

MINUTES – JUNE 09, 2022
REORGANIZATION MEETING OF THE BOARD OF DIRECTORS
FERGUS ELECTRIC COOPERATIVE, INC.

1. **REORGANIZATION MEETING CALLED TO ORDER.** The reorganization meeting of the Board of Directors of Fergus Electric Cooperative, Inc. was called to order by CORPORATE COUNSEL KRIS BIRDWELL at 3:18 p.m. at the Fergus Electric Cooperative headquarters building in Lewistown after the 84th Annual Meeting of the Membership June 09, 2022. JANINE RIFE DIDIER was scrivener. Board members present were BRAD ARNTZEN, PAUL DESCHEEMAER, TERRY FROST, CATHY KOMBOL, BRETT MAXWELL, and JASON SWANZ. BOB EVANS was not in attendance as he was traveling abroad. GENERAL MANAGER CARSON SWEENEY was also present. OFFICE MANAGER SALLY HORACEK was not in attendance as she was traveling.

2. **AGENDA.** After a brief discussion, BRAD ARNTZEN moved to set an agenda with the same seven points as has the set of reorganization meeting minutes from June 10, 2021. BRETT MAXWELL seconded the motion, which carried unanimously.

3. **APPROVAL OF ACTION OF OFFICERS/BOARD FOR PAST YEAR.** JASON SWANZ moved to ratify actions of the executive committee, full board, and agents for the board for the past year. TERRY FROST seconded the motion, which carried unanimously.

4. **CORPORATE COUNSEL BIRDWELL CONVEYS APPRECIATION.** At the seventh-year anniversary of his service, CORPORATE COUNSEL KRIS BIRDWELL expressed gratitude and thanked the Board for the opportunity to serve as Fergus Electric Co-op's corporate counsel. The Board, in turn, thanked BIRDWELL for his work on cooperative issues and board policies.

5. **ANNUAL MEETING DISCUSSION.** The Board discussed the annual meeting, giving a positive assessment overall of the event.

6. **ELECTION OF OFFICERS.** CORPORATE COUNSEL KRIS BIRDWELL conducted the election of officers.

PRESIDENT. BRETT MAXWELL nominated PAUL DESCHEEMAER for the office of Board President. TERRY FROST moved to close nominations. BRAD ARNTZEN seconded the motion, which carried unanimously.

VICE-PRESIDENT. JASON SWANZ nominated TERRY FROST for the office of Vice-President. PAUL DESCHEEMAER moved to close nominations. BRAD ARNTZEN seconded the motion, which carried unanimously.

SECRETARY/TREASURER. BRETT MAXWELL nominated JASON SWANZ for the office of Secretary/Treasurer. PAUL DESCHEEMAER moved to close nominations. BRAD ARNTZEN seconded the motion, which carried unanimously.

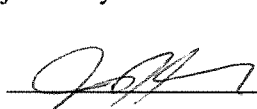
ASSISTANT SECRETARY/TREASURER. TERRY FROST nominated BRAD ARNTZEN for the office of Assistant Secretary/Treasurer. JASON SWANZ moved to close nominations. CATHY KOMBOL seconded the motion, which carried unanimously.

The nominated officers were reelected by unanimous consent.

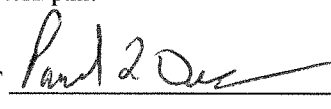
7. **BOARD PRESIDENT PRESIDES OVER REMAINDER OF MEETING.** CORPORATE COUNSEL KRIS BIRDWELL turned the meeting over to PRESIDENT PAUL DESCHEEMAER.

8. **MEETING ADJOURNED.** There being no further business to come before the Board, the reorganization meeting was adjourned by PRESIDENT PAUL DESCHEEMAER at 4:12 p.m.

SECRETARY



ATTEST: PRESIDENT



9. **INVENTORY OF WORK ORDERS.** No work orders were closed in May.
10. **POWER OUTAGE REPORT.** The Board reviewed the April 2022 Outage Report.
11. **BOARD POLICY 233 – INJURIES AND EARLY RETURN TO WORK.** The Board reviewed Board Policy 233. After a period of discussion, BOB EVANS moved to approve Board Policy 233 with the recommended amendments. BRAD ARNTZEN seconded the motion, which carried unanimously.
12. **BOARD POLICY 234 – POST-EMPLOYMENT PHYSICAL EXAMINATIONS.** The Board reviewed Board Policy 234. After a period of discussion, TERRY FROST moved to approve Board Policy 234 with the recommended amendments. BRETT MAXWELL seconded the motion, which carried unanimously.
13. **REPORT OF CORPORATE COUNSEL.** CORPORATE COUNSEL KRIS BIRDWELL reported that he has kept busy working on several items of importance to the cooperative. BIRDWELL reported that the sale of the two Roundup properties is completed. The house, buildings plus five acres on Horsethief Road sold for \$250,000 less closing costs; the remaining eight acres on that property sold for \$2,000 per acre; and the Musselshell Riverside Street property, approximately two acres, sold via quit claim deed, without warranty of any kind for \$500.
14. **MANAGER'S REPORT.** GENERAL MANAGER CARSON SWEENEY reported that on April 25th, he met with TRACY JERMAN, a representative of Northrop Grumman, DEANNA LANGMAN, with Big Sky Economic Development, and SARA HUDSON, with Snowy Mountain Development to discuss the upcoming missile upgrade project. The federal government is near the end of an environmental impact study. Upon conclusion of the study, Northrup will be able to communicate additional information including the construction schedule. SWEENEY reported that Central Montana Foundation's scholarship committee recommended two local applicants for our lineman scholarship. SWEENEY told the Board that since only one of last year's three lineman scholarship recipients attended line school and received the scholarship funds, he consented to awarding TRAVIS SURA and NOLAN FRY each a \$3,000 scholarship to the line school of their choice. Upon completion of the program, the co-op will award each of them an additional \$3,000.
15. **NRECA LEGISLATIVE CONFERENCE.** PAUL DESCHEEMAERKER attended the NRECA Legislative Energy Conference in Washington, D.C. May 1st-3rd. DESCHEEMAERKER said that it was well attended. He and his group spoke with U.S. Representative from Montana MATT ROSENDALE's Chief of Staff. They also spoke to U.S. Senator STEVE DAINES of Montana and had a brief chat with U.S. Senator JON TESTER of Montana. DESCHEEMAERKER appreciated the opportunity to attend.
16. **MEMBERS 1ST/BASIN UPDATE.** GENERAL MANAGER CARSON SWEENEY reported that he attended the Basin Electric Board meeting in Bismarck and Members 1st was well represented. TARY HANSON, Tongue River Electric's General Manager, BILL MERTZ, Members 1st new CFO, and BRIAN MILLS, PRECorp's new CEO all attended. SWEENEY and the group toured the Dakota Gasification Company plant, which was far larger and more complex than imagined. In June, in conjunction with the PRECorp and Members 1st regular board meeting, there will be a farewell party for MIKE EASLEY, PRECorp's current CEO, who is retiring. Members of Fergus Electric's Board hope to attend. Starting in August, BRIAN MILLS will be PRECorp's new CEO.
17. **DELINQUENT ACCOUNTS/NEW MEMBERS LIST.** The Board reviewed the delinquent accounts showing those that were paid in full and those that were still owing.
18. **EXECUTIVE SESSION.** At 3:10 p.m., JASON SWANZ moved to go into executive session. TERRY FROST seconded the motion, which carried unanimously.
19. **REGULAR MEETING CONTINUES.** The general meeting resumed at 3:37 p.m. BRETT MAXWELL moved to resume the general meeting. JASON SWANZ seconded the motion, which carried unanimously.
20. **ESTATE CAPITAL CREDITS.** The Board reviewed the list of estate capital credits for May 2022 totaling \$15,130.41, which were prepared by SUSIE HINKLEY. JASON SWANZ moved to affirm the retirements and TERRY FROST seconded the motion, which carried unanimously.


21. OTHER BUSINESS.

22. FUTURE MEETINGS.

- a. Fergus Electric Annual Meeting, June 9
- b. Safety Meeting, June 15
- c. Members 1st Board Meeting, June 20
- d. FEC Board Meetings in 2022, August 4 and August 31

23. NEWS FROM THE DISTRICTS.

24. ADJOURNMENT. PRESIDENT PAUL DESCHEEMAER adjourned the meeting at 4:35 p.m.

SECRETARY  ATTEST: PRESIDENT 