

**WHETSTONE VALLEY ELECTRIC COOPERATIVE, INC.**  
**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS**  
**Thursday, October 24, 2019**

The regular meeting of the Board of Directors of Whetstone Valley Electric Cooperative, Inc. was held on Thursday, October, 24, 2019 commencing at 8:02 AM at Whetstone Valley Electric Cooperative Headquarters, Milbank, South Dakota.

The meeting was called to order by President, Bill Tostenson who presided and Secretary, Darren Strasser, acted as Secretary.

**Directors Present:** Bill Tostenson, Darren Strasser, Dale Jensen, Krista Atyeo-Gortmaker, Joel Adler, Tom Berens, Paul Nelson, Scott Niedert, Dave Behrns,

**Directors Absent:**

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

**Others Present:** Shannon Patrick, NRECA

**Review and Consideration of Agenda**

- The agenda was presented for consideration. A motion to approve the agenda with the correction of meeting location was seconded and carried.

**Review and Consideration of Minutes**

- A motion to approve the minutes of the regular meeting of September 19, 2019 was seconded and carried.

**Review and Consideration of the Consent Agenda including:**

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

- A motion to approve the consent agenda was seconded and carried.

**Management Reports**

**Operations Manager, Jon Christensen** submitted a written reported and discussed activities of the line department. He also presented 2020 proposed line construction and replacement projects.

**Member Services Manager, Mark Weber** submitted a written report and discussed current activities and reported on the department financials. He also discussed state and federal electrical codes.

**Office Manager, Gail Barlund** submitted a written report and reported on current activities of the office department and financials. She also discussed NRECA benefit changes and enrollment schedules.

- A motion to approve the Management Staff reports was seconded and carried.

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**Review and Consideration of the General Manager's Report**

**General Manager, Page** submitted a written report highlighting current and year to date energy sales and margins. He reported on the proceedings of the FERC filing of Basin Electric, Basin members and other intervenors. Page also provided updates regarding anticipated power costs and legislative issues. He also presented preliminary projections from the long range financial forecast.

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

**NRECA Benefit Presentation:** Shannon Patrick provided an update on NRECA benefits and briefly discussed the Defined Benefit Plan.

**Power Supply and Association Meeting Reports:**

**East River** Strasser provided a report on activities of East River.

**SDREA** Tostenson reported on the activities of SDREA including a legislative update of SB-66.

**Executive Session:**

At 1:10 pm a motion to enter executive session was seconded and carried.

At 1:37 pm a motion to exit executive session was seconded and carried.

**Other Business:**

A motion to approve the second union proposal brought forward by labor committee was seconded and carried.

A motion to ratify the consent decision via phone/text on 10/21/19 to file with FERC to intervene without bias in the Basin Electric proceedings in FERC Dockets ER19-2909-000 and ER20-2-000 was seconded and carried.

A motion to apply for the CoBank Sharing Success matching grant split between the local Cancer Walk Foundation and Grant County 4H for building improvements was seconded and carried.

A motion to table the review of policy 10-3 until November's meeting was seconded and carried.

A motion was made and seconded to revise guidelines in Part 4 of Policy 30-1 to allow up to nine directors to attend the Basin Annual Meeting and NRECA Regional, and three to attend the NRECA annual meeting. There was a motion and second to amend the original motion to allow up to three directors to attend all National Meetings. Motions carried.

**Adjournment:**

- A motion to adjourn was made, seconded and carried.

**Next Regular Board Meeting:** Thursday, November 21, 2019 8:00 AM Coop Board Room

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President

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Secretary