

Mountrail-Williams Electric Cooperative

Your Touchstone Energy® Cooperative

WILLISTON
577 3765

571 5705

STANLEY

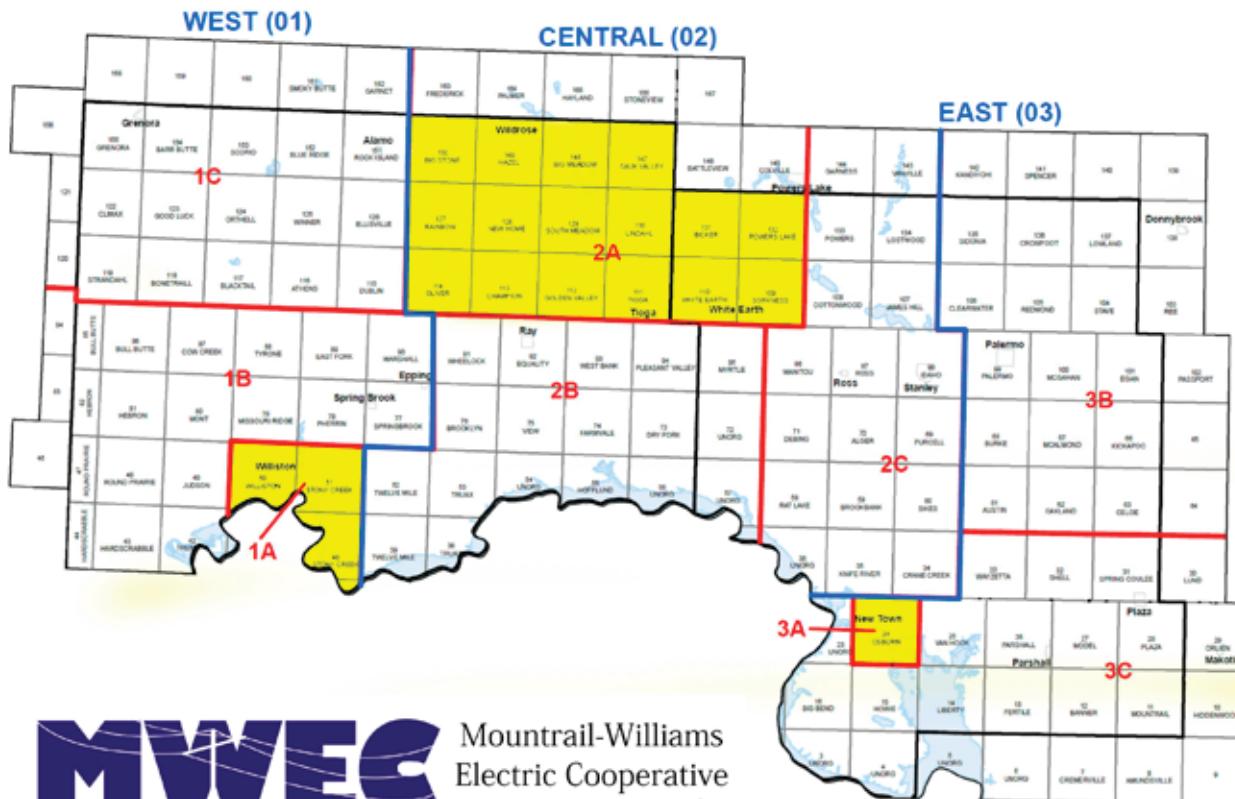
628-2242

NEW TOWN

627-3550

Three director seats up for election

Director Districts



2017 annual meeting to be held June 6 in Stanley

Three directors will be elected at the Mountrail-Williams Electric Cooperative annual meeting Tuesday, June 6, in Stanley

In this issue:

- Three directors to be elected
 - Co-op's bylaws for annual meeting
 - Watt's Current Corner
 - Meeting minutes ... and more!



Nick Haugen



Garrett Lalim



Warren Bratvold

Board member elections

Nick Haugen, West District 1A

Nick was born in Minot, but spent most of his life in the Williston area. He and his wife, Marti, have five children and eight grandchildren. Nick started his working years with Basin Tire in Williston. In 1973, he joined his father, Jim Haugen, to form Haugen's Inc., a local John Deere and later a Bobcat dealership in which he was the general manager until it was sold to Gooseneck Imp. in 2010.

Over the years in the Williston community, Nick has served on the Chamber of Commerce board, the Williston Library Foundation board, and was a member of the North Dakota Economic Development board and the Northwest Gun Club board. He began serving on the Mountrail-Williams Electric Cooperative board of directors in 2011 and has decided not to run for re-election this year.

Garrett Lalim, Central District 2A

Garrett was born in Tioga, and was raised in the White Earth Valley area. While in college, he worked for Tractor & Equipment and Interstate Diesel. Garrett graduated from Tioga High School and went on to graduate from Williston State College in 2000 from the diesel technology program,

after which he started his own trucking business. Garrett presently farms and ranches with his family in the Tioga area. In his spare time, he enjoys hunting and fishing. He was elected to the Mountrail-Williams Electric board of directors in 2014.

Warren Bratvold, East District 3A

Warren was born in Maddock and moved to Minot in 1953. He graduated from Minot High School and attended Minot State University for two years. He served two years in the U.S. Army at Fort Bragg, N.C., and was deployed for six months to the Dominican Republic. He moved to New Town in 1963 and was a bookkeeper and manager of Farmers Union Oil. He was appointed city auditor of New Town and elected to two terms on the board of the N.D. League of Cities. He was elected to the New Town school board for one term.

Warren purchased the Ben Franklin store and operated it as Bratvold Variety as owner and manager. He served three terms as president of the New Town Chamber of Commerce and served two terms on Bethel Lutheran Church council. Warren and his wife, Geri, have two children and seven grandchildren. He has served on the Mountrail-Williams Electric Cooperative board since June 2009 and has decided not to run for re-election this year. ■

Nomination and election of directors

Cooperative members will vote for directors in District 1B (West), 2B (Central) and 3B (East). Counties included these areas are:

PRECINCT 1A

This precinct shall be comprised of the following townships in Williams County: Williston and Stony Creek.

PRECINCT 2A

This precinct shall be comprised of the following townships in Mountrail County and Williams County: Big Stone, Hazel, Big Meadow, Sauk Valley, Rainbow, New Home, South Meadow, Lindahl, Bicker, Powers Lake, Oliver, Champion, Golden Valley, Tioga, White Earth and Sorkness.

PRECINCT 3A

This precinct shall be comprised of the following townships in Mountrail County: Within the city boundaries of the city of New Town.

If you or someone you know is interested in becoming a director, now is the time to talk to your fellow members. Express your interest early, get your petition signed and ask your fellow members to support you at the annual meeting.

Your name can be placed into nomination through two methods:

By a petition signed by 15 members from your district. The petition must be turned in not less than 30 days nor more than 90 days before the annual meeting. You can request a petition from the office in Williston.

By nomination from the floor during the annual meeting. If you choose to be nominated from the floor, your name will not be printed on the ballot. It will be written on the ballot prior to the vote. If you are interested in running, read Article IV, Section 5 titled "Nominations." This article can be seen on the following page. ■

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 principle 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.

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.



Watt's Current Corner

This is a new section that Mountrail-Williams Electric Cooperative (MWEC) is bringing to its members. Do you have any questions or concerns about MWEC that you would like answered? You can send them to us and we will answer them in the next issue of *North Dakota Living*. All identities will remain anonymous. If you would like to submit your questions or concerns to be answered, please use one of the following options:



MAIL:

Mountrail-Williams Electric Cooperative
Attn: Watt's Current Corner
P.O. Box 1346
Williston, ND 58802

EMAIL:

jessicam@mwecc.com Subject: Watt's Current Corner

FACEBOOK MESSAGE:

www.facebook.com/mwelectric/

Call before you dig!



Planting a tree? Installing a fence? Remember to contact North Dakota One Call first! The first step to any project is safety, and damaging an underground facility while you dig can cause injury or even death.

Numerous utility lines may be buried on your property, ranging from electric and telephone lines to water and sewer lines, but North Dakota One Call will help you locate these lines before your project begins.

Contact North Dakota One Call and utility line owners will locate and mark their lines. These locates do not include any lines you may have installed to your private facilities, such as detached garages, wells or yard lights.

Go online at www.ndonecall.com or call 800-795-0555 or 811.

It's free, it's simple and it's the law.

The 811 process:



1: NOTIFY

Notify the North Dakota One Call Center by calling 811 or making an online request at least 48 hours before work begins, excluding weekends and holidays. You'll give the operator information about how to contact you, where you are planning to dig and what type of work you will be doing, or go online to enter this information. Utility companies who have potential facilities in the area of your dig site will be notified about your intent to dig.



2: WAIT

Wait the required amount of time for affected utility operators to respond to your request.



3: CONFIRM

Confirm that all affected utility operators have responded to your request and marked underground utilities. Compare the marks to the list of utilities the One Call Center notified.



4: RESPECT

Respect the marks. The marks provided by the affected utilities are your guide for the duration of the project. The marks are valid for 21 calendar days.

If you are unable to maintain the marks during your project, or the project will continue past your request's expiration date, please call 811 to ask for a re-mark.



5: DIG CAREFULLY

Dig carefully around the marks. No mechanical excavating can take place within 24 inches on either side of the marked location of the underground facility. If you plan on digging within that 4-foot-wide area, hand digging is allowed, but please dig carefully and cautiously.

The landscape of reliability

Tree trimming keeps power flowing safely

Trees may seem harmless on a calm, sunny day. But add a bit of wind or ice on a stormy night and those towering pillars may threaten your home's electric supply.

Storm outages are sometimes related to trees contacting power lines, so regular trimming of trees and brush along power lines helps cut down on the number of outages as well as annoying blinks.

Electricity interruptions can occur when branches break and fall across power lines, or when trees tumble onto power lines. When strong winds blow, limbs growing too close to power lines may sway and touch wires, causing those annoying "blinks" in power.

To fight these potential problems, electric cooperatives clear growth away from power lines as a way of reducing potential outages and safety risks.

Mountrail-Williams Electric Cooperative is committed to

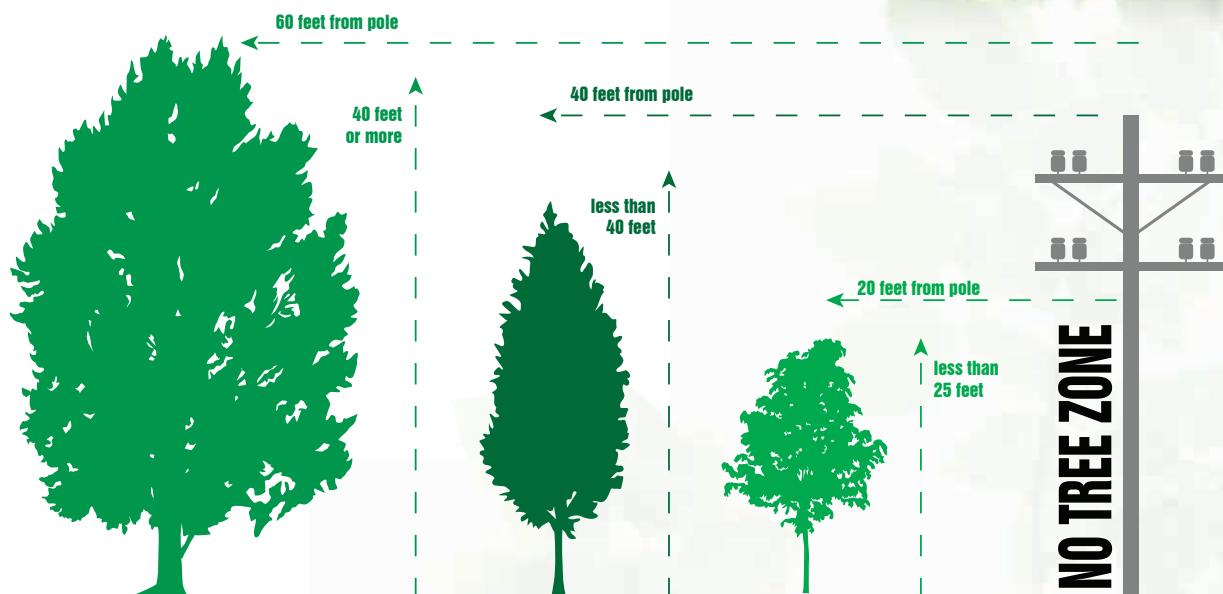
providing safe, reliable and affordable power, and a tree-trimming program is key to fulfilling that promise.

Crews look for foliage growing under lines, overhanging branches, leaning or other types of dangerous trees that could pull down a power line if they fall. As a rule of thumb, 25 feet of ground-to-sky clearance should be available on each side of utility poles to give power lines plenty of space.

If a tree is growing underneath or near a power line, it should be cut down completely, to avoid dangerous situations.

Mountrail-Williams Electric Cooperative also advises members to consider where they plant new trees. While a sapling may seem fine where it's planted, members should consider what the tree will look like at maturity.

If trees in your area are growing into power lines, please call Mountrail-Williams Electric Cooperative. Crews will trim as soon as their work schedule allows. ■



When danger looms

Sprawling tree limbs look beautiful when covered with leaves, but what's hiding among those branches? If it's a power line, call a professional to trim that tree before it causes a hazard for you or leaves you without power.

When a tree touches an overhead power line, danger looms. Children climbing that tree can get shocked or killed; branches can break or fall onto the wire, causing an outage; or the wind can whip a limb into the line and cause an outage. But remember: When power lines are involved, always leave the trimming to professionals.

Plan, then plant

Trees can filter the sunlight to help cool your home, and break cold winds to lower your heating costs. But before you plant that tree, look up. Is there a power line overhead or nearby? If so, you may need to change your landscaping plans.

Always consider the mature height of the trees and shrubs you plant. Ask professionals how tall your sapling will be when it's mature. If it is expected to reach within 25 feet of a power line, plant it somewhere else. Also find out how sprawling the tree's branches will be at maturity. A tree planted 25 feet away from a power line could still interfere with the wires.

Regular board meeting Feb. 22, 2017

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

Directors absent: Sorenson.

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

The meeting was called to order at 9:30 a.m. Minutes of the Jan. 25 board meeting were approved as presented. The agenda for the meeting was approved as presented.

Financial report: Jay Lux presented the adjusted year end operating report, explaining the small changes which had been met after meeting with the auditors. He also presented the operating report for the month of January. Operating revenues were \$21,101,431, which was about 2 percent less than last year as a result of several oil wells being shut in because of the weather. The total cost of electric service was \$19,508,156, operating margins were \$1,593,275, and the total margins were \$1,640,987. Equity is 30.52 percent.

Special equipment/work order closeouts: The board approved the closeout of the following special equipment/work orders:

Closeout 652.....	\$979,921.10
Closeout 653.....	\$409,582.12
Closeout 654.....	\$229,896.80
TOTAL	\$1,619,400.02

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

Raymond J. Markel estate	\$979,921.10
Myrtle Thunshell estate.....	
Lorraine A. Anderberg estate.....	

Bad debts: The board approved the transfer from accounts receivable to bad debts. Efforts will continue to collect these sums including the retention of capital credits.

Employee update: The board was advised of open positions and efforts being made to recruit suitable applicants for those positions. There was also a discussion on employees which had been terminated.

Cybersecurity: The board participated in a training exercise which included email fraud, ransomware and using an infected USB. The staff is also having more extensive training on cybersecurity. The staff also reported on firewalls within the system to try to avoid any unauthorized entry into the cooperative's network.

MWEC compliance: The board received

a report on work being done to comply with North American Electric Reliability Corporation (NERC) standards which have been adopted. The Midwest Regional Organization (MRO), which covers North Dakota and most of the Upper Midwest, will be monitoring compliance and will likely be performing an audit. Because this cooperative has transmission elements of 100 kilovolts, compliance with these regulations is required. An asset manager/compliance coordinator has been appointed and deadlines are approaching with filing requirements. This also includes cybersecurity measures to control access to these transmission facilities. Maintaining communications and the timely reporting of events was also discussed. The staff anticipates that the filing and reporting deadlines will be met to avoid what could be costly penalties for non-compliance.

SPP transmission: Manager Haugen reviewed with the board the training requirements to prepare for the billing procedure with SPP.

Director district review: The board reviewed the composition of membership numbers in the three director districts. The density of member is highest in Williston Township in the West District and Osborn Township in the East District. Article IV, Section 4 of the bylaws requires this review annually prior to the annual meeting of members. After reviewing the membership composition, the board considered the district memberships as equitable and no changes were made in the district boundaries.

Manager's report: Manager Haugen presented a summary of the outage report for the month. He also discussed general plans for upcoming drilling operations within the service area.

Photos of the new large bucket truck were presented. He also discussed the progress on the building in Williston which remains on time and at or below budget. Long-term strategic planning was also discussed, including possible ties with other electric cooperatives.

Plans for the annual meeting of members scheduled for Tuesday, June 6, were discussed. The meeting will be held in Stanley.

Upper Missouri Power Cooperative: The board elected Blaine Jorgenson to serve as the trustee on the board of Upper Missouri Power Cooperative and Larry Johnson will serve as the alternate. For the annual meeting, Blaine Jorgenson will serve as the chairman of the

delegates from this cooperative and Larry Jonson will serve as the alternate.

Upper Missouri wholesale power contract: Manager Haugen presented Exhibit A, Revision No. 17-01, dated Feb. 1, 2017, to the wholesale power contract between Upper Missouri G&T Electric Cooperative Inc. dba Upper Missouri Power Cooperative and Mountrail-Williams Electric Cooperative.

Meeting reports: Blaine Jorgenson reported on a meeting of the board of Upper Missouri Power Cooperative. As a part of this report, the board authorized Manager Haugen to negotiate with representatives of Burke-Divide Electric Cooperative to purchase some transmission-related facilities. Any such agreement will need to be approved by the board before being signed.

A written report was presented of a recent RESCO board meeting. Bob Grant reported on an executive committee meeting of the North Dakota Association of Rural Electric Cooperatives. Written reports were also presented from Basin Electric, the National Rural Electric Cooperative Association and the National Information Solutions Cooperative.

Upcoming meetings: Because of conflicts, the April board meeting was rescheduled to April 19.

New business: Manager Haugen presented requests for cash which will be reviewed and brought back at a later meeting.

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

**MUNTRAIL-WILLIAMS
ELECTRIC COOPERATIVE**
P.O. Box 1346
Williston, N.D. 58802-1346
P.O. Box 129
Stanley, N.D. 58784-0129

DIRECTORS

Roger Sorenson	Chairperson
Robert Grant	Co-chairperson
Blaine Jorgenson	Secretary
Cheryl Hartsoch	Treasurer
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

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