

APPROVED

**H-D ELECTRIC COOPERATIVE, INC.
REGULAR MONTHLY BOARD MEETING
July 18, 2025 (Summary)**

President Bert Rogness called the Regular meeting to order.

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

Others in attendance for all or part of the meeting were General Manager Matthew Hotzler, Project Attorney Craig D. Evenson, Legal Intern Aftyn Heitkamp, Finance and Administration Manager Annie Aberle, Member Services Manager Tom Lundberg, and Billing Clerk Michelle Prins.

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

Secretary Moritz presented the minutes from the June 20, 2025, Board meeting and the Summary minutes. After a discussion. On Motion duly made, seconded, and carried, the June 20, 2025, minutes of the regular Board of Directors monthly meeting, together with the Summary minutes, were approved.

Treasurer Hansen presented the treasurer's report, including cash receipts and disbursements. There was a discussion about the transactions. **Resolution 25-40** On Motion duly made, seconded, and carried, it was RESOLVED that the treasurer's report be received and placed on file subject to audit.

General Manager Hotzler presented a written and oral report on the East River MAC meeting and various other issues that could potentially affect the Cooperative.

Hotzler presented the June 2025 Cooperative Scorecard and membership activity report. After discussing the membership activity report. **Resolution 25-41** On Motion duly made, seconded, and carried, it was RESOLVED, that the June 2025 membership activity report is approved.

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

Finance and Administration Manager Aberle presented a written and oral report on the monthly financials and other department activities.

Hotzler presented the Operations Manager's Report, which included the outage summary report, as Mr. Kwasniewski was out of the office assisting SDREA in a RESAP safety evaluation at a neighboring electric cooperative. Hotzler reviewed the June 25, 2025, safety meeting minutes. **Resolution 25-42** On Motion duly made, seconded, and carried, it was RESOLVED, that the June 25, 2025, safety meeting minutes, as presented, are approved.

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

APPROVED

Mr. Bert Rogness, Director of the East River Board, presented an oral report discussing several topics discussed at the East River Board meeting.

Mr. Steven Hansen, Director of the SDREA Board, presented an oral report on the last SDREA meeting and other monthly communications from SDREA.

Mr. Craig D. Evenson discussed the SDREA Legal Seminar.

Hotzler advised the Board that there were three applications for estate retirements of capital credits and three applications for early retirements. The total retirement results in \$10,406.44 to be retained by H-D and \$7,364.27 to be refunded to the members requesting retirement. The payment of capital credits will not affect the cooperative's financial condition. **RESOLUTION 25-43** On Motion duly made, seconded, and carried, it was RESOLVED that H-D Electric Cooperative, Inc., pay the capital credits pursuant to the Bylaws, policies, and applications as presented.

Hotzler presented a red-line proposed amendment to policy 601 regarding line retirement for idle services. There was a discussion regarding the change to policy 601. **RESOLUTION 25-44** On Motion duly made, seconded, and carried, it was RESOLVED that policy 601 be amended as presented.

Mr. Hotzler presented a red-line proposed amendment to policies 408, 412, and 415 regarding the heat meter policies. There was discussion regarding the proposed policies. **RESOLUTION 25-45** On Motion duly made, seconded, and carried, it was RESOLVED that policies 408, 412, and 415 be amended as presented.

Hotzler presented the workflow for applying for renewables on the NOVA Portal. He also presented a proposed amendment to Policy 604. There was discussion about the proposed amendment to policy 604. **RESOLUTION 25-46** On Motion duly made, seconded, and carried, it was RESOLVED that policy 604 be amended as presented.

Hotzler presented a Bylaw review regarding Articles III and IV. There was considerable discussion regarding Articles III and IV, as well as the one-member, one-vote principle. The Board identified possible amendments to the Bylaws. Mr. Evenson will create proposed amendments following the Board's direction.

Hotzler stated that a delegate needs to be nominated for the Basin Annual Meeting. Dale nominated Calvin as delegate and Steve as alternate. Kevin seconded. On Motion duly made, seconded, and carried, nominations ceased, and the Board passed a unanimous ballot for Calvin Musch as delegate and Steven Hansen as alternate.

Hotzler stated that a delegate and alternate need to be nominated for the NRECA Regional VI Meeting. Todd nominated Kevin as delegate and Steve as alternate. Dale seconded. On Motion duly made, seconded, and carried, nominations ceased, and the Board passed a unanimous ballot for Kevin DeBoer as delegate and Steven Hansen as alternate.

APPROVED

Upcoming meetings

- a. H-D Electric Basin Tour – August 4-5, 2025
- b. Basin Annual Meeting – August 12-14, 2025
- c. SDREA Board Leadership Summit – August 24-25, 2025
- d. East River Annual Meeting – September 3, 2025
- e. Line Patrol Charity Ride – September 5-6, 2025
- f. NRECA Regional Meeting – September 23-25, 2025

Roundtable

Meeting Adjourned.