

**MINUTES – 86TH ANNUAL MEETING OF THE MEMBERSHIP – JUNE 06, 2024  
FERGUS ELECTRIC COOPERATIVE, INC.**

**1. 86<sup>TH</sup> ANNUAL MEETING.** The 86<sup>th</sup> Annual Meeting of Fergus Electric Cooperative, Inc. convened June 06, 2024, at the Fergus County Trade Center, Lewistown, Montana pursuant to notices required by the bylaws of the cooperative. The bylaws also state: Either five percent of the members present in person or 50, but not less than 50 members shall constitute a quorum. Registration commenced at 11:00 a.m. SECRETARY/TREASURER JASON SWANZ gave the invocation before the meal was served, prior to the meeting being called to order. A beef/pork dinner was served at noon by Central Montana CattleWomen. There were 165 registered members and approximately 240 additional guests were present.

**2. CALLED TO ORDER.** The meeting was called to order at 1:00 p.m. by PRESIDENT PAUL DESCHEEMAERKER. JASON SWANZ was secretary and JANINE RIFE DIDIER was scrivener. Board members present were BRAD ARNTZEN, BOB EVANS, TERRY FROST, CATHY KOMBOL and BRETT MAXWELL. GENERAL MANAGER CARSON SWEENEY, and CORPORATE COUNSEL KRIS BIRDWELL were also present.

**3. PLEDGE AND PARLIAMENTARIAN.** DIRECTOR BRETT MAXWELL led the Pledge of Allegiance, and CORPORATE COUNSEL KRIS BIRDWELL was appointed parliamentarian.

**4. INTRODUCTIONS.** PRESIDENT DESCHEEMAERKER introduced the Board of Directors and their spouses. DESCHEEMAERKER also introduced the following guests: STEVE BALSTER – former Fergus Electric general manager and former board member; SCOTT SWEENEY – former Fergus Electric general manager; VANGIE McCONNELL – former Fergus Electric benefits administrator; and SUSAN HINKLEY – former Fergus Electric senior billing clerk. ERIC ANDERSON – Regional Vice President for National Rural Electric CFC; NATE STULC – Stockman Bank. MARK LAMBRECHT – MECA Communications Director; JAMES BERGSTROM – Representative House District 30; and SHANE KLAKKEN – Candidate for State Representative in House District 37. DAVID MOHR – Wesco; DYLAN HARRIS – Stella Jones, DAWSON AUCK – RESCO; and ROB HURTIG, – Electrical Consultants, Inc. GRANT GERSHMEL and FRANKIE SHIELDS – HDR Engineering; SHANE HARDY – Rocky Mountain Contractors, Inc.

**5. NOTICE OF ANNUAL MEETING, PROOF OF PUBLICATION, AND MINUTES.** JASON SWANZ read the Notice of the 86<sup>th</sup> Annual Meeting of the Membership and displayed the Proof of Publication. As the minutes were presented in written form, SHANE KLAKKEN moved to dispense with the reading of the 2023 annual meeting minutes. CRAIG GATES seconded the motion. Motion carried unanimously. ED EVANS moved to approve the 2023 annual meeting minutes. GEORGE DENGEL seconded the motion. Motion carried unanimously.

**6. ELECTION AND CREDENTIALS COMMITTEE.** BRYAN GATZ – district 2, chairman of the Election and Credentials Committee, informed the membership that 165 members registered thus a quorum was met. GATZ introduced the other members of the Election and Credentials Committee: DARLA WICKENS – district 1; SAM HOLMES – district 4; and ROSZELLE NEILL – district 7; Member representatives CHERYL GOFFENA – district 5; and VANGIE McCONNELL – district 3.

**7. EMPLOYEE INTRODUCTIONS AND YEARS OF SERVICE RECOGNITION AWARDS.** JANINE RIFE DIDIER recognized board members and employees for their years of service: SCOTT OLSON – 5 years; DANYON RICE – 5 years; BROCK PYRAH – 5 years; TERRY FROST – 15 years; TYSON RUFF – 20 years; and RYAN d'AUTREMONT – 25 years. JANINE RIFE DIDIER then recognized each of the remaining Lewistown and Roundup employees.

**8. PRESIDENT'S REPORT.** PRESIDENT PAUL DESCHEEMAERKER welcomed the members on the anniversary of Operation Overlord, also known as D-Day. DESCHEEMAERKER said that on this date Americans, English, Canadians and ten other countries stormed five beaches at Normandy, France to rid the World of the Nazi government. He said that the famous Omaha and Utah beaches were where most American soldiers landed. As we all have been watching, nearly one-hundred-year-old and older veterans have been making their way to this sacred site to see it one last time. There are less than one percent of the 16.5 million American service men and women who served between 1941 and 1945 alive. DESCHEEMAERKER said, "I hope all young people in this room and throughout our state understand what these men and women did for the



**12. FIRST BATCH OF PRIZES.** TERRY FROST announced the winners of the first drawing for prizes.

**13. NOMINATING COMMITTEES' REPORTS.** OFFICE MANAGER SALLY HORACEK reported on the nominating committees and candidate process. RYAN GREEN, district 3 nominating committee chair introduced candidates THADDEUS MOSEMAN and BRAD ARNTZEN incumbent. GIL MAJERUS, district 5 nominating committee chair, introduced incumbent TERRY FROST. MICHAEL KOCHIVAR, district 7 nominating committee chair, introduced incumbent BOB EVANS. Each candidate gave a short speech.

**14. PROPOSED BYLAW CHANGES.** MANAGER CARSON SWEENEY explained the proposed Bylaw changes for Section 3.1: Annual Meeting – (Proposed Language) The annual meeting of the members shall be held once each calendar year, within the service territory of the Cooperative, and by such means or methods as allowed by law as shall be designated by the Board of Trustees for the purpose of electing trustees, passing upon reports for the previous fiscal year and transacting any other business as may come before the meeting. Context for proposed language: The current bylaw language has been added to and adjusted several times throughout the 86-year history. Annual meeting dates have varied over the years. They have been held in June and October and have been conducted on weekdays and weekends. The proposed language simplifies the language pertaining to the annual meeting. Section 4.15: Limitation on Capital Expenditure – (Proposed Language) Except for the repair or upgrading of existing facilities, or the construction of any facility for the transmission or distribution of electrical energy, no single capital expenditure in excess of \$500,000 (as of October 1981 and adjusted for inflation utilizing CPI) shall be made unless said expenditure is approved by the Board of Trustees at a meeting at which a quorum of trustees is present. Thereafter, and before said action shall become final and the expenditure made, the action of the board of Trustees shall be presented to the membership at the next Annual Meeting of Members, with notice to be given as is provided for in the notice of an Annual Meeting and with the minute entry of the action of the Trustees set forth verbatim in said notice. If the members present and voting at the meeting at which there is a quorum by a majority of three-fifths (3/5) of those voting disapprove said action, it shall fail. If no action is taken or action of disapproval fails, then the action of the Trustees shall stand. Action for disapproval may be taken only at the Membership Meeting next following in time of the initial action of the Trustees. If the Board of Trustees deems any capital expenditure limited by this paragraph to involve an emergency, which should be acted upon before the next Annual Meeting of Members, the Board of Trustees, by a majority vote shall call a special meeting of members. Said Special Meeting shall be held at a place selected by the Board of Trustees at a time no less than ten (10) days or no more than thirty (30) days after notice to members. Notice shall be given by regular mail. Context for proposed language: In October of 1981, the membership voted to add section 4.15 to the bylaws shortly after the new Fergus Electric headquarters office/garage east of Lewistown was constructed. The language within section 4.15 requires the Board of Trustees and management team to be transparent with plans for future capital expenditures such as the construction of a new building. The proposed language helps clarify the capital expenditure amount after adjusting for inflation. Using Bureau of Labor and Statistics consumer price index (CPI) inflation calculator, \$500,000 in October of 1981 is approximately \$1,672,012 in 2024.

**15. SCHOLARSHIP ACKNOWLEDGEMENTS.** JASON SWANZ announced that TYLER ICARD, who was unable to attend the annual meeting, was awarded the \$1,000 Fergus Electric Cooperative Scholarship. BROOKE WEINHEIMER was awarded the \$1,000 Basin Electric Power Cooperative Scholarship. WEINHEIMER thanked the cooperative and said that she is a sophomore at MSU Bozeman and is studying nursing. BRIDGER BOLTON was awarded the \$6,000 Fergus Electric lineman scholarship.

**16. LUCK OF THE DRAW SCHOLARSHIPS.** CATHY KOMBOL reported that Fergus Electric is proud to provide scholarships to students growing up in Fergus Electric Cooperative households. To this end, in 2016, the "Luck of the Draw" scholarship policy was adopted with the intent to formalize the long-standing practice of awarding scholarships to students at the Cooperative's annual meeting. KOMBOL wanted to give special acknowledgement and a big thank you to the CHARLIE GUINN and SUSAN KNEDLER ESTATE which donated approximately \$70,000 in Capital Credits to Fergus Electric, to be used for educational purposes, such as scholarships. KOMBOL announced that 33 students had entered for a chance to win a \$1,000 scholarship in the Luck of the Draw drawing. KOMBOL said that in consideration of the donated capital credits, the Board of Directors were awarding a \$1,000 scholarship to each student who had completed a Luck of the Draw application, and a check would be issued to the college in which the student was enrolled. The 2024 "Luck of the Draw" scholarship recipients are: CALLIE DONALDSON, Montana State University; CARSON BARTA, University of Montana-Western; BRIDGER BOLTON, Montana Tech/Highlands College; CUTLER CHROMEY, Montana Tech/Highlands College; MADELINE DENTON, Montana State University; ABRAM

FRIESEN, Tabor College; JOSEPHINE FRIESEN, Montana State University; GABRIEL JONATHAN GEE, Montana State University-Billings; MITCHEL LePAGE, Carroll College; TRACE MARTIN, University of Montana-Western; KATE MAXWELL, North Dakota State University; MEGAN MAXWELL, University of Jamestown; ASHTON MOSEMAN, Montana State University; JACOB REISIG, Northeastern Oklahoma; BROOKELYN RUCKMAN, University of Montana-Western; WYLEE SNAPP, Montana State University-Northern; ALLIE UECKER, Sheridan College; BROOKE WEINHEIMER, Montana State University; CARTER WICHMAN, Rocky Mountain College; ANGUS GLENNIE, Montana State University; LEON AMINKENG, Montana State University; DAKOTA AUCK, Dickinson State University; ASHTON DEEGAN, Montana State University; CARTER DERKS, Montana State University-Northern; JACKSON SWANZ, Carroll College; ANDREW COX, Montana Tech-Butte; MAZIE DAVIDSON, New Saint Andrew's College; CADEN EPPERSON, Montana State University; FAITH OSMUNDSON, Montana Wilderness School of the Bible; DANIELLE HORAN, Montana State University; COLE J. MARTIN, Flathead Valley Community College; LEXIE GOETTLICH, Montana State University; and JOEL WARNEKE, Montana Tech-Butte.

**17. ELECTION RESULTS.** ELECTION AND CREDENTIALS COMMITTEE CHAIR, BRYAN GATZ announced the results of the election. District 3 – BRAD ARNTZEN - re-elected to serve a three-year term; district 5 – TERRY FROST – re-elected to serve a three-year term; and district 7 – BOB EVANS – re-elected to serve a three-year term. GATZ announced that the Proposed Bylaw Changes to Section 3.1 and Section 4.15 passed.

**18. OPEN BUSINESS.** PRESIDENT PAUL DESCHEEMAERKER asked if anyone had any additional business to bring forth at this Annual Meeting of the Membership. There were no other matters of concern.

**19. PRIZES.** In addition to the many other prizes that were drawn during the annual meeting, the six winners of the grand prize drawings, four quarters of beef, and two halves of swine, were announced. Fergus Electric will purchase a market beef and a market swine, during the 4-H livestock auction, owned and raised by 4-H members, whose parents are members of Fergus Electric. The lucky grand prize winners were told that they would be contacted in late July, after the Central Montana Fair, with meat processing instructions. The flowering potted plants, which decorated the tables, were awarded to members via stickers on the agendas.

**20. MEETING ADJOURNED.** With no further business, PRESIDENT PAUL DESCHEEMAERKER adjourned the meeting at 2:56 p.m.

SECRETARY 

ATTEST:

PRESIDENT 