### **Strategic Plan Correlation**

- Financial Stewardship
- 2. Power Supply
- 3. Reliability
- Energy Conservation, Renewable Energy, Environmental Stewardship
- 5. Member-Owner Services, Communications, Community Involvement
  6. Information Technology
  7. Safety /Human Resources
  8. Legislative and Regulatory Affairs

### **DAKOTA ELECTRIC ASSOCIATION Board of Directors Virtual Meeting**

### **Agenda**

Thursday, May 28, 2020

TIME ALLOCATED	OBJECTIVE	RESPONSIBILITY
	■ Directors Code of Conduct	Directors
8:30 a.m. – 8:31 a.m.	■ Call to Order	Jerry Pittman
8:31 a.m. – 9:30 a.m.	■ Annual Board Reorganization – Virtual Meeting #1	Directors Attorney McGrane Cherry Jordan
	Annual Board Reorganization (Please note that some policies attached in this section were approved in April, and some have been updated for ease of viewing with edits that are on the agenda for approval during this board meeting. The red-lined copies are in the Policy Section of this agenda)	Directors Attorney McGrane Cherry Jordan
	Election of Board Officers (One-year term)	
	Election of GRE Directors (One-year term)	
	Election of MREA Director (One-year term)	
	<ul> <li>Director Seating Assignments – does anyone want to move?</li> </ul>	
	<ul> <li>Board appoints Committee Members for the Unclaimed Capital Credits, Scholarships, and Donation Committee – Section I, Policy 5.11 - now 5.3. (Updated 4-30-2020)</li> </ul>	
	Board appoints Committee Members for the CEO Compensation and Performance Review Committee – Section I, Policy 5.12 – now 5.4 (annual appointment) (On 5-28-2020 agenda)	

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#### **DAKOTA ELECTRIC ASSOCIATION Board of Directors Virtual Meeting** Thursday, May 28, 2020

TIME ALLOCATED	OBJECTIVE	RESPONSIBILITY
	Mentor Assignment for New Director, Bill Middlecamp	
	<ul> <li>Board appoints Committee Members for the 2020/2021 Election Committee (Section I, Policy 5.10 – now 5.2) (Updated 4-30-2020)</li> </ul>	
	<ul> <li>Board appoints Committee Members for the 2020/2021 Audit Committee (Section I, Policy 5.23 - now 5.8) (Updated 4-30-2020)</li> </ul>	
	<ul> <li>Treasurer Delegation of Authority (for new treasurer if necessary)</li> </ul>	
	<ul> <li>Board appoints Delegates to NRECA/NRTC/Federated/CFC Regional Meetings, September 15-17, 2020, Des Moines, IA</li> </ul>	
	<ul> <li>Board appoints Delegates to NARUC 132nd Annual Meeting – Seattle, WA- November 8- 11, 2020 (Section I, Policy 5.14, now 5.6) (Updated 4-30-2020)</li> </ul>	
	<ul> <li>Code of Ethics (Section I, Policy 5.53 - now 1.5) (Updated 4-30-2020)</li> </ul>	
	<ul> <li>Annual Director Certification (Section I, Policy 5.54 – now 4.4) (On 5-28-2020 agenda)</li> </ul>	
	<ul> <li>Annual Signature Renewal of Automobile License and Insurance Coverage Form (Section I, Policy 4 - now 4.1, See II.A.5.) (Updated 4-30-2020)</li> </ul>	

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#### **DAKOTA ELECTRIC ASSOCIATION Board of Directors Virtual Meeting** Thursday, May 28, 2020

TIME ALLOCATED	OBJECTIVE	RESPONSIBILITY
	Certification of Automobile License and Insurance Coverage Form	
	Annual Fire Drill Procedures Reminder for Board/Corporate Attorney	
	Duties of Directors (30 Minutes)	Attorney McGrane
9:30 a.m. – 9:50 a.m.	<ul> <li>Proposal for update to CEO Compensation Committee process</li> </ul>	Attorney McGrane Jerry Pittman
	<ul> <li>Policy Book Section I, Policy 5.12, Compensation and Performance Review Committee- Proposal to Rename and renumber this policy to 5.4 with the edits noted, effective 05-28-2020.</li> </ul>	
	■ Finalize CEO Goals	Directors Attorney McGrane
9:50 a.m. – 10:00 a.m.	■ Recess	
10:00 a.m. – 10:30 a.m.	<ul> <li>Executive Session – Virtual Meeting #2</li> <li>Eric Olsen Memo - Request for Vote in Favor of Wind Energy Power Purchase Agreements for up to 605 MW of New Wind Generation Projects</li> <li>Resolution No. GRE R20-5-3 – Authorization and Approval Actions for the Retirement of Coal Creek Station as a Power Supply Resource</li> </ul>	Directors Attorney McGrane Greg Miller Doug Larson

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#### **DAKOTA ELECTRIC ASSOCIATION Board of Directors Virtual Meeting Thursday, May 28, 2020**

OBJECTIVE	RESPONSIBILITY
<ul> <li>Approval of Nextera Energy Resources Wind Energy Power Purchase Agreements for up to 605 MW of Wind Generation Projects</li> <li>Resolution No. GRE R20-5-4 - Approval of Nextera Energy Resources Wind Energy Power Purchase Agreements for up to 605 MW of Wind Generation Projects</li> <li>Dakota Electric Association Resolution 20-5-3</li> </ul>	
Purchase Agreements for up to 605 MW of Wind Generation Projects	
<ul> <li>Regular meeting commences – Staff joins the meeting – Virtual Meeting #3</li> </ul>	Directors Attorney McGrane Staff
<ul><li>Additions or Changes to Agenda</li><li>Visiting Member Comments</li></ul>	Jerry Pittman Jerry Pittman
<ul> <li>Approval of:</li> <li>Dakota Electric Association Resolution 20-5-3 – Vote in Favor of Wind Energy Power Purchase Agreements for up to 605 MW of Wind Generation Projects</li> </ul>	Directors
■ CONSENT AGENDA – Items for approval – any item may be pulled for further discussion:  → Minutes of April 30, 2020 Board Meeting	
<ul> <li>→ Attorney's Monthly Fees – Resolution 20-5-1</li> <li>→ Attorney's Monthly Fees</li> </ul>	
	<ul> <li>Approval of Nextera Energy Resources Wind Energy Power Purchase Agreements for up to 605 MW of Wind Generation Projects</li> <li>Resolution No. GRE R20-5-4 - Approval of Nextera Energy Resources Wind Energy Power Purchase Agreements for up to 605 MW of Wind Generation Projects</li> <li>Dakota Electric Association Resolution 20-5-3 - Vote in Favor of Wind Energy Power Purchase Agreements for up to 605 MW of Wind Generation Projects</li> <li>Regular meeting commences - Staff joins the meeting - Virtual Meeting #3</li> <li>Additions or Changes to Agenda</li> <li>Visiting Member Comments</li> <li>Approval of:         <ul> <li>Dakota Electric Association Resolution 20-5-3 - Vote in Favor of Wind Energy Power Purchase Agreements for up to 605 MW of Wind Generation Projects</li> </ul> </li> <li>CONSENT AGENDA - Items for approval - any item may be pulled for further discussion:         <ul> <li>Minutes of April 30, 2020 Board Meeting</li> <li>Attorney's Monthly Fees - Resolution 20-5-1</li> </ul> </li> </ul>

- Strategic Plan Correlation

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### **DAKOTA ELECTRIC ASSOCIATION Board of Directors Virtual Meeting** Thursday, May 28, 2020

TIME ALLOCATED	OBJECTIVE	RESPONSIBILITY
	→ Meeting Attendance Authorization – Resolution 20-5-2	
	<ul> <li>New Director Orientation, August 17 - 18, 2020, Intercontinental Hotel, St. Paul, MN</li> </ul>	
	MREA Energy Issues Summit, August 18 – 19, 2020, Intercontinental Hotel, St. Paul, MN	
	<ul> <li>NRECA/CFC/Federated Region VI Meetings, September 15-17, 2020, Des Moines, IA</li> </ul>	
	<ul> <li>NARUC 132nd Annual Meeting, November 8-11, 2020, Seattle, WA</li> </ul>	
	→ Section I, Policy 4.5, Elections by the Board of Directors, Updated April 30, 2020.	
10:40 a.m. – 10:50 a.m.	■ President & CEO Report/Strategic Plan	Greg Miller
10:50 a.m. – 11:25 a.m.	<ul> <li>COVID-19 Updates</li> <li>Corey Hintz – Financial Services</li> <li>Betty Jo Kiesow – Engineering Services</li> <li>Jeff Schoenecker – Utility Services</li> <li>Doug Larson – Regulatory Services</li> <li>Mike Fosse – Energy and Member Services</li> <li>Mjyke Nelson – Information Services</li> <li>Greg Miller – Corporate Overview</li> </ul>	Greg Miller Vice Presidents
11:25 a.m. – 11:30 a.m.	<ul> <li>AGi Update</li> <li>AGi Major Milestones Timeline</li> <li>Budget Update</li> </ul>	Mjyke Nelson

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#### **DAKOTA ELECTRIC ASSOCIATION Board of Directors Virtual Meeting Thursday, May 28, 2020**

	T	T
TIME ALLOCATED	OBJECTIVE	RESPONSIBILITY
11:30 a.m. – 12:00 p.m.	<ul> <li>Post-Election Wrap Up – Survey &amp; Ballot Systems</li> <li>2020 Distribution of Web Votes Report</li> <li>2020 Voter Survey Report</li> <li>2020 Daily Participation Report</li> <li>2020 Analytics Report</li> <li>2020 Point of Contact Report</li> <li>2020 Annual Election Official Vote Tabulation</li> <li>Survey &amp; Ballot Systems Presentation</li> </ul>	Peter Westerhaus
	■ 2020 DEA Annual Meeting Review and Proposed 2021 Dakota Electric Association Annual Meeting Date - April 29, 2021	David Jones Joe Miller Peter Westerhaus
12:00 p.m. – 12:05 p.m.	<ul><li>Approval of the April 25, 2019 Annual Meeting Minutes</li></ul>	Directors
12:05 p.m. – 12:20 p.m.	<ul> <li>Great River Energy</li> <li>Big Three</li> <li>1. GRE Strategic Planning</li> <li>2. GRE Rate Trajectory</li> <li>3. GRE Communication Transparency</li> <li>Great River Energy Board Meeting Summary and Minutes</li> <li>Member Manager Report</li> </ul>	Clay Van De Bogart Margaret Schreiner

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#### **DAKOTA ELECTRIC ASSOCIATION Board of Directors Virtual Meeting** Thursday, May 28, 2020

TIME ALLOCATED	OBJECTIVE	RESPONSIBILITY
	<ul> <li>Committee Minutes</li> <li>Corporate Services (Did not meet in May)</li> <li>Finance and Audit (Did not meet in May)</li> <li>Power Supply (Did not meet in May)</li> <li>Transmission (Did not meet in May)</li> </ul>	
12:20 p.m. – 12:35 p.m.	■ Rate Case: Implementing Final Rates	Doug Larson
12:35 p.m. – 12:45 p.m.	<ul> <li>Burnsville Franchise Fee</li> <li>City of Burnsville Electric Franchise Fee – Resolution 20-5-4</li> </ul>	Doug Larson
12:45 p.m. – 12:50 p.m.	■ 2020-2021 Corporate Insurance Recommendation - Resolution 20-5-5	Corey Hintz
12:50 p.m. – 12:55 p.m.	■ Minnesota Rural Electric Association	Stacy Miller
12:55 p.m. – 1:00 p.m.	■ Attorney	Attorney McGrane
1:00 p.m. – 1:20 p.m.	<ul> <li>Section I Policy Updates</li> <li>Policy Book Section I, Policies 4.1         (Electronic Communications) and 4.2         (Electronic Communication Devices) –         Merged into 4.3, Electronic Communication and Devices, effective 05-28-2020.</li> </ul>	Attorney McGrane

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**DAKOTA ELECTRIC ASSOCIATION Board of Directors Virtual Meeting** Thursday, May 28, 2020

TIME ALLOCATED	OBJECTIVE	RESPONSIBILITY
	<ul> <li>Policy Book Section I, Policy 5, Committees of and Delegations by the Board of Directors - Proposal to Rename and renumber this policy to 5.1 with the edits noted, effective 05-28-2020.</li> </ul>	
	<ul> <li>Policy Book Section I, Policy 5.12, Compensation and Performance Review Committee - Proposal to Rename and renumber this policy to 5.4 with the edits noted, effective 05-28-2020.</li> </ul>	
	<ul> <li>Policy Book Section I, Policy 5.13, Responsibilities and Functions of the Great River Energy Delegation – Proposal to Rename and renumber this policy to 5.5 effective 05-28-2020.</li> </ul>	
	<ul> <li>Policy Book Section I, Policy 5.15,         Responsibilities and Functions of the Media,         Messaging and Legislative Committee –         Proposal to delete this policy effective 05-28-         2020.</li> </ul>	
	<ul> <li>Policy Book Section I, Policy 5.16, Responsibilities and Functions of the Board Retreat Delegation – Proposal to Rename and renumber this policy to 5.7 effective 05- 28-2020.</li> </ul>	
	<ul> <li>Policy Book Section I, Policy 5.54, Annual Director Certification - Proposal to renumber this policy to 4.4 with the edits noted, effective 05-28-2020.</li> </ul>	

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TIME ALLOCATED	OBJECTIVE	RESPONSIBILITY
	<ul> <li>Policy Book Section I, Policy 6, Director Event Attendance and Policy 19, Community Support and Employee Involvement - Proposal to merge policies 6 and 19 into 4.8 with the edits noted, effective 05-28-2020.</li> </ul>	
	<ul> <li>Policy Book Section I, Policy 10, Public Request for Use of Dakota Electric Equipment - Proposal to renumber this policy to 6.1 with the edits noted, effective 05-28-2020.</li> </ul>	
	<ul> <li>Policy Book Section I, Policy 12, Neutral to Earth and Stray Voltages - Proposal to renumber this policy to 6.2 with the edits noted, effective 05-28-2020.</li> </ul>	
	<ul> <li>Policy Book Section I, Policy 14, President- CEO Search and Selection - Proposal to renumber this policy to 6.3 with the edits noted, effective 05-28-2020.</li> </ul>	
	<ul> <li>Policy Book Section I, Policy 15, Political and Legislative Activity - Proposal to renumber this policy to 1.6 with the edits noted, effective 05-28-2020.</li> </ul>	
	<ul> <li>Policy Book Section I, Policy 15.1, Candidacy for Cooperative Affiliated Office - Proposal to renumber this policy to 1.7 with the edits noted, effective 05-28-2020.</li> </ul>	
	<ul> <li>Policy Book Section I, Policy 18, Government Relations - Proposal to renumber this policy to 1.8 with the edits noted, effective 05-28- 2020.</li> </ul>	

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#### **DAKOTA ELECTRIC ASSOCIATION Board of Directors Virtual Meeting** Thursday, May 28, 2020

### **Agenda Continued**

		T
TIME ALLOCATED	OBJECTIVE	RESPONSIBILITY
	<ul> <li>Policy Book Section I, Policy 21, Identity Protection and Theft Prevention - Proposal to renumber this policy to 6.5 with the edits noted, effective 05-28-2020.</li> <li>Policy Book Section I, Policy 23, Access to Member Property - Proposal to renumber this policy to 6.4 with the edits noted, effective 05-28-2020.</li> <li>Section I Table of Contents – 05-28-2020</li> </ul>	
1:20 p.m. – 1:30 p.m.	■ New or Unfinished Business	Directors
1:30 p.m.	■ Adjournment	Jerry Pittman
	■ RESOURCE MATERIALS	
	→ Monthly Financial Statements	
	→ Board Calendars	
	→ Director Event Attendance	
	→ DEA Donation Summary	
	→ Cooperative Scorecard	
	→ May 2020 Clips	

Revised 05/26/2020