

**MINUTES
GENERAL BOARD MEETING
APRIL 25, 2012
FERGUS ELECTRIC COOPERATIVE, INC.**

1. **GENERAL MEETING CALLED TO ORDER.** The Fergus Electric Cooperative, Inc. Board of Trustees met in general session April 25, 2012 with PRESIDENT BOB EVANS calling the meeting to order at 9 a.m. TERRY FROST was secretary and VANGIE McCONNELL was scrivener. Other board members present were, JOE DIRKSON, DAVID DOVER, PAUL DESCHEEMAEKER, JASON SWANZ and MIKE VLASTELIC. CORPORATE COUNSEL WILLIAM A. SPOJA, GENERAL MANAGER SCOTT SWEENEY and ASSISTANT MANAGER MIKE STANLEY were also present. The Pledge of Allegiance was recited.
2. **AGENDA APPROVAL.** JOE DIRKSON moved to approve the agenda. MIKE VLASTELIC seconded the motion which carried unanimously.
3. **APPROVAL OF MINUTES OF PREVIOUS MEETINGS.** After reviewing the minutes of the March 27, 2012 general meeting and discussing them, MIKE VLASTELIC moved their approval. JAYSON SWANZ seconded the motion which carried unanimously.
4. **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 at this meeting.
5. **WEBSITE COMMITTEE REPORT.** COMMITTEE MEMBERS PAUL DESCHEEMAEKER, ERIKA MATTALIANO and JANINE RIFE DIDIER reported that the main purpose of the website committee is to develop, enhance and promote Fergus Electric's website, www.ferguselectric.coop, so that it is a useful tool for providing information and service to the membership.
6. **ANNUAL MEETING DISCUSSION – JUNE 7, 2012.** A short discussion covered Annual Meeting entertainment, speakers, giveaways and possible survey questions.
7. **ELECTIONS AND CREDENTIALS COMMITTEE.** The following members were appointed to serve on the Annual Meeting Elections and Credentials Committee: District 1 – RON COMBS, District 2 – JAMES BERGSTROM, District 3 – JAMI WICKENS, District 4 – CAROL SCHAEFFER, District 5 – KATHY ADOLPH, District 6 – BARBARA BANDY and District 7 – PAT HODGE.
8. **ADVISORY COMMITTEE REPORT.** MIKE VLASTELIC and MANAGER SWEENEY reported on the proceedings of the April 24 Member Advisory Committee. It was the general feeling of the committee that the Board is doing a good job and should continue in that vein. The committee expressed a desire for the Board to give them three or four topics to work on. Also, it was suggested that the committee be introduced with a short report on their activities at the June 7 annual meeting.
9. **CAPITAL CREDIT ESTATE RETIREMENTS.** The Board reviewed the April capital credit estate retirements for \$15,813.27 prepared by SUSAN HINKLEY. TERRY FROST moved to affirm the retirements and JOE DIRKSON seconded the motion which carried unanimously. A copy is attached.
10. **FINANCIAL AND OTHER MONTHLY REPORTS.** GENERAL MANAGER SCOTT SWEENEY presented financial and other monthly reports to the Board for their perusal and discussion. Included in the items thus seen were the following: the March operating report and the year end RUS Financial and Operating Report prepared by SALLY HORACEK and the new member list prepared by ERIKA MATTALIANO.
11. **OPERATIONS REPORT.** The Board considered the operations and maintenance, engineering and safety report of 04/20/2012 prepared by LINE SUPERINTENDENT DALE RIKALA. RIKALA reported that, to date, 224 new poles have been added and 205 old poles were retired of which 164 were junked. Nine new meters have been installed. Sharp Transportation will be moving an oversized load through our service area soon. This load will be 23' tall and close to 300' long.
12. **APPROVAL OF WORK ORDERS.** After reviewing Inventory of Work Orders Nos. 526-526X for \$86,244.10 and Nos. 526-526X(A) for \$5,478.46 ending March 31, 2012, MIKE VLASTELIC moved their approval. DAVID DOVER seconded the motion, which carried unanimously. \$10,362 was spent on a broken transmission pole near Cline and \$64,723 was used for pole changes.
13. **POWER OUTAGE REPORT.** MANAGER SWEENEY and the Board reviewed a report covering power interruptions for January through March prepared by VANGIE McCONNELL. Extreme storms comprised the largest amount of outage time. Total average hours for the three months are 2.19 per member.
14. **DELINQUENT ACCOUNTS.** The April delinquent accounts were reviewed by the Board.
15. **REPORT OF LEGAL COUNSEL.** CORPORATE COUNSEL SPOJA reported that he had reviewed MECA's recommended transparency standards for electric cooperatives related to openness and member involvement.

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16. **MECA RECOMMENDED CO-OP TRANSPARENCY STANDARDS RESOLUTION.** After discussion, DAVID DOVER moved to accept the transparency standards recommended by MECA. MIKE VLASTELIC seconded the motion which carried unanimously. A copy of the resolution is attached.
17. **MAIL IN BALLOTS.** VANGIE McCONNELL reported that of the 24 cooperatives belonging to MECA, 18 do not have mail in ballots and six do. Of the six with mail in ballots, two vote by district.
17. **SOUTHERN MONTANA ELECTRIC G & T.** JOE DIRKSON reported on the Southern Montana G & T proceedings.
18. **SOUTHERN MONTANA ELECTRIC G & T BOARD REPRESENTATIVE.** After a short discussion, PRESIDENT EVANS accepted JOE DIRKSON's resignation as Fergus Electric's representative on the Southern Montana and SME Boards. JASON SWANZ moved that a unanimous ballot be cast for DAVID DOVER to be the new representative on the Southern Montana and SME boards. JOE DIRKSON seconded the motion which carried unanimously. Copies of the resolutions are attached.
19. **MANAGER'S REPORT.** MANAGER SWEENEY covered the following: Signal Peak Coal Mine, LEE FREEMAN meeting, and Compass Wind.
20. **INDEPENDENT ENERGY SUPPLY SERVICE.** MIKE VLASTELIC reported that, effective April 16, he has resigned as Fergus Electric's representative on the IESS Board of Directors. The Board did not appoint a replacement director for the IESS Board.
21. **NRECA COURSE 945.1 – UNDER SCRUTINY.** DAVID DOVER and PAUL DESCHEEMAERKER reported that the course was very interesting and the buzz word that came out of the class is "perception".
22. **NEWS FROM THE DISTRICTS.** Each director shared items of interest to the Board.
23. **MEETING ADJOURNED.** With no further business to come before the Board, PRESIDENT BOB EVANS adjourned the general meeting at 4 p.m.
24. **FUTURE MEETINGS.** Laurie & Roger Lohrer Solar Net Metering Display, Apr. 30, 1:30 p.m.
Safety Meeting, Mayday Protocol, Fire Drill, Hearing Tests, May 16
NWPPA Annual Conference, Coeur d' Alene, May 13-17
Member Advisory Committee, May 15, 7 p.m.
ETIC Hearing, Butte, May 17-18
Website Committee, May 17, 1 p.m.
Bankruptcy Hearing, Billings, May 22
FEC Board, May 31, 9 a.m.
FEC Annual, June 7
FEC Board, June 28, 9 a.m.

SECRETARY

Terry W. Frost

ATTEST:

PRESIDENT

Bob Evans