

**MINUTES
GENERAL BOARD MEETING, JUNE 25, 2020
FERGUS ELECTRIC COOPERATIVE, INC.**

- 1. GENERAL MEETING CALLED TO ORDER.** The Fergus Electric Cooperative, Inc. Board of Trustees met in general session June 25, 2020 with PRESIDENT PAUL DESCHEEMAER calling the meeting to order at 1:04 p.m. JANINE RIFE DIDIER was scrivener. Board members in attendance were BRAD ARNTZEN, BOB EVANS, TERRY FROST, CATHY KOMBOL, BRETT MAXWELL, and JASON SWANZ. GENERAL MANAGER CARSON SWEENEY, retiring GENERAL MANAGER SCOTT SWEENEY, CORPORATE COUNSEL KRIS BIRDWELL, LINE SUPERINTENDENT DALE RIKALA and OFFICE MANAGER SALLY HORACEK. The Pledge of Allegiance was recited.
- 2. APPROVAL OF AGENDA.** After reviewing the meeting agenda, BRETT MAXWELL moved to approve it. TERRY FROST seconded the motion, which carried unanimously.
- 3. APPROVAL OF MINUTES OF PREVIOUS MEETING.** After reviewing the minutes of the May 28, 2020 general meeting and discussing them, TERRY FROST moved their approval. BRETT MAXWELL seconded the motion, which carried unanimously.
- 4. APPROVAL OF SPECIAL CONFERENCE CALL BOARD MEETING MINUTES.** After reviewing the minutes of the June 8, special conference call board meeting and discussing them, BRAD ARNTZEN moved their approval. JASON SWANZ seconded the motion, which carried unanimously.
- 5. 2020 ANNUAL MEETING MINUTES.** The minutes of the June 25, 2020 Annual Meeting of the Membership will be reviewed by the Board of Directors at the July 2020 general board meeting and then presented to the membership for approval next year at the 2021 Annual Meeting of the Membership.
- 6. PUBLIC COMMENT PERIOD.** The Board noted the regular time for member input relative to any issue of interest or importance to them. No member appeared.
- 7. RESOLUTION DELEGATING AUTHORITY TO GENERAL MANAGER.** The Board reviewed the "Resolution of the Board of Trustees of Fergus Electric Cooperative, Inc. delegating authority to general manager to act on behalf of the cooperative, as set forth in board policy 103.0", which recognizes CARSON SWEENEY as the General Manager of Fergus Electric Cooperative, effective June 26, 2020, and further authorizes SWEENEY to sign documents, contracts, checks and all other matters on behalf of the Cooperative for the duration of his tenure as general manager or until revoked by the cooperative. After a brief discussion, BRAD ARNTZEN moved to approve the resolution. TERRY FROST seconded the motion, which carried unanimously. A copy of the resolution is attached.
- 8. COVID-19 PRESENT AND FUTURE BEST BUSINESS PRACTICES.** GENERAL MANAGER CARSON SWEENEY told the Board that the office doors remain closed to the membership, but staff is trying to accommodate members in creative ways. The co-op is currently operating on four 10-hour days, closed Fridays. Delivery people like UPS and FedEx call and leave delivery items outside and if signatures are required, a staff member steps outside to sign. The employees are equipped with face masks and hand sanitizer.
- 9. NEW METERING SYSTEM, NRTC.** STAKING ENGINEER MELANIE FORAN provided the Board with an update of the AMI installation and answered the Board's questions.
- 10. SANDFIRE RESOURCES COPPER MINE.** GENERAL MANAGER CARSON SWEENEY said that NorthWestern Energy has begun work on the Feasibility Study for Sandfire Resources. Mine tours are projected to start in July 2020.

11. SOLAR PANELS ON TRUCK GARAGE. Fergus Electric received notice that the co-op was awarded a Rural Energy for America Program (REAP) grant for approximately \$26,893 which will permit the co-op to sell 192 panels at a cost of \$215 per panel. ORION THORNTON CTO of OnSite Energy will be the installer. BRAD ARNTZEN moved to proceed with installation and sale of solar panels in Phase 2. BOB EVANS seconded the motion, which carried unanimously.

12. FINANCIAL AND OTHER MONTHLY REPORTS. GENERAL MANAGER SCOTT SWEENEY presented financial and other monthly reports to the Board for discussion. OFFICE MANAGER SALLY HORACEK reviewed the May 31, 2020 operating report and JANINE RIFE DIDIER presented the May 31, 2020 monthly ratios report.

13. OPERATIONS REPORT. LINE SUPERINTENDENT DALE RIKALA reported that he, BRET OPHUS and TYSON RUFF interviewed five candidates for the open lineman position, via Skype. RIKALA requested that Fergus Electric hire two linemen: one for Lewistown and one for Roundup. The Board concurred. RIKALA said that 11 new services were built in June and crews have installed 154 AMI meters in the Hilger area. RIKALA reported that DON CRISWELL ASSISTANT LINE SUPERINTENDENT in Roundup plans to retire the end of July 2020 and the three individuals who expressed interest in the position were interviewed. RIKALA will announce the co-op's selection soon. RIKALA said that the engineers will be accompanying line crews on construction jobs to gain another perspective on work to be completed.

14. INVENTORY OF WORK ORDERS. After reviewing Inventory of Work Orders No. 599-599X for \$286,905.67 and 599-599X (A) for \$51,713.75, dated May 31, 2020, TERRY FROST moved to approve them. BRETT MAXWELL seconded the motion, which carried unanimously.

15. POWER OUTAGE REPORT. GENERAL MANAGER SCOTT SWEENEY and the Board reviewed a report prepared by JANINE RIFE DIDIER covering power interruptions for January 2020-May 2020.

16. REPORT OF CORPORATE COUNSEL. CORPORATE COUNSEL KRIS BIRDWELL reported he had a busy month and had worked on several items of importance to the cooperative.

17. MANAGER'S REPORT. The Board approved allowing retiring GENERAL MANAGER SCOTT SWEENEY to use his accrued leaves through January 2021 and continue to make himself available to the co-op during that period. MANAGER SCOTT SWEENEY thanked the Board saying that the Board and staff have been awesome to work with the last 41 years!

18. BOARD POLICY 101 - MISSION STATEMENT, STATEMENT OF IDEALS, STATEMENT OF OBJECTIVES. The Board reviewed Policy 101. After discussion, JASON SWANZ moved to approve amendments to the policy. BRAD ARNTZEN seconded the motion, which carried unanimously.

19. BOARD POLICY 102 - FUNCTIONS OF THE BOARD OF TRUSTEES. The Board reviewed Policy 102. After discussion, BRETT MAXWELL moved to approve amendments to the policy. BRAD ARNTZEN seconded the motion, which carried unanimously.

20. BOARD POLICY 103 - DELEGATION FROM THE BOARD OF TRUSTEES TO THE MANAGER. The Board reviewed Policy 103. After discussion, BOB EVANS moved to approve amendments to the policy. BRETT MAXWELL seconded the motion, which carried unanimously.

21. BOARD POLICY 111 - TRUSTEE DUTIES AND STANDARDS OF CONDUCT. The Board reviewed Policy 111 and updated the signature page.

22. MEMBERS 1ST/PRECORP MEETING. PRESIDENT PAUL DESCHEEMAEKER and MANAGERS CARSON SWEENEY and SCOTT SWEENEY reported on the June 16 Members 1st that they attended via Zoom meeting.

23. **SAFETY MEETING – BUCKET TRUCK AND POLE TOP RESCUE.** LINE SUPERINTENDENT DALE RIKALA reported that the June 25th safety meeting included the bucket truck and pole top rescue. GENERAL MANAGER CARSON SWEENEY suggested that next year the Board could attend the safety meeting when the linemen perform their bucket truck and pole top rescue to watch them as it is an impressive and important training exercise that OSHA requires the linemen to complete annually.

24. **SIGNAL PEAK COAL MINE.** PRESIDENT PAUL DESCHEEMAERKER, VICE PRESIDENT TERRY FROST, CATHY KOMBOL, and MANAGERS CARSON SWEENEY and SCOTT SWEENEY reported on their recent trip to Signal Peak Coal Mine to tour the facility and introduce CARSON SWEENEY and CATHY KOMBOL to mine personnel. TERRY FROST said that he was impressed with the tour and discussion.

25. **ESTATE CAPITAL CREDITS.** The Board reviewed the June 2020 estate capital credits in the amount of \$5,756.27, prepared by SUSAN HINKLEY. BRETT MAXWELL moved to affirm the retirements and BRAD ARNTZEN seconded the motion, which carried unanimously.

26. **DELINQUENT ACCOUNTS/NEW MEMBERS LIST.** The Board reviewed the delinquent accounts showing those that were paid in full and those that were still owing. A list of new members was also reviewed.

27. **FUTURE MEETINGS.**

- a. MECA Summer Meeting, July 8-9
- b. PRECorp/Members 1st July 15
- c. Safety Meeting, Lockout/Tagout, Pre- & Post-trip inspections, ergonomics, July 30
- d. FEC Board, July 30, Aug. 27, Sep. 24 & Oct. 29

28. **NEWS FROM THE DISTRICTS.**

29. **EXECUTIVE SESSION.** At 4:13 p.m., JASON SWANZ moved to continue the meeting in an executive session to discuss personnel issues. BRAD ARNTZEN seconded the motion, which carried unanimously.

30. **GENERAL SESSION RESUMES.** At 4:43 p.m., BRETT MAXWELL moved to return to general session. JASON SWANZ seconded the motion, which carried unanimously.

31. **ADJOURNMENT.** PRESIDENT PAUL DESCHEEMAERKER adjourned the meeting at 4:43 p.m.

SECRETARY  ATTEST: PRESIDENT 

