

Mountrail-Williams Electric Cooperative

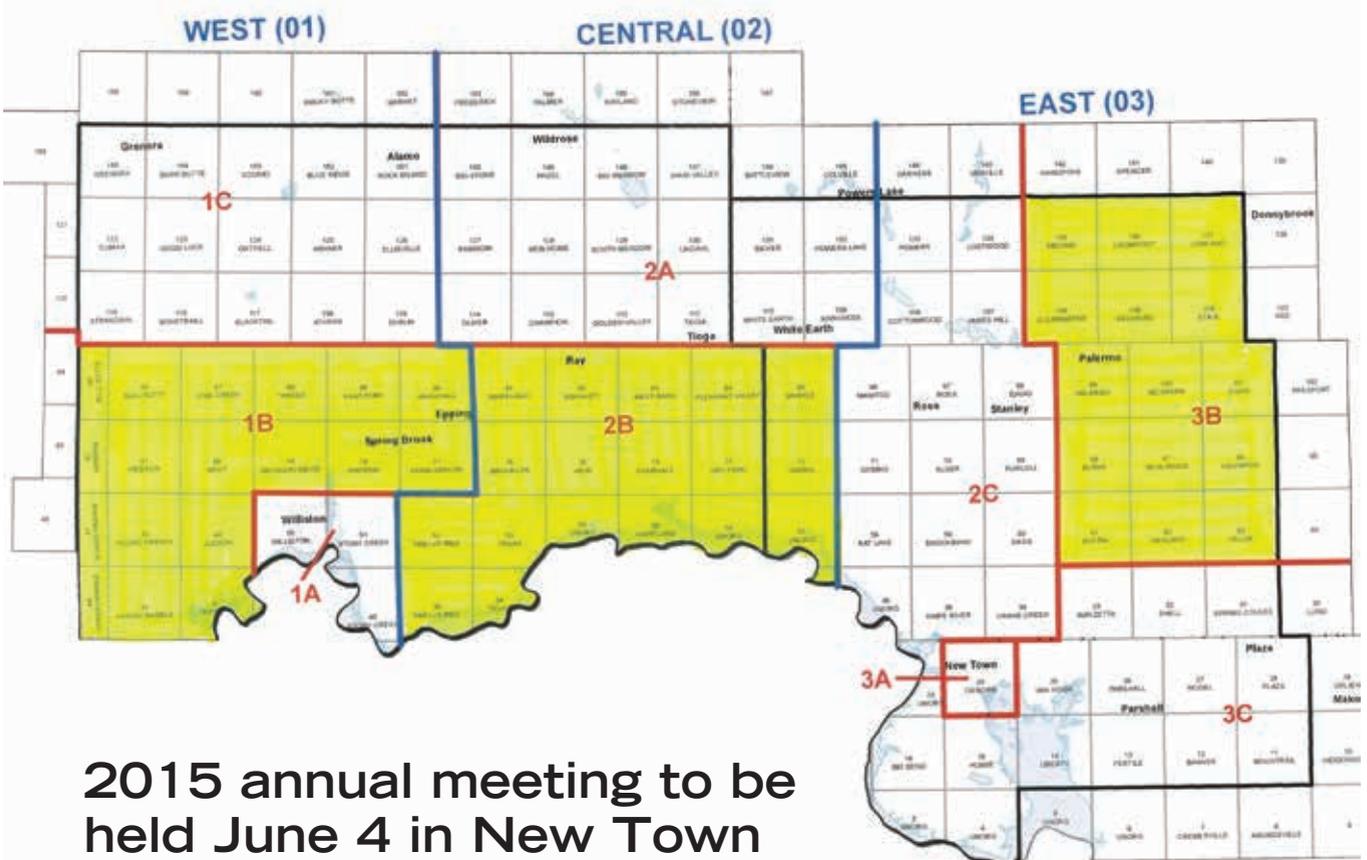
Your Touchstone Energy® Cooperative 

WILLISTON
577-3765

STANLEY
628-2242

NEW TOWN
627-3550

Three director seats up for election



2015 annual meeting to be held June 4 in New Town

In this issue:

- Three directors to be elected
- Scholarship winner announced
- Co-op's bylaws for annual meeting
- Meeting minutes ... and more!



Blaine Jorgenson



Cheryl Hartsoch



Bob Grant

Three directors will be elected at the Mountrail-Williams Electric Cooperative annual meeting Thursday, June 4, in New Town.

West District, District 1B

Blaine Jorgenson farms northwest of Williston with his wife, Jennifer, and three children, Logan, Megan and Tucker. Blaine is a 1991 graduate of Williston High School and a 1995 graduate of North Dakota State University. He continues to receive his education through his neighbors, children and wife.

Blaine is an active member of the West Prairie Church, northwest of Williston, and a volunteer at the Upper Missouri Ministries Bible Camp near Epping. He also enjoys many outdoor activities including hunting, snowmobiling, sledding, farming and calving.

Blaine looks forward to a fourth three-year term working with the Mountrail-Williams Electric Cooperative (MWEC) board of directors.

Central District, District 2B

Cheryl Hartsoch was born in Minneapolis, Minn., and raised in rural Annandale, Minn. After

graduating from Annandale High School, she went on to graduate from the Association Free Lutheran Bible School and North Dakota State College of Science, Wahpeton. Cheryl and her husband, Arley, moved to rural Ray in the late 1970s to ranch and farm. They raised four children: Brent lives and works in Arizona; Sara and her husband, Jason, with sons, Graham and Sam, live in Alexandria, Minn.; Daniel lives and works for Young Life in Snowhomish, Glacier Peak, and Lake Stevens Wash.; and Erik and his wife, Amy, and sons, Benjamin, Jacob and Michael, live on the farm in rural Ray.

Cheryl had been the Beaver Creek Lutheran Church treasurer for more than 20 years, a Women's Mission Federation officer, and a Sunday school and vacation Bible school superintendent, teacher and youth director. She also served as supervisor for View Township for a number of years. Her hobbies include reading, walking, oil painting and gardening. Cheryl has served as a director on the MWEC board for 18 years.

East District, District 3B

Bob Grant grew up on a farm near Tagus. He attended Tagus School through the eighth grade and then went to Palermo High School where he graduated in 1967. In 1971, he graduated from North Dakota State University with a bachelor of science degree in mechanized agriculture and agricultural education. He began farming and ranching full time in 1972 and also operated a portable grain cleaning mill for 28 years.

He married Helen Halvorson from Palermo in March 1973. Helen currently works at the Mountrail County courthouse.

They have four children: Rob, Garry (Lori), Rebecca (Byron) and Adam (Kimberly) and four grandchildren: Abigail, MacKenzie, Mason and Marcus. They are all involved in the family cattle operation.

Bob has served as Egan Township supervisor and chairman, has served on the boards of the Berthold Farmers Elevator, the Berthold school board, St. Olaf Lutheran Church, Palermo

Lutheran Parish, Zion Lutheran Church in Berthold, Mountrail Bethel Home in Stanley, Mountrail County Medical Center, and Mountrail County Health Foundation in Stanley; served as secretary/treasurer of the N.D. Simmental Association for 15 years and the N.W. Select Simmental Group for more than 25 years. Bob was an incorporator of the Northwest Landowners Association and currently

serves as treasurer.

He has taught Sunday school, was a substitute teacher, and also enjoyed coaching fifth and sixth grade basketball in Berthold for many years.

Currently, Bob serves on the Coordinating Council of Cooperatives, Rural Development Finance Corporation, and is the vice president of the Mountrail-Williams Electric Cooperative board.

He was elected to the Mountrail Electric Cooperative board in 1981, having served also as secretary. He began serving on the North Dakota Association of Rural Electric Cooperatives (NDAREC) board in 1998, serving as the treasurer, a member of the executive committee, and on other various committees. He was elected as the president of the NDAREC board in 2008. ■



Scholarship winner announced

Veronica Enander of Stanley is the recipient of the 2015 Basin Electric Power Cooperative \$1,000 scholarship. Veronica is the daughter of David, who farms and is an electrical technician for Mountrail-Williams Electric Cooperative (MWEC), and Stephanie, a farmwife and stay-at-home mom.

Veronica will graduate this spring from Stanley High School and will be attending Minot State University in the fall. She plans on majoring in

secondary education and would like to teach high school history in a small rural school, as well as coach.

While attending Stanley High School, Veronica was on the academic Olympic team, was captain of the varsity basketball team, was junior class president, played varsity volleyball and received highest academic honors. Outside of school, she was the local 4-H club president, was on the 2013 hippology state championship team, received both

eighth and 10th place on the national level for hippology, and is involved with the local church youth group, FFA and S-Club.

MWEC congratulates Veronica on her accomplishments and wishes her the best in all her endeavors.

MWEC would also like to thank everyone who took the time to apply for the Basin scholarship this year and wish them the very best in their future. Choosing a scholarship winner was very difficult. ■

Co-op's bylaws for annual meeting procedures

ARTICLE I

Membership

SECTION 1. Membership. Any adult person, and any partnership, incorporated or unincorporated association, corporation, or body politic shall become a member of Mountrail-Williams Electric Cooperative (hereinafter call "Cooperative") upon purchasing electric service from this Cooperative. In purchasing electric service from this Cooperative, each member shall agree to comply with and be bound by the Articles of Incorporation and the Bylaws of the Cooperative and any reasonable rules and regulations adopted by the Board of Directors. No member may hold more than one membership in this Cooperative, and no membership shall be transferable, except as provided in these Bylaws.

SECTION 2. Evidence of Membership. Membership in this Cooperative shall be evidenced by purchase of and payment for electric service from the Cooperative.

SECTION 3. Joint Membership. Unless a purchaser of electric service specifies in writing that it is to be a single membership, (or unless within thirty days after adoption of this Bylaw an existing member specifies in writing that his membership is to continue to be a single membership), all present and future memberships in this Cooperative by a married person shall be deemed to be a joint membership by the husband and wife, in joint tenancy, with right to survivorship. A joint membership may be converted to an individual membership at any time upon the written request by both joint members. The term "member" as used in these Bylaws shall be deemed to include a husband and wife holding a

joint membership and any provisions relating to the rights and liabilities of membership shall apply equally with respect to the holders of a joint membership. Without limiting the generality of the foregoing, the effect of the hereinafter specific action by or in respect to the holders of a joint membership shall be as follows:

- (a) The presence at a meeting of either or both shall be regarded as the presence of one member and shall have the effect of constituting joint waiver of notice of the meeting;
- (b) The vote of either separately, or both jointly shall constitute a one joint vote;
- (c) A waiver of notice signed by either or both shall constitute a joint waiver;
- (d) Notice to either shall constitute notice to both;
- (e) Expulsion of either shall terminate the joint membership;
- (f) Withdrawal of either shall terminate the joint membership;
- (g) Either but not both may be elected or appointed as an officer or director provided that both meet the qualifications of such office.

ARTICLE III

Meetings of Members

SECTION 1. Annual Meeting. The Annual Meeting of the members shall be held between March 1 and November 1 of each year at the call of the board at such place in the County of Williams or Mountrail, State of North Dakota, as shall be designated in the notice of the meeting for the purposes and business as may come before the meeting. If the day fixed for the Annual Meeting shall fall on a Sunday or legal holiday, such meeting

shall be held on the next succeeding business day.

Failure to hold the Annual Meeting at the designated time shall not work a forfeiture or dissolution of the Cooperative.

SECTION 3. Notice of Members' Meetings. Written or printed notice stating the place, day and hour of the meeting and, in case of a Special Meeting or an Annual Meeting at which business other than that listed in Section 7 of this article is to be transacted, the purpose or purposes for which the meeting is called, shall be delivered not less than ten days nor more than thirty days before the date of the meeting, either personally or by mail, by or at the direction of the Secretary, or upon a default in duty by the Secretary, by the persons calling the meeting, to each member. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the member at his address as it appears on the records of the Cooperative, with postage thereon prepaid. The failure of any member to receive notice of an Annual or Special Meeting of the members shall not invalidate any action which may be taken by the members at any such meeting.

ARTICLE IV.

Directors

SECTION 2. Qualifications. No person shall be eligible to become or remain a director, or to hold any position of trust in the Cooperative who:

- (a) is not a member and a bona fide resident in the area served by the Cooperative and in the precinct within the district which he is to represent; or
- (b) is in any way employed by

or financially interested in a competing enterprise or a business selling electric energy or supplies to the Cooperative, or a business primarily engaged in selling electrical or plumbing appliances, fixtures, supplies, or wiring to, among others, the members of the Cooperative.

The requirement for directors to be bona fide residents in the precincts which they are to represent shall be effective for all directors elected after January 1, 1997. Notwithstanding anything to the contrary contained herein, any director serving on the Board of Directors on January 1, 1997 shall be authorized to seek re-election so long as they remain a bona fide resident of the district which they would be representing, even if they should not be a bona fide resident of the precinct within that district.

Upon establishment of the fact that a nominee for director lacks eligibility or a director already holding office in violation of any of the foregoing provisions, it shall immediately become incumbent upon the Board of Directors to remove such director from office.

Nothing contained in this section shall affect in any manner whatsoever the validity of any action taken at any meeting of the Board of Directors.

SECTION 3. Election and Tenure of Office. The area served by the Cooperative shall be divided into three districts as shown by Section 4 of this Article. At each Annual

Meeting of the members, one director from each district shall be elected by ballot for a regular term of three years, or until their successors have been elected and qualified. Members shall vote only for directors from their respective voting district. Nothing contained in this section shall affect in any manner whatsoever the validity of any action taken at any meeting of the Board of Directors.

SECTION 5. Nominations. Every candidate for the office of Director, shall, not less than thirty days, nor more than ninety days before the date of a meeting of the members at which directors are to be elected, present to the Secretary a nominating petition giving the candidates name, post office address, and the district and precinct in which he/she presides. Each candidate must be a member and must possess the qualifications for a director as specified in Article IV, Section 2 of the Bylaws of the Cooperative. Such petition shall contain the names and signatures of not less than fifteen members residing in the district from which he/she is a candidate. Each name on the petition shall be a bona fide member of said cooperative residing within said district.

Each signer of a nomination petition shall sign but one petition and shall add his/her address and the date of signing. For purposes of this petition, in cases of a joint membership between a wife and husband, either may join in the petition and both are

not required. If both wife and husband in a joint membership sign, it shall have the effect of only one signature for purposes of the petition.

If more than two nominations for a single directorship are made by petition, a selection by lot shall be made to determine the order in which all nominees shall appear on the ballot.

The nominating petition shall be available at the principal office of the cooperative.

A list of all nominations shall be available and posted at the office of the cooperative at least twenty days before the Annual Meeting election.

The Secretary shall mail with the notice of the meeting or separately, but at least seven days before the date of the meeting, a statement of the number of directors to be elected and the names and addresses of the candidates and their districts.

Nothing contained herein shall, however, prevent additional nominations from the floor at the meeting of the members, provided that such nomination can be made only by a qualified member who resides in the particular district where the candidate resides, and such candidate must have the same qualifications as a candidate nominated by petition.

Notwithstanding anything contained in this section, failure to comply with any provisions of this section shall not affect in any manner whatsoever the validity of any election of directors. ■

Notice of MVEC nondiscrimination Nondiscrimination statement

Mountrail-Williams Electric Cooperative is the recipient of federal financial assistance from the U.S. Department of Agriculture (USDA). The USDA prohibits discrimination in all its programs and activities on the basis of race, color, national origin, age, disability, and where applicable, sex, marital status, familial status, parental status, religion, sexual

orientation, genetic information, political beliefs, reprisal, or because all or part of an individual's income is derived from any public assistance program. (Not all prohibited bases apply to all programs.) Persons with disabilities who require alternative means for communication of program information (Braille, large print, audiotape, etc.) should

contact USDAS TARGET Center at 202-720-2600 (voice and TDD). To file a complaint of discrimination, write to USDA, Director, Office of Civil Rights, 1400 Independence Ave., S.W., Washington, DC 20250-9410, or call 800-877-8339 (TDD) or 866-377-8642 (relay voice users). USDA is an equal opportunity provider and employer. ■



APRIL 13 IS NATIONAL LINEMAN DAY!

Please share your thank yous on our Facebook and Twitter pages and feel free to send a note to one of our offices if you would like. We will make sure to share them with our linemen.



KEEP IT SAFE

We flip a switch, plug in a cord or hit the power button every day without much thought.

Electricity makes our lives easier. But we need to keep safety in mind, too. Mountrail-Williams Electric Cooperative shares some tips to help keep you safe when you use those electronics:

- Replace or repair damaged or loose electrical cords.
- Avoid running extension cords across doorways or under carpets.
- In homes with small children, make sure your home has tamper-resistant receptacles.
- Consider having additional circuits or outlets added by a qualified electrician so you do not have to use extension cords.
- Follow the manufacturer's instructions for plugging an appliance into a receptacle outlet.
- Avoid overloading outlets. Plug only one high-wattage appliance into each receptacle outlet at a time.
- If outlets or switches feel warm, or if you have frequent problems with blowing fuses or tripping circuits, or flickering or dimming lights, call a qualified electrician.
- Place lamps on level surfaces, away from things that can burn and use bulbs that match the lamp's recommended wattage.
- Make sure your home has ground-fault circuit interrupters in the kitchen, bathrooms, laundry, basement and outdoor areas.
- Arc-fault circuit interrupters should be installed in your home to protect electrical outlets. ■



IMPORTANT REMINDER

- Call a qualified electrician if you have:
- Frequent problems with blowing fuses or tripping circuit breakers
 - A tingling feeling when you touch an electrical appliance
 - Discolored or warm wall outlets
 - A burning or rubbery smell coming from an appliance
 - Flickering or dimming lights
 - Sparks from an outlet

Regular board meeting of Feb. 18, 2015

Directors present: Sorenson, Grant, Hartsoch, Johnson, Lynne, Bratvold, Haugen and Jorgenson.

Directors absent: Lalim.

Others present: General Manager Haugen, attorney Eiken and staff members.

The meeting was called to order at 9:30 a.m. at the Williston office. The agenda for the meeting was approved as presented. Minutes of the Jan. 28 meeting were approved as presented.

Attorney's report: Attorney Eiken discussed a member information request. There was also a discussion on employee issues and the annual audit letter.

Audit report: Eide Bailly met with the board and presented a draft of the annual audit report for the 2014 operating year. Some of these preliminary figures showed a net electric plant of \$399,104,102; total assets of \$492,257,767; long-term debt of \$320,738,907; operating revenues of \$183,221,316; operating expenses of \$157,277,411; operating margins of \$25,943,905; G&T and other capital credits of \$7,452,647; net margins of \$33,987,044.

He explained recommended reserve accounts being set up for leased plant maintenance and plant retirement. He also discussed options for reporting lease revenues.

For financial ratios, TIER is 3.50, operating TIER is 2.99, DSC is 3.25 and equity is 20.12 percent. There are 16,613 total customers with an average of 3.22 customers per mile. The system loss went down to 2.97 percent.

Executive session: The board met with the auditor in executive session. Following this session, the board adopted the recommendations which had been made to establish reserve accounts for leased plant maintenance and plant retirement. The board also approved increasing the bad debt account for \$1 million. A final version of the audit will be presented at a future board meeting.

Capital credits: The board approved the retirement of the following capital credit accounts:

John White Body estate
Leeda M. Meyers estate
Patrick Aftem estate

Accounts receivable: A report was offered showing aging accounts receivable with \$2,772,059 in current accounts, \$211,429 being 30 days past due, \$51,246 being 60 days past due, and \$1,705,384 being 90 days or older. Of these account balances more than 90 days old, about \$1.4 million is to one member.

NDREC benefit trust: Jay Lux was appointed by the board to serve as the cooperative's principal trustee on the initial board of trustees for the NDREC benefit trust. Brandy Hansen will serve as the alternate trustee.

2014 taxes: Jay Lux presented a copy of the check for \$1,205,845.25 paid to the N.D. tax commissioner for the electric distribution and transmission taxes.

Manager's report: Manager Haugen showed plans to rebuild a distribution line in the Berthold area. Over the years, wind and ice storms have caused issues. By re-engineering the line with different poles in different locations, the computer simulation programs show a substantial increase in the ability to withstand these weather-related issues.

Jerry Rehak presented the January outage report.

The manager presented an update on the building of the new parking garage. Plans are continuing for a new office building.

Mark Holter presented the Safety Committee report. There were no injuries, reportable accidents, or motor vehicle accidents in the past month.

WAPA contracts: Because of the changes in the Western Area Power Administration, Upper Missouri Power Cooperative and members related to new or amended agreements for interconnections, maintenance and facility agreements, the board authorized the officers to sign new agreements updating and amending these prior agreements.

Substations: The board approved entering into purchase agreements to purchase land for a new North Twelve Mile substation and also for the expansion of the Palermo substation.

Meeting reports: Roger Sorenson gave a report from RESCO and Blaine Jorgenson gave a report from Upper Missouri Power Cooperative. As to Upper Missouri, Blaine Jorgenson was appointed to serve as the cooperative's representative on the board of trustees and Nick Haugen will serve as the alternate. For the Upper Missouri annual meeting, Warren Bratvold will be the chairman of the delegates and Blaine Jorgenson will be the alternate. Bob Grant reported on meetings of the statewide association and a legislative update was provided by statewide on legislation it is following.

Upcoming meetings: The March board meeting date was moved to March 24 at 8:30 a.m. in Williston.

Adjournment: There being no further business, the meeting was adjourned. ■

MOUNTRAIL-WILLIAMS ELECTRIC COOPERATIVE

P.O. Box 1346

Williston, N.D. 58802-1346

P.O. Box 129

Stanley, N.D. 58784-0129

DIRECTORS

Roger Sorenson.....President
Robert Grant.....Vice President
Blaine Jorgenson.....Treasurer
Cheryl Hartsoch.....Director
Nick Haugen.....Director
Larry Johnson.....Director
Warren Bratvold.....Director
Aaron Lynne.....Director
Garrett Lalim.....Director
Neff, Eiken
& Neff, PC.....Project Attorney
Dale Haugen.....General Manager

OFFICE PHONE NUMBERS:

Williston.....(701) 577-3765
Stanley.....(701) 628-2242
New Town.....(701) 627-3550
WATS.....(800) 279-2667