

WHETSTONE VALLEY ELECTRIC COOPERATIVE, INC.
MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS
Thursday, April 18, 2024

The regular meeting of the Board of Directors of Whetstone Valley Electric Cooperative, Inc. was held on Thursday, April, 18, 2024 commencing at 8:18 AM at the Whetstone Valley Electric Headquarters.

The meeting was called to order by President, Joel Adler who presided and Secretary, Matt Cameron, acted as Secretary.

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

Directors Absent:

Staff Present: Page, Weber, Christensen,

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 March 21, 2024 was seconded and carried.

Review and Consideration of estate and special capital credit retirements:

- There were no estate or special capital credit retirements to review.

General Reports included the Loss Control Report, Check Listing, Credit Card statement, Cash Flow, Cyber Summary and Capitalized Construction Work Projects.

Management Reports

Operations Manager, Jon Christensen submitted a written and oral report. Jon reported that new service requests are up including three phase requests. Jon reported on a couple outages from the high winds. There were discussions on the Line crossing agreements for Otter Tail Power. Jon reported on material, Capital Items, and an East River Meeting he Attended. He also updated us on the new Load Management project coming up.

Member Services Manager, Mark Weber submitted a written report of current activities and financials of the service and contracting department. He reported that requests for electrical and HVAC service jobs continue to be strong. Mark also reported on the service and contracting physical inventory adjustment sighting a slightly greater loss from last year. A change of material handling personal was noted.

Office Manager, Bridget Anderson submitted a written report of the office services activities and financials. Her report included a recap of the annual membership meeting and a financial comparison of actual to budget for the first quarter showing that revenue and expenses are below budget. Her report also included details on our latest RUS loan draw and projected future interest rates. This was expounded on by General Manager, Page.

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General Manager Report

General Manager, Page submitted a written report. He reported that sales to the commercial sector has increased over the past year and that total energy sales are 3% under budget for the year. He discussed deferred revenue in reserve and provided an update on the cost-of-service study. Page reported on Basin Electric's 1st quarter financials and provided a brief legislative update. He also discussed Reasonable Suspicion Training that he and the management staff attended.

Association Meeting Reports:

East River Behrns reported on East River activity and notable load growth experienced by several East River members.

SDREA Tostenson reported on SDREA activity. He reported that SDREA General Manager, Steve Barnett will soon take an active role as lobbyist for the organization.

Other Business:

- A motion to approve the REED loan application of Western Consolidated for \$600,000 was seconded and carried.
- A motion to approve the REED loan application of Whetstone Creek Golf Course for \$200,000 was seconded and carried.
- A motion to approve the REED loan application of JAG Development for \$300,000 was seconded and carried.

It was noted that the Policy Review Committee and Attorney had reviewed and recommended several policy revisions. The Board thoroughly reviewed the policies and recommended revisions.

- Policies 10-8 and 10-9a were reviewed with no revisions.
- A motion to adopt revisions to policy 10-4 as presented was seconded and carried.
- A motion to adopt revisions to policy 10-5 as presented was seconded and carried.
- A motion to adopt revisions to policy 10-6 as presented was seconded and carried.
- A motion to adopt revisions to policy 10-9 as presented was seconded and carried.
- A motion to adopt revisions to policy 10-12 as presented was seconded and carried.
- The Board reviewed and discussed the governance topic regarding maintaining Cooperative Bylaws.
- The Board conducted a roundtable discussion and reviewed upcoming cooperative events.

Executive Session:

At 11:42 am a motion to enter executive session was seconded and carried.

At 11:53 am a motion to exit executive session was seconded and carried.

Adjournment:

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

Next Regular Board Meeting: Thursday, May 23, 2024 8:00 AM Coop Headquarters

President

Secretary