

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS
OF THE SIOUX VALLEY-SOUTHWESTERN ELECTRIC COOPERATIVE, INC.
December 21, 2021**

The regular meeting of the Board of Directors of Sioux Valley-Southwestern Electric Cooperative, Inc. (DBA Sioux Valley Energy) was held on December 21, 2021 commencing at 8:30 a.m. in the Colman boardroom.

The meeting was called to order by President Gary Fish who presided and Don DeGreef, Secretary, acted as Secretary.

Roll call showed the following members present:

Rodney DeMent	Dan Leuthold	Allan Weinacht
Ann Vostad	Dave Daniel	Gary Fish
Dr. Leslie Heinemann	Lucas Roskamp	Mark Rogen
Gregg Johnson	Don DeGreef	

Also present were Attorney Alan Peterson, General Manager Tim McCarthy, Strategic Leadership Team members Debra Biever, Ted Smith, Carrie Vugteveen, and Betty VanDerWerff along with Executive Assistant, Brenda Schelhaas. Guest in attendance was Jason Maxwell.

REVIEW AND CONSIDERATION OF AGENDA

The agenda was presented for consideration. President Fish asked that agenda item #5, Banking and RUS Authorization Resolutions be replaced with District Meeting Bill Credit. He also asked that NRECA CCD Seminar be added to the agenda under item #16, Notices of Meetings, Selection of Delegates/Attendance Authorization. A motion to approve the amended agenda was made by Mr. Johnson, seconded by Mr. DeGreef. The motion carried.

REVIEW AND CONSIDERATION OF BOARD MEETING MINUTES

A motion to approve the minutes of the November 23, 2021 regular board meeting was made by Mr. Weinacht, seconded by Mr. Rogen. Dr. Heinemann moved to defer the approval of the minutes to the January 2022 board meeting and motion was seconded by Mr. DeGreef. The motion to defer was rejected by majority vote. A roll call vote on the motion to approve the minutes was taken. The motion carried with a dissenting vote from Mr. DeMent.

DISTRICT MEETING BILL CREDIT

Manager McCarthy reviewed the current \$25 district meeting bill credit that is given to each member as a registration gift. He then reviewed a proposal that had been made to discontinue the \$25 bill credit to members and offer a chance to win two \$500 bill credits at each district meeting. Mr. Rogen made a motion to continue the \$25 district meeting bill credit, seconded by Ms. Vostad. The motion passed with Mr. DeMent voting against.

WORKPLACE MANAGEMENT OF COVID-19

Manager McCarthy called upon Debra Biever to provide an update on SVE’s workplace management of Covid-19. Debra stated that SVE currently has 23 employees who aren’t vaccinated. Debra reviewed the OSHA mandates requiring masking and Covid-19 testing for unvaccinated employees. SVE has been working with Avera and is prepared to begin testing if required. Debra also reviewed the Covid-19 pay and quarantine requirements for vaccinated and unvaccinated employees. The Covid-19 situation remains fluid, and Debra will continue to update the Board.

POLICY REVIEW

Manager McCarthy called upon Brenda Schelhaas to review Board Operating Guide (BOG) 8-7 Director Compensation and Benefits. Mr. Rogen made a motion to increase the director-elect daily per diem from \$200 to \$300, seconded by Mr. Weinacht. The motion carried.

Mr. Roskamp made a motion to approve BOG 8-7 Director Compensation and Benefits as amended, seconded by Mr. Daniel. The motion carried.

REVIEW AND CONSIDERATION OF REED LOAN-GARRETSON CHILDCARE CORP.

Manager McCarthy called upon Betty VanDerWerff to present a request from Garretson Childcare Corporation DBA Blue Dragon Academy for a \$690,000 REED loan. A motion was made by Mr. Daniel to approve the REED load for \$690,000, seconded by Mr. Johnson. The motion carried.

MEMBER ADVISORY COUNCIL APPOINTMENTS

In accordance with Board Operating Guide 9-1, directors nominate members from their respective district to serve on the Member Advisory Council. A motion was made by Mr. Johnson, seconded by Mr. Leuthold that the following nominees be appointed for three-year terms on the Member Advisory Council. The motion carried.

- District 1 John Kleinjan
 Robert Short
- District 4 Tim Dunn
- District 5 Marvin VanKekerix
- District 6 Paul Hess
- District 7 Cherie DeMent
- District 9 Nancy Hinricher
- District 10 Scott Wassink

REVIEW AND CONSIDERATION OF JUNE 28, 2022 BOARD MEETING DATE CHANGE

The June board meeting date conflicts with the SDREA Manager’s Association Meeting and Legal Seminar. Mr. Weinacht made a motion to change the June board meeting date to June 24, 2022, seconded by Mr. DeGreef. The motion carried.

REVIEW AND CONSIDERATION OF SEPTEMBER 27, 2022 BOARD MEETING DATE CHANGE

The September board meeting date conflicts with the MREA Fall DC Legislative Visit and the SDREA Manager's Association Meeting. Mr. Weinacht made a motion to change the September board meeting date to September 22, 2022, seconded by Mr. Daniel. The motion carried.

STRATEGIC PLANNING

Manager McCarthy stated the board review of the bylaws and policies will begin in January. Attorney Peterson will review Articles 1, 2, and 3 of the bylaws at the January 2022 board meeting.

REVIEW AND CONSIDERATION OF GENERAL MANAGER'S REPORT

Manager McCarthy reported on key highlights from the East River General Manager's report including business development, WAPA Renewable Energy Certificate Program, spectrum purchase, permitting, system reconfiguration-networking, bipartisan infrastructure bill, South Dakota house and senate redistricting, and Minnesota redistricting.

Manager McCarthy reviewed wholesale power purchases, sales, and revenue. He noted that there were 48 new service requests in November compared to 33 this same time last year. He reviewed the network security testing that was completed this past month. Overall, the testing indicated that our configurations minimize the risk of an outside intrusion and had only minor recommendations for security related changes. Manager McCarthy noted that there have been 196 public contact accidents year-to-date which is up from 172 this same time in 2020.

Manager McCarthy informed the Board that the IRS mileage rate has been set at 58.5 cents for 2022.

ACCEPT MANAGER'S REPORT

A motion to accept the Manager's Report was made by Mr. Daniel, seconded by Mr. DeGreef. The motion carried.

REPORTS ON POWER SUPPLY MEETINGS

East River – Mr. DeMent reported on his attendance of the East River board meeting.

L&O Power – Mr. Leuthold reported on his attendance of the L&O Power board meeting.

REPORTS ON MEETINGS ATTENDED

SDREA Board Meeting – Director Daniel reported on his attendance of the SDREA Board Meeting that was held in Pierre, SD.

Mid-West Electric Consumers Association Annual Meeting – Directors Rogen and Johnson reported on their attendance of the Mid-West Electric Consumers Association Annual Meeting that was held in Denver, CO.

BLC 953.1 Improving Board Decision-Making Quality/944.1 Giving and Receiving Effective Feedback – Directors Weinacht and Daniel reported on their attendance of these Board Leadership Classes that were held in Pierre, SD.

NRECA Winter School for Directors – Directors DeMent and Heinemann reported on their attendance of the NRECA Winter School for Directors that was held in Nashville, TN.

NOTICES OF MEETINGS, SELECTION OF DELEGATES, AND ATTENDANCE AUTHORIZATION

East River Energize Forum, February 2-3, 2022 Sioux Falls, SD – All directors were authorized to attend by a motion made by Mr. Rogen, seconded by Mr. Johnson. The motion carried.

Co-Bank Midwest Customer Meeting , February 16-17, 2022 Omaha, NE – Directors Rogen, Leuthold, DeGreef, and Roskamp were authorized to attend by a motion made by Mr. Daniel, seconded by Mr. Weinacht. The motion carried.

Co-op Day at the Capital, February 22, 2022 Pierre, SD – All directors were authorized to attend by a motion made by Mr. Weinacht, seconded by Mr. Roskamp. The motion carried.

NRTC 2022 Annual Meeting, March 1-3, 2022 Virtual/NRECA PowerXchange, March 4-9, 2022 Nashville, TN – All directors were authorized to attend, and Director Weinacht was nominated to serve as the voting delegate with Director Roskamp as alternate by a motion made by Mr. Rogen, seconded by Mr. DeGreef. The motion carried.

CoBank Minnesota Customer Meeting, March 17-18, 2022 Minneapolis, MN – All directors were authorized to attend by a motion made by Mr. Johnson, seconded by Mr. DeGreef. The motion carried.

NRECA CCD Seminar, February 14-28, 2022 Virtual – Ms. Vostad was authorized to attend by a motion made by Mr. Weinacht, seconded by Mr. Johnson. The motion carried.

OTHER BUSINESS

Mr. Daniel requested a resolution be prepared in appreciation of Betty VanDerWerff who will retire in early January 2022. President Fish expressed his appreciation to the management team and the Board of Directors for all their efforts this past year.

EXECUTIVE SESSION

There was no executive session.

NEXT MEETING

The next regular board meeting will be held on Tuesday, January 25, 2022 at 8:30 a.m. in the Colman boardroom.

ADJOURNMENT

Mr. Weinacht made a motion, seconded by Dr. Heinemann to adjourn the Sioux Valley Energy board meeting at 12:05 p.m. The motion carried.

Don DeGreef, Secretary

Date Approved: _____