

## January 22, 2026, 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 (virtual)

#### DISTRICT 3

Ken Danner (virtual)  
Cyndee Fields  
Margaret Schreiner

#### DISTRICT 4

Paul Bakken  
Jenny Hoeft (virtual)  
Stacy Miller

### Staff/Guests in Attendance

Fran Bator  
Ryan Hentges  
Sara McGrane

Brian Burandt  
Corey Hintz  
Mjyke Nelson

Chris Hayhoe  
Betty Jo Kiesow  
Jeff Schoenecker

Adam Heinen  
Nicole McEathron  
Jane Siebenaler

### Members in Attendance

### Minutes

TOPIC	DETAILS
<b>Call to Order</b>	Chair Bakken called the regular meeting of the Dakota Electric Association Board of Directors to order at 8:30 a.m. and presided. A quorum was present.
<b>Agenda Adoption</b>	✓ A motion was made, seconded and carried unanimously to adopt the agenda.
<b>Consent Agenda</b>	✓ A motion was made, seconded and carried unanimously to approve the consent agenda. <ul style="list-style-type: none"><li>• December 11, 2025, Board Meeting Minutes</li><li>• December 2025, Board Legal Fees</li></ul>
<b>Revised 2026 Board Meeting Schedule</b>	Chair Bakken shared an update on the revised 2026 Board meeting schedule and the proposed shift for the December meeting date. ✓ A motion was made, seconded and carried unanimously to approve the revised 2026 Board meeting schedule, as presented.
<b>CEO Report</b>	CEO Hentges provided an overview of key considerations for 2025 and context for 2026 priorities. Hentges shared an update on the J.D. Power survey scores for customer satisfaction, response to current events and focus for the June Board retreat.  Discussion took place around member surveys, CIS upgrades and communication, overall approach to current events, as well as the agenda for the Board retreat.

<b>Executive Session</b>	<ul style="list-style-type: none"> <li>✓ A motion was made, seconded and carried unanimously to move into a closed executive session at 9:04 a.m.</li> </ul> <p>CEO Hentges provided a power supply update.</p>
<b>Executive Session</b>	<p>After a brief recess, the closed executive session continued with a power supply perspectives presentation by Brian Burandt and Fran Bator from Connexus Energy.</p>
<b>Executive Session</b>	<p>After a lunch recess, the closed executive session continued with CEO Hentges providing a power supply debrief.</p>
<b>Executive Session</b>	<ul style="list-style-type: none"> <li>✓ A motion was made, seconded and carried unanimously to move into regular session at 12:59 p.m.</li> </ul>
<b>City of Empire Franchise Agreement</b>	<p>Adam Heinen, VP of Regulatory Services, shared an update on the City of Empire Franchise agreement</p> <ul style="list-style-type: none"> <li>✓ A motion was made, seconded and carried unanimously to approve Resolution 26-1-1 authorizing execution of documents necessary to implement the City of Empire Ordinance No.2026-2.</li> </ul> <p>Heinen continued by providing recent regulatory updates.</p>
<b>2026 Election Update</b>	<p>Nicole McEathron, Director of Executive Services, shared an update on the 2026 election process including implementation of policy and procedure changes, a recent meeting overview and upcoming key dates.</p>
<b>Facility Project Update</b>	<p>Jeff Schoenecker, VP of Utility Services, provided an update on the facility project including construction progress, budget tracking, next steps on outstanding items, as well as the current facility sale. Discussion took place around fleet storage and signage.</p>
<b>Great River Energy Report</b>	<p>Directors Middlecamp and Schreiner provided a Great River Energy update in addition to the written report, including context from recent meetings, potential wind farm project and upcoming regional meetings.</p>
<b>MREA Report</b>	<p>Director Jones provided an overview of the recent work and priorities of MREA, including their new facility, upcoming annual meeting and legislative items. Director DeYoe shared an update on various MREA resolutions. Discussion took place around the language of Resolution #11.</p>
<b>Attorney Report</b>	<p>Attorney Sara McGrane shared additional insights outside of her written report related to the Nominating Committee, email security and context from recent hearings.</p>
<b>Community Outreach Update</b>	<p>Director Miller Mooradian provided an update from a recently held member-owner open house.</p>
<b>Executive Session</b>	<ul style="list-style-type: none"> <li>✓ A motion was made, seconded and carried unanimously to move into a closed executive session at 2:02 p.m.</li> </ul> <p>Chair Bakken led a discussion regarding the CEO evaluation process.</p>
<b>Executive Session</b>	<ul style="list-style-type: none"> <li>✓ A motion was made, seconded and carried unanimously to move into regular session at 2:55 p.m.</li> </ul>

**CEO Evaluation Process**

- ✓ A motion was made, seconded and carried unanimously to approve the adjustments to executive compensation, as discussed in executive session.

**Adjournment**

- ✓ A motion was made, seconded and carried unanimously to adjourn at 3:00 p.m.