

WHETSTONE VALLEY ELECTRIC COOPERATIVE, INC.
MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS
Thursday, December 21, 2023

The regular meeting of the Board of Directors of Whetstone Valley Electric Cooperative, Inc. was held on Thursday, December, 21, 2023 commencing at 8:04 AM at the Whetstone Valley Electric Headquarters.

The meeting was called to order by President, Bill Tostenson who presided and Secretary, Darren Strasser, acted as Secretary.

Directors Present: Bill Tostenson, Darren Strasser, Joel Adler, Krista Atyeo-Gortmaker, Paul Nelson, Tom Berens, Scott Niedert, Dave Behrns, Matt Cameron,

Directors Absent:

Staff Present: Page, Weber, Christensen, Anderson

Others Present:

Review and Consideration of Agenda

- A motion to approve the agenda was seconded and carried.

Review and Consideration of Minutes

- A motion to approve the minutes of the regular meeting of November 22, 2023 was seconded and carried.

Review and Consideration of the Consent Agenda including:

Loss Control Report, Estate & Special Capital Credit Retirements, New Members, Tenant Changes, Check Listing, Credit Card statement, Cash Flow and Cyber Summary. Also included was the inventory of capitalized work orders.

- Following a brief discussion, a motion to approve the consent agenda was seconded and carried.

Management Reports

Operations Manager, Jon Christensen submitted a written and oral report. Jon discussed construction work and winter line patrol and maintenance. He reported on the metering project and lead times of meters. Jon discussed the RUS Loan and reported that all the Environmental for the Work plan have been approved except one. He reported on the status of the East River Load Management Project. Jon also reported on some capital budget items and the SDREA report from the last safety meeting.

Member Services Manager, Mark Weber submitted a written report of current activities and financials of the service and contracting department. He reported on several requests for generator and heat pump installations. Delivery of generators will be spring of 2024. Mark also reported on a power quality issue being investigated.

Office Manager, Bridget Anderson submitted a written report of the office services activities and financials. Her report included some recent member interactions regarding disconnects and transfer of service. Also included was discussion regarding the operating margins and our first draw from the new RUS loan.

- A motion to approve the Management Staff reports was seconded and carried.

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Review and Consideration of the General Manager's Report

General Manager, Page submitted a written report. He reported that energy sales remain on budget for the year. Page presented the 2024 updated load forecast that reports lower expected load growth in the future. He reported on Basin financials and SPP's expansion to the West. Page also reported on legislative items being monitored for impact to the cooperative.

- A motion to approve the General Manager's report was seconded and carried.
- A motion to amend the 2024 capital budget with an increase of \$8,000 for added costs of the flatbed trailer was seconded and carried.

Association Meeting Reports:

Several reported on information from the Mid-West Annual Meeting including dam safety, maintenance projects and rates. Tostenson reported on meeting with exec. from Summit Carbon on CO2 pipelines.

East River Strasser reported on the activities of East River.

SDREA Tostenson reported on the activities of SDREA.

Executive Session:

No executive session was held.

Other Business:

- The Board reviewed governance videos regarding loan covenants and executive sessions.
- A motion to approve the resolution accepting the 2024 updated load forecast was seconded and carried.
- The 2024 operating budget was presented calling for revenue of \$11,821,693 expenses of \$11,578,171 and operating margins of \$243,521.
- 2024 rate adjustment options were presented and discussed.
- A motion to approve the 2024 operating budget with an added \$15,000 for director training expense was seconded and carried.
- A motion to approve revisions to policies 30-24 and 50-18 as proposed and attached was seconded and carried. Policies 10-3 and 50-14 were reviewed without revision.
- The next two regular board meetings were rescheduled for January 17 and February 23.
- Voting delegates were selected for the upcoming SDREA and NRECA annual meetings.

Adjournment:

- A motion to adjourn was made, seconded and carried.

Next Regular Board Meeting: Wednesday, January 17, 2024 8:00 AM Coop Headquarters

President

Secretary