



**DAKOTA ELECTRIC ASSOCIATION®
BOARD OF DIRECTORS VIRTUAL MEETING
MINUTES OF JANUARY 27, 2022**

Dakota Electric Association Board Members in Attendance:

District 1

John DeYoe
David Jones
Jerry Pittman

District 2

Bill Middlecamp
Clay Van De Bogart

District 3

Ken Danner
Bill Holton
Margaret Schreiner

District 4

Paul Bakken
Judy Kimmes
Stacy Miller

Staff in Attendance:

Melissa Cherney
Jon Beyer
Adam Heinen

Corey Hintz
Betty Jo Kiesow
Sara McGrane

Greg Miller
Joe Miller

Mjyke Nelson
Jeff Schoenecker

Guests and Members in Attendance:

Jean Abbott
VJ Agarwal
Jon Brekke

Mike Bull
Andrew Ehrmann
Doug Heuer

Veda Kanitz
Dan Lipschultz
Darrick Moe

Debbie Nelson
Jeff Nelson
Mary T’Kach

Call to Order

Chair Jerry Pittman called the regular virtual meeting of the Dakota Electric Association Board of Directors to order at 8:30 a.m. and presided. A quorum was present.

Agenda Adoption

✓ **A motion was made, seconded and carried to adopt the agenda.**

Great River Energy

Great River Energy Vice President and Chief Power Supply Officer Jon Brekke joined as a guest to address member and board questions related to the sale of Coal Creek Station.

Visiting Member Comments

Members in attendance provided statements to the board related to the sale of Coal Creek Station.

Resolution 22-1-1

✓ **A motion was made, seconded and failed by an 8-3 majority vote to split Resolution 22-1-1 into two parts and vote separately on the amendment of the asset purchase of Coal Creek and approval of the wind energy purchase agreement.**

- ✓ **A motion was made, seconded and carried by a 9-2 majority vote to approve the amendment of the asset purchase agreement regarding the sale of Coal Creek Station and Great River Energy’s HVDC System, the amendment of the related financial settlement and capacity purchase agreement and approval of wind energy power purchase agreement – Resolution 22-1-1.**

Director Clay Van De Bogart was selected as delegate and Director Margaret Schreiner was selected as alternate delegate to represent Dakota Electric Association’s member vote during the Great River Energy Special Meeting held on Wednesday, February 9, 2022.

Election Process Review Attorney Sara McGrane provided a review of board candidate eligibility requirements and election complaint processes per Dakota Electric bylaws and policies.

Election Committee Update Director Bill Middlecamp noted that board candidate interviews were complete, and the Nominating Committee selected candidates that will move forward to the ballot and that list is available on our elections page.

Approval of the Consent Agenda ✓ **A motion was made, seconded and carried unanimously to approve the consent agenda.**

- Minutes of December 16, 2021 Board Meeting
- Attorney’s Monthly Fees – Resolution 22-1-2
- Attorney’s Monthly Fees
- Revised Recognition of Retiring Employee – Malinda Mehrhoff – Resolution 22-1-3
- Recognition of Retiring Employee – Mark Brunner – Resolution 22-1-4

Board Chair Update Chair Pittman provided an update regarding various events and activities during the month of January.

Attorney Update Attorney Sara McGrane provided an update noting work this month included personnel file reviews, board meeting preparation and policy review.

President and CEO Report Vice President of Energy and Member Services Jon Beyer noted member services is now fully staffed and reviewed goals to handle staffing issues in the future. Vice President Beyer then reviewed key accounts and economic development and also noted the recent increase to Dakota Electric’s social media and website traffic. Vice President of Engineering and Administrative Services Betty Jo reviewed details regarding a member outage on December 2, 2022 affecting both feeders to two substations.

Vice President of Financial Services and CFO Corey Hintz reviewed unaudited available year-end numbers. CFO Hintz then provided an update on average delinquent member account balances noting that numbers have leveled out and are comparable to the past few months. Vice President of Information Services and CIO Mjyke Nelson provided an AGI update, and reviewed cybersecurity concerns related to the Russia/Ukraine conflict and updates received from Homeland Security regarding threats against the grid from white supremacist groups.

Vice President of Utility Services Jeff Schoenecker briefed the board on COVID-19 impacts to the Utility Services department and the recent increase in employee cases and exposures. Vice President Schoenecker then provided an update related to a recent lineman employee who was injured on the job and noted due to the employee wearing the proper PPE and following the correct safety precautions the severity of the injury was limited.

Vice President of Regulatory Services Adam Heinen provided a legislative update and CEO Miller concluded with updates related to safety, COVID-19 protocols, staffing and meeting highlights from the NRECA CEO conference he attended in January.

Resolution 22-1-5 ✓ **A motion was made, seconded and carried unanimously to approve the Cedar Substation Power Transformer Purchase – Resolution 22-1-5.**

Minnesota Rural Electric Association MREA Regulatory Affairs Director Mike Bull, MREA CEO Darrick Moe and former PUC Commissioner and Consultant Dan Lipschultz were in attendance to introduce themselves to the board, provide an MREA update and answer questions.

Great River Energy Directors Margaret Schreiner and Clay Van De Bogart provided a Great River Energy update. Director Schreiner noted the board approved policy changes, adopted the 2023 board meeting schedule and reviewed the CEO evaluation and compensation. Director Van De Bogart provided an update on the Connexus term sheet.

Executive Session ✓ **A motion was made, seconded and carried to move into Executive Session.**

Annual CEO Goal Setting and Performance Appraisal Review. Dakota Electric directors and legal counsel were present.

Adjournment ✓ **A motion was made, seconded and carried to adjourn at 3:31 p.m.**