

# MEETING MINUTES



## July 27, 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, virtual  
Clay Van De Bogart

#### DISTRICT 3

Margaret Schreiner

#### DISTRICT 4

Paul Bakken  
Jenny Hoeft, virtual  
Stacy Miller

### Guests/Staff in Attendance

Jon Beyer  
Melissa Cherney  
Adam Heinen

Ryan Hentges  
Corey Hintz  
Betty Jo Kiesow

Sara McGrane  
Mjyke Nelson

David Saggau  
Jeff Schoenecker

### Minutes

TOPIC	DETAILS
<b>Call to order</b>	Chair Paul Bakken called the regular meeting of the Dakota Electric Association Board of Directors to order at 8:35 a.m. and presided. A quorum was present.
<b>Agenda adoption</b>	<ul style="list-style-type: none"><li>✓ A motion was made, seconded, and carried to add an item at the beginning of the agenda for a follow-up discussion and potential board action regarding the seat left vacant by Bill Holton.</li><li>✓ A motion was made, seconded, and carried to adopt the agenda as amended.</li></ul>
<b>Follow-up discussion of vacant board seat</b>	<p>The board discussed concerns and issues with leaving the seat vacant and with filling the seat by appointment prior to the next annual election cycle and reconsidered available options pursuant to the Dakota Electric Bylaws. Chair Bakken recommended the appointment of an eligible Dakota Electric Association member residing in district three and presented their qualifications.</p> <ul style="list-style-type: none"><li>✓ A motion was made and seconded to appoint Cyndee Fields to fill the vacant seat and remaining term in district three effective immediately. A point of order was raised by Director David Jones. Chair Bakken confirmed with legal counsel that the motion was appropriate. The motion carried by a 6-4 majority vote.</li></ul> <p>Chair Bakken directed staff to complete new director onboarding.</p>

- ✓ A motion was made, seconded, and carried with two abstentions to approve the consent agenda.
  - Minutes of the May 25, 2023 board meeting
  - May board legal fees
  - June board legal fees
  - Charitable organization annual report – resolution 23-7-1

**Consent agenda**

- ✓ A motion was made, seconded, and carried to move into closed session.
- Great River Energy CEO David Saggau reviewed information related to a contract extension.
- ✓ A motion was made, seconded, and carried to move into regular session at 10:33 a.m.

**Executive closed session**

The board discussed upcoming events and designated the following delegates and attendees:

**Meeting delegates**

- Dakota County Fair 4-H Livestock Auction on August 12, 2023 – Directors Terry Donnelly, Jenny Hoeft and Stacy Miller will attend.
- NRECA/CFC District 6 Meeting in Des Moines, IA on September 12-14, 2023 – Director John DeYoe as delegate and Director Margaret Schreiner as alternate delegate.
- NARUC 135<sup>th</sup> Annual Meeting in La Quinta, CA on November 12-15, 2023 – Chair Paul Bakken, CEO Ryan Hentges and Vice President of Regulatory Service Adam Heinen will attend. Director Clay Van De Bogart will be the alternate attendee.

**REPAC check distribution process**

The board reviewed the current process related to the distribution of REPAC checks.

**Policy updates**

- ✓ A motion was made, seconded, and carried to approve revisions to the following policies:
  - Section I, Policy 1.5 – Code of Ethics
  - Section II, Policy 1 – Employee leave benefits
  - Section II, Policy 7 – Drug and alcohol testing for all employees other than commercial

**Financial update**

Vice President of Financial Services and CFO Corey Hintz provided a financial update noting operating expenses are 30.7 million or 3.4 percent favorable to budget and power costs are \$73.3 million or 4.8 percent favorable to budget. However, overall kilowatt sales are 890 million kWh or 0.4 percent unfavorable to budget and revenue is \$103.6 million or 3.9 percent unfavorable to budget.

**CEO report**

CEO Hentges presented a corporate scorecard draft highlighting a possible new format. CEO Hentges also provided updates related to federal grants, a transmission line and hiring. Vice President of Energy and Member Services Jon Beyer then recapped the Minnesota Zoo Membership Appreciation Event noting we had over five thousand members attend and collected the largest food donation that Open Door has ever received from one organization.

**Power supply workshop**

CEO Hentges provided an overview of the Great River Energy reform process and general power supply topics. He also reviewed the Great River Energy contract extension request and how that would impact Dakota Electric.

**Attorney update**

Attorney Sara McGrane provided an overview of this month’s work on Dakota Electric related topics including tax appeal, policy updates, Dakota Electric patent/trademark extended, land purchase matters and property development.

**Great River Energy**

Directors Clay Van De Bogart and Margaret Schreiner provided a Great River Energy update including Northland project, investments, Big Bend Wind project, strategic planning, possible changes to alcohol expenses, reliability, contract negotiations, new finance system and committee designation.

**Minnesota Rural Electric Association**

Director John DeYoe provided a Minnesota Rural Electric Association update including grant reviews and the GRIP plan, revisiting the CEO Legislative Committee and safety.

**Board retreat update**

Director Stacy Miller provided an update related to the 2023 board retreat planning. The Committee is recommending the board participate in an NRECA board related educational course along with a team-building activity. Additional information to come.

**Adjournment**

✓ A motion was made, seconded, and carried to adjourn at 2:45 p.m.