

MEETING MINUTES



January 25, 2024 Board of Directors Meeting Minutes

Dakota Electric Association Board Members in Attendance

DISTRICT 1

John DeYoe
David Jones
Jerry Pittman

DISTRICT 2

Terry Donnelly, virtual
Bill Middlecamp
Clay Van De Bogart

DISTRICT 3

Ken Danner, virtual
Cyndee Fields
Margaret Schreiner

DISTRICT 4

Paul Bakken
Jenny Hoeft
Stacy Miller

Staff in Attendance

Jon Beyer
Melissa Cherney
Nick Devine
Adam Heinen

Trevor Houck
Ryan Hentges
Corey Hintz

Betty Jo Kiesow
Sara McGrane
Mjyke Nelson

Davin Peterson
Trina Sandlie
Jeff Schoenecker

Guests in Attendance

Ian Benson

Derik Dautel

Priti Patel, GRE

Minutes

TOPIC	DETAILS
Call to order	Chair Paul Bakken called the regular meeting of the Dakota Electric Association Board of Directors to order at 10:45 a.m. and presided. A quorum was present.
Agenda adoption	✓ A motion was made, seconded, and carried to adopt the agenda.
Executive closed session	✓ A motion was made, seconded, and carried to move into closed session at 10:45 a.m. Committee Chair Bill Middlecamp provided an update to the board regarding the status of the CEO performance appraisal process. ✓ A motion was made, seconded, and carried to move into regular session at 11:13 a.m.
Consent agenda	✓ A motion was made, seconded and carried to approve the consent agenda. <ul style="list-style-type: none">▪ Minutes of the December 14, 2023 board meeting▪ December board legal fees
Transmission update	Great River Energy Vice President and Chief Transmission Officer Priti Patel provided an update regarding transmission, reliability and preparing to meet tomorrow's challenges.
CEO report	CEO Ryan Hentges provided updates related to 2024 framework, strategic projects, safety, people, financial stewardship, annual meeting and new regulatory attorney hire. ✓ A motion was made, seconded and carried to ratify management decision to hire new regulatory attorney.

Executive closed session	<ul style="list-style-type: none"> ✓ A motion was made, seconded, and carried to move into closed session at 1:27 p.m. CEO Hentges provided an update to the board regarding large loads. ✓ A motion was made, seconded, and carried to move into regular session at 2:21 p.m.
CIS update	<p>Billing Manager Nick Devine provided an update to the board regarding our current Customer Information System (CIS) and the need for an upgrade or replacement. Mr. Devine then discussed staff recommendations and next steps including a risk assessment, contract development and project plan.</p>
2025 construction budget	<ul style="list-style-type: none"> ✓ A motion was made, seconded, and carried to approve the 2025 construction budget – resolution 24-1-1.
Great River Energy update	<p>Directors Margaret Schreiner and Clay Van De Bogart provided a Great River Energy update regarding carbon free standards, upcoming regional meetings, 2025 meeting calendar, moving annual meeting back to June this year and noted that Director Terry Donnelly attended the January board meeting as a guest director.</p>
Minnesota Rural Electric Association	<p>Director John DeYoe provided a Minnesota Rural Electric Association update including new hires, ECO reform, nuclear moratorium, permitting reform, federal grants, safety and the apprenticeship program.</p>
DEI workgroup and REPAC update	<p>Director Stacy Miller provided updates to the board regarding 2024 REPAC donations and the work being done by the DEI workgroup, noting a report to the board regarding DEI recommendations will be coming next month.</p>
2024 Nominating Committee	<p>Nominating Committee applicants were placed in a pool of their assigned districts determined by their member service address and two committee members along with one alternate were chosen at random for each of the four districts.</p>
Delegate Appointment	<ul style="list-style-type: none"> ✓ Motion was made, seconded, and carried to appoint delegates for the following upcoming meetings: <ul style="list-style-type: none"> – 2024 Annual MREA Meeting – Delegate Bill Middlecamp, Alternate Stacy Miller – 2024 NRECA Annual Meeting – Delegate John DeYoe, Alternate David Jones
Attorney update	<p>Attorney Sara McGrane provided an overview of this month’s work on Dakota Electric related topics including easement issues, review of position descriptions and board related matters.</p>
Proposed bylaw amendment	<ul style="list-style-type: none"> ✓ A motion was made, seconded and did not carry by a 6-3 majority to add the following proposed bylaw amendment to the 2024 annual election ballot: <ul style="list-style-type: none"> – <i>There shall be a 12-year cumulative board term limit for directors commencing with the 2024 board election. Existing directors’ term limit will commence on the date of their next election cycle.</i>
Adjournment	<ul style="list-style-type: none"> ✓ A motion was made, seconded, and carried to adjourn at 5:35 p.m.