

**WHETSTONE VALLEY ELECTRIC COOPERATIVE, INC.**  
**MINUTES OF THE REGULAR MEETING**  
**OF THE BOARD OF DIRECTORS**  
**Tuesday, February 21, 2017**

President, Tostenson called the regular meeting to order at 8:06 AM at the Cooperative Headquarters.

**Directors Present:** Tostenson, Strasser, Atyeo-Gortmaker, Jensen, Berens, Hook, Nelson and Adler

**Directors Absent:** Niedert

**Staff Present:** Page, Barlund, Weber, Christensen

**Others Present:**

**Agenda:** Added review of draft policy for credentials & election committee

- A motion by Nelson to approve the agenda with additions was seconded by Adler and carried.

**Minutes:**

- A motion by Berens to approve the minutes of the January 19, 2017 regular meeting was seconded by Hook and carried.

**The Consent Agenda included:**

Loss Control Report, Estate & Special Capital Credit Retirements, New Members, Tenant Changes, Cash flow statement, Check Listing, Credit Card statement.

- A motion by Hook to approve the consent agenda was seconded by Atyeo-Gortmaker and carried.

**Management Reports:**

**Operations Manager, Jon Christensen**, submitted a written report that covered outages, safety training and line work. He also discussed the recent storm damage and clean-up efforts and upcoming meeting with FEMA. Jon also discussed a pilot program with a contractor to add some meter GPS coordinates to map.

**Member Services Advisor, Mark Weber**, reported on wiring and heating job activity and life safety monitor installations as well as current work in progress. He also discussed some meter issues discovered after the mass outage.

**Office Manager, Gail Barlund** submitted a written report and discussed financial reports, the Form-7 and office activities relating to the budget process. She also discussed bad debt write-offs and the upcoming annual meeting.

- A motion by Adler to approve the Management Staff reports was seconded by Atyeo-Gortmaker and carried.

**The General Manager** submitted a written report and discussed the use of a line-of-credit for interim financing. He discussed some member concerns regarding rates and discussions with East River regarding possible emergency power resources. Also discussed was the bids submitted for the cost of service study.

- A motion by Hook to approve the General Manager's report was seconded by Adler and carried.

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**Meeting Reports:**

Several Board members reported on the East River Energize Forum.

**Reports:**

**East River** Darren reported on the activities of East River. He also attended and reported on the Feb. Basin Board meeting.  
**SDREA** Bill reported on the recent activities of SDREA.

**Upcoming Events**

- Feb. 23 Co-op Day at the Capital, Pierre
- Feb. 26 - Mar 1 NRECA Annual Meeting, San Diego
- Mar. 16 WVEC Board Meeting
- Mar. 23 WVEC Annual Meeting, Milbank HS
- Apr. 5-7 CCD Workshop, Pierre \* Postponed due to scheduling conflict
- Apr. 23-25 NRECA Legislative Conference, Wash. DC
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**Other Business:**

A motion by Strasser to approve the contract with Power System Engineering for the 2017 cost of service study. was seconded by Atyeo-Gortmaker and carried.

A motion by Berens to adopt a policy for a Credentials & Election Committee. Motion failed for lack of 2nd.

A motion by Jensen to write off uncollectable accounts for 2016 totaling \$2,499.30 was seconded by Atyeo-Gortmaker and carried.

A motion by Jensen to retire \$174,401 of capital credits as a general retirement for 2017 as allowed by policy 60-7 was seconded by Berens and carried.

A motion by Atyeo-Gortmaker to approve general manager's recommendation to compensate salaried staff for extra time worked for the Christmas outage was seconded by Hook and carried.  
Policy 60-7 was reviewed without changes.

**Executive Session:**

A motion by Adler to enter executive session was seconded by Berens and carried.

A motion by Jensen to exit executive session was seconded by Adler and carried.

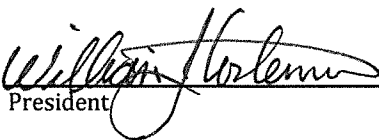
**Adjournment:**

- A motion to adjourn by Berens was seconded by Nelson and carried.

**Next Regular Board Meeting:**

Thursday, March 16, 2017 8:00 AM

Coop Board Room

  
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President

  
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Secretary