage tickets on iPads. BRIAN GODBEY concluded the safety meeting with current transformer safety, wiring schematics and how to calculate CT multipliers for billing purposes. RIKALA reported that the staff did an excellent job of presenting each of their topics.

23. **MECA LEGISLATIVE UPDATE.** GENERAL MANAGER CARSON SWEENEY reported on the various legislative topics MECA is watching.

24. **ESTATE CAPITAL CREDITS.** The Board reviewed the March 2021 list of estate capital credits in the amount of \$51,292.23 prepared by SUSAN HINKLEY. JASON SWANZ moved to affirm the retirements and CATHY KOMBOL seconded the motion, which carried unanimously.

25. **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.

26. **OTHER BUSINESS.** None.

27. **FUTURE MEETINGS.**

- a. MECA Spring Board Meeting, April 6-7
- b. Basin Board Meeting, April 13-15, and May 11-13
- c. NRECA Legislative Conference, April 18-20
- d. PRECorp/Members 1st Board Meeting, April 20
- e. Safety Meeting, April 21
- f. MECA Line Superintendent Group Spring Meeting, May 4-5
- g. FEC Board, April 28, and May 29
- h. NWPPA Annual Meeting, May 11-12
- i. FEC Annual Meeting, June 10

28. **NEWS FROM THE DISTRICTS.**

29. **ADJOURNMENT.** PRESIDENT PAUL DESCHEEMAEKER adjourned the meeting at 4:00 p.m.

SECRETARY



ATTEST: PRESIDENT

