

# MEETING MINUTES



## March 23, 2023 Board of Directors Meeting Minutes

### Dakota Electric Association Board Members in Attendance

#### DISTRICT 1

John DeYoe  
David Jones  
Jerry Pittman

#### DISTRICT 2

Terry Donnelly  
Bill Middlecamp  
Clay Van De Bogart

#### DISTRICT 3

Ken Danner  
Margaret Schreiner

#### DISTRICT 4

Paul Bakken  
Stacy Miller

### Staff in Attendance

Jon Beyer  
Melissa Cherney  
Adam Heinen

Ryan Hentges  
Corey Hintz  
Betty Jo Kiesow

Sara McGrane  
Greg Miller

Mjyke Nelson  
Jeff Schoenecker

### Guests in Attendance

Derrick Larson/Eide Bailly

James Schlichting/Member

Paul Zawacki/Member

### Minutes

TOPIC	DETAILS
<b>Call to order</b>	Chair Paul Bakken 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.
	✓ A motion was made, seconded, and carried to move into closed session.
<b>Executive closed session</b>	Discussion and review of the 2022 audited financials. The Board of Directors, Attorney Sara McGrane and Eide Bailly representative Derrick Larson were present.
	✓ A motion was made, seconded, and carried to move into regular session at 9:00 a.m.
<b>Agenda adoption</b>	✓ A motion was made, seconded, and carried to adopt the agenda as amended.
<b>Audit report</b>	Derrick Larson presented the 2022 audited financials and communication. The results reflect a clean audit report for Dakota Electric Association. ✓ A motion was made, seconded, and carried to accept the 2022 audit report – resolution 23-3-1.

<b>Consent agenda</b>	<ul style="list-style-type: none"> <li>✓ A motion was made, seconded, and carried to approve the consent agenda as amended. Resolution 23-3-2 and 23-3-3 were pulled for further discussion. <ul style="list-style-type: none"> <li>▪ Minutes of the February 23, 2023 board meeting as amended</li> <li>▪ February board legal fees</li> </ul> </li> </ul>
<b>Resolutions</b>	<ul style="list-style-type: none"> <li>✓ A motion was made, seconded, and carried to approve the revised distribution transformer purchase – resolution 23-3-2 and the 2025 and 2026 substation power transformers purchase – resolution 23-3-3.</li> </ul>
<b>Annual meeting update</b>	<p>Chair Bakken and CEO Ryan Hentges provided an overview of the new meeting format including a change in venue, ballot acceptance at the meeting and recorded speeches.</p>
<b>CEO report</b>	<p>CEO Hentges provided an overview of his first day meeting staff. He shared highlights from his speech he shared with staff noting key areas including his management style, expectations and his strong focus on the high importance of safety.</p>
<b>Great River Energy</b>	<p>Directors Margaret Schreiner and Clay Van De Bogart provided a Great River Energy update including safety, MISO bid process, critical projects updates, aircraft sale and patronage capital.</p>
<b>Minnesota Rural Electric Association</b>	<p>Director Stacy Miller provided a Minnesota Rural Electric Association update including changes to staff and responsibilities and plans to meet in April regarding strategic planning.</p>
<b>Attorney update</b>	<p>Attorney Sara McGrane provided an overview of this month’s work on Dakota Electric related topics including employment advice, due diligence on land purchase, land easement in Eagan, and diversifying bank accounts.</p>
<b>Greg Miller’s retirement</b>	<p>Chair Bakken thanked Greg Miller for his twenty-five years of dedicated service and presented him with a gift in acknowledgment of his retirement from Dakota Electric.</p>
<b>Executive closed session</b>	<ul style="list-style-type: none"> <li>✓ A motion was made, seconded, and carried to move into closed session at 11:44 a.m.</li> </ul> <p>Discussion related to an employment matter. The Board of Directors, Attorney Sara McGrane, CEO Ryan Hentges and Vice President Betty Jo Kiesow were present.</p> <ul style="list-style-type: none"> <li>✓ A motion was made, seconded, and carried to move into regular session at 11:58 a.m.</li> </ul>
<b>Adjournment</b>	<ul style="list-style-type: none"> <li>✓ A motion was made, seconded, and carried to adjourn at 11:58 a.m.</li> </ul>