

APPROVED

**REGULAR MONTHLY BOARD MEETING INCLUDING
THE ANNUAL REORGANIZATION MEETING
April 18, 2025 (Summary)**

REORGANIZATION

Before the Board meeting, the Board reorganization took place per Policy 102. Project Attorney Evenson conducted the reorganization election. The following were elected; Bert Rogness, President; Terry Strohfus, Vice-President; Todd Moritz, Secretary; and Steve Hansen, Treasurer.

REGULAR MEETING

President, Bert Rogness called the meeting to order. The Board delegated Craig D Evenson the responsibility of preparing minutes.

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

Others in attendance for all or part 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 System Engineer, Roger Cutshaw.

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

Secretary Moritz presented the March 21, 2025 regular Board meeting and Summary minutes. After a discussion on motion duly made, seconded, and carried, the March 21, 2025, regular Board of Directors monthly meeting minutes and Summary minutes, were approved.

Treasurer Hansen presented the treasurer's report, including cash receipts and disbursements. After a discussion about the report transactions. **Resolution 25-24** On motion duly made, seconded and carried, it was RESOLVED that the treasurer's report be received and placed on file subject to audit. The Board considered the month's Director expenses. **Resolution 25-25** On motion duly made, seconded, and carried, it was RESOLVED that the Director's expenses as presented for the month are approved.

General Manager Hotzler presented a written and oral report. Hotzler reported on various activities from affiliated organizations and other items affecting H-D Electric Cooperative.

Hotzler presented the March 2025 Cooperative Scorecard. Hotzler presented the membership activity report, which included new memberships, assignments, service connections and non-active memberships. **Resolution 25-26**, On motion duly made, seconded and carried, it was RESOLVED that the March 2025 membership activity report is approved.

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

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There was a discussion about the financials.

Finance and Administration Manager Aberle presented the March 2025 financial report with a written and an oral report on department activities. Aberle presented the revenue and expense per one thousand kilowatt hours without margin and stabilization through March 2025. The board asked questions about Ms. Aberle's reports.

Aberle presented the following resolution to update paperwork at the East River Federal Credit Union.

Resolution 25-27 On motion duly made, seconded, and carried,

RESOLUTION

WHEREAS, H-D Electric Cooperative, Inc. has a Savings and Money Market Account at East River Federal Credit Union; and

NOW, THEREFORE BE IT RESOLVED, that this Board authorizes the following employees to be removed from the Authorized Signers.

Roger Squires

Gayle Wiersma

NOW, THEREFORE BE IT RESOLVED, that this Board authorizes the following employees to be added as Authorized Signers.

Troy Kwasniewski

Michelle Prins

Operations Manager Kwasniewski, presented a written and oral report on department activities, including outage summary report. The board asked questions and discussed the report with Kwasniewski. Kwasniewski reviewed the March 11, 2025 safety meeting minutes. **Resolution 25-28** On motion duly made, seconded, and carried, it was RESOLVED, that the safety report meeting minutes are approved.

Member Services Manager Lundberg presented a written and oral report on department activities, including the service order breakdown report, Load Management Update, and service order backlog report.

Bert Rogness, Director of the East River Board, presented an oral report. Mr. Rogness discussed several topics including Basin Financials, the last East River Meeting, Large Load considerations, and East River Financials.

Steven Hansen, Director of the SDREA Board, presented an oral report. Hansen discussed the last SDREA meeting, large load issues with SDREA, NRECA Report, legislative update and the PUC docket for data center.

Project Attorney Evenson discussed a potential challenge to law and a couple of local interest items.

Hotzler advised the board there were two applications for estate retirements of capital credits and no applications for early retirement. He advised the board that \$689.82 of the capital credits for estate retirement will be retained and \$784.56 of the early retirement will be refunded. Pursuant to

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Article 9, Section 2 of the Bylaws and Policy No. 205 for H-D Electric Cooperative, Inc., the total retirement results in \$689.82 to be retained by H-D and \$784.56 to be refunded to the members requesting their retirement. The financial condition of the cooperative will not be impaired by the payment of capital credits. **Resolution 25-29** 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 Audit Letter and Audit Report for the Audit of 2024. Mr. Aaron Clayton, Auditor from Eide-Bailly, attended the meeting via Microsoft Teams. Mr. Clayton presented the findings of the audit. The Board asked questions to Mr. Clayton without the presence of H-D Electric employees.

Aberle presented and discussed the 2024 Form 990 tax return with the board for their review and approval.

Hotzler presented the quarterly Strategic Plan Update.

System Engineer Cutshaw presented a state of the system presentation.

Hotzler discussed the 2024 H-D Electric Annual Meeting with sustains and improvements.

Upcoming meetings:

- a. NRECA Legislative Conference April 27-30, 2025
- b. Crystal Springs Rodeo June 28, 2025
- c. CFC Forum June 30 - July 2, 2025