

Mountrail-Williams Electric Cooperative

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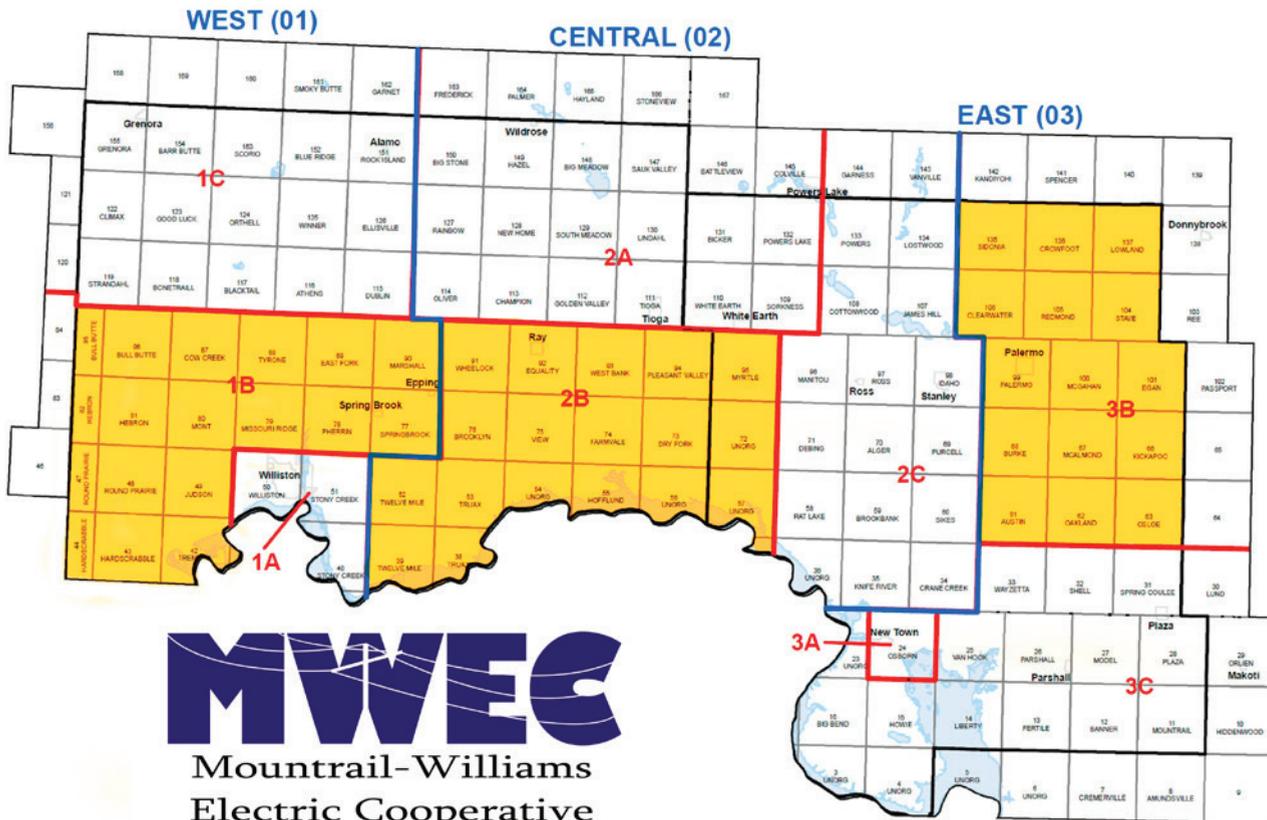
WILLISTON
577-3765

STANLEY
628-2242

NEW TOWN
627-3550

Three director seats up for election

Director districts



2018 annual meeting to be held June 7 in Williston

Three directors will be elected at the Mountrail-Williams Electric Cooperative annual meeting Thursday, June 7, in Williston

In this issue:

- Board member elections
- Co-op's bylaws for annual meeting
- Youth Tour winner announced
- Meeting minutes ... and more!



Blaine Jorgenson



Cheryl Hartsoch



Bob Grant

Board member elections

Blaine Jorgenson, West District 1B

Blaine Jorgenson was raised on a farm northwest of Williston. He attended elementary school at Round Prairie and Pioneer. After graduating from Williston High School, he attended North Dakota State University, where he received his bachelor of science degree in agricultural and bio systems engineering. He began farming on his own while a junior in college.

Blaine and his wife, Jennifer, have three children: Logan, who will graduate from Concordia College in May; Megan, a senior at Williston High School; and Tucker, a freshman at Williston High School.

Blaine and Jennifer are involved with the community youth. Blaine has served on the West Prairie Lutheran Church board and the Upper Missouri Ministries Bible Camp. He is on the Mont Township board and has served on the Mountrail-Williams Electric Cooperative board for 12 years.

Blaine has served on the Upper Missouri Power Cooperative board for two years, the last year as secretary.

Locally, Blaine sees the challenge to develop infrastructure for load and community growth. On a broader scale, he sees distributed generation development and slow electric growth as immense challenges for the industry. The technology and changes in the system to accommodate distributed generation will have a great impact on the cooperative's operation and planning. He notes that "iron" needed to upgrade and expand our infrastructure is expensive and there is a need for long-term commitment to finance infrastructure effectively.

As for advice for his colleagues and for himself, he said it is extremely important that board trustees ask questions and have an opinion. "Going along" with other's opinions to "get along" does not represent strategic and sustainable leadership, nor does it lead to strong

organizational enterprises, he stated.

Cheryl Hartsoch, Central 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 works for the College of Young Life in Minneapolis, Minn.; and Erik and his wife, Amy, live on a farm in rural Ray with their children, Benjamin, Jacob, Michael and Ellery.

Cheryl had been the Beaver Creek Lutheran Church treasurer for more than 20 years, the Women's Mission Federation officer, and

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 Mountrail-Williams Electric Cooperative board for 21 years.

Bob Grant, East District 3B

Bob Grant and his wife, Helen, farm and ranch in Mountrail County near Berthold and have done so since 1972. Their children, Rob (Kristin), Garry (Lori), Rebecca (Byron) and Adam (Kimberly) are all involved in the cattle operation. They also enjoy spending time with their grandchildren, Abigail, MacKenzie, Mason, Marcus, Tenleigh, Jess

and Jenna.

Bob attended Tagus elementary school, graduated from Palermo High School in 1967, and received a bachelor of science degree in mechanized agriculture and agricultural education from North Dakota State University in 1971.

Bob operated a portable grain cleaning mill for 28 years, was secretary/treasurer of the North Dakota Simmental Association for 15 years, secretary/treasurer of the Northwest North Dakota Select Simmental Group for more than 25 years, a substitute teacher, a Sunday School teacher, and a fifth/sixth grade basketball coach.

Bob's board service includes: Egan Township, Berthold Farmers Elevator, Berthold School, North Dakota Simmental Association, St. Olaf Lutheran Church (Tagus), Palermo Lutheran Parish, Zion Lutheran

Church (Berthold), Mountrail Bethel Home (Stanley), Mountrail County Medical Center and Mountrail County Health Foundation (Stanley).

Nationally, Bob has served on the Cooperative Finance Corporation (CFC) Forum Committee and the National Rural Electric Cooperative Association (NRECA)/CFC task force on governance and has also presented at the CFC Forum as well as the NRECA regional and national annual meetings.

Currently, he serves as a vice chairperson of Mountrail-Williams Electric Cooperative (first elected 1981), Coordinating Council of Cooperatives, Rural Development Finance Corporation, North Dakota Association of Rural Electric Cooperatives (since 1998 and president since 2008) and Northwest Landowners Association (incorporator and treasurer). ■

Nomination and election of directors

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

PRECINCT 1B:

This precinct shall be comprised of the following townships in Williams County: Bull Butte, Cow Creek, Tyrone, East Fork, Marshall, Hebron, Mont, Missouri Ridge, Pherrin, Springbrook, Round Prairie, Judson, Hardscrabble, Trenton and Buford.

PRECINCT 2B:

This precinct shall be comprised of the following townships in Mountrail County and Williams County: Wheelock, Equality, West Bank, Pleasant Valley, Myrtle, Brooklyn, View, Farmvale, Dry

Fork, T155N-R94W, Twelve Mile, Truax, Nesson Valley, Hofflund, Unorganized and T154N-R94W.

PRECINCT 3B:

This precinct shall be comprised of the following townships in Mountrail County: Sidonia, Crowfoot, Lowland, Clearwater, Redmond, Stave, Palermo, McGahan, Egan, Burke, McAlmond, Kickapoo, Austin, Oakland and Osloe.

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:

- 1) 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.
- 2) 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.

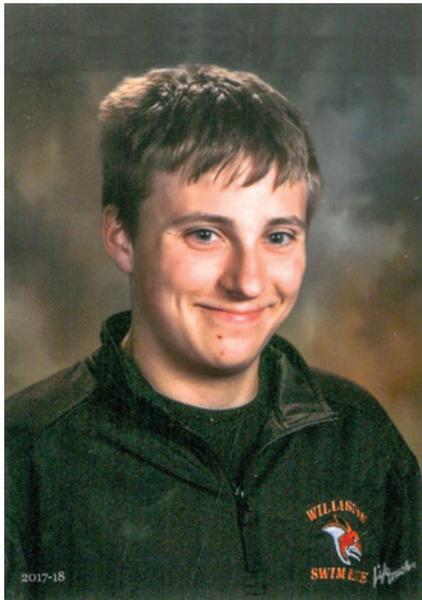
Nothing contained herein shall, however, prevent additional nominations from the floor at the meeting of the members, provided that such nomination can be made only by a qualified member who resides in the particular district where the candidate resides, and such candidate must have the same qualifications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

Youth Tour winner announced



Chase Glueckert

Mountrail-Williams Electric Cooperative congratulates this year's Youth Tour essay winner, Chase Glueckert of Williston. Chase is the son of Matt and Daisy Glueckert and is a junior at Williston High School.

Chase will join other participating North Dakota students on an all-expense-paid trip to Washington, D.C. The students from North Dakota will travel with the Montana youth delegation in the day-to-day touring of the sites, attractions, monuments and congressional offices in the Washington, D.C., area. The students will learn about electric cooperatives and discuss issues facing their communities and the nation.

The Electric Cooperative Youth Tour has brought high school students to Washington, D.C., for a week in June every year since the late 1950s. Students apply and are selected for this program by their local electric cooperative. The belief is that students should see their

nation's capital, learn about the political process and interact with their elected officials.

Students gain a personal understanding of American history and their role as a citizen by meeting their representative and senators. While student groups are organized at the state level, they all come together for Youth Day, where they get to meet each other and hear featured speakers who provide insight to the important roles electric cooperatives play in their communities.

Nearly 50,000 students from rural areas and small towns across America have participated in this program. Some Youth Tour alumni have gone on to design airplanes, to lead companies and to serve in the highest ranks of our government, including the U.S. Senate. Don't be surprised if you run into a former Youth Tour participant who is a congressional aide on Capitol Hill. ■

Origins and history

Sen. Lyndon Baines Johnson inspired the Youth Tour when he addressed the National Rural Electric Cooperative Association (NRECA) annual meeting in Chicago in 1957. The senator and future president declared, "If one thing comes out of this meeting, it will be sending youngsters to the national capital where they can actually see what the flag stands for and represents."

Consequently, some Texas electric cooperatives sent groups of young people to Washington, D.C., to work during the summer in Sen. Johnson's office. In 1958, a rural electric cooperative in Iowa sponsored the first group of 34 young people on a week-long study tour of our nation's capital. Later that same year, another busload came to Washington, D.C., from Illinois. The idea grew and other states sent busloads of young people throughout the summer. By 1959, the "Youth Tour" had grown to 130 students.

In 1964, the National Rural Electric Cooperative Association (NRECA) began to coordinate joint activities among the state delegations and suggested that co-op representatives from each state arrange to be in Washington, D.C., during Youth Tour week. The first year of the coordinated Tour included approximately 400 young people from 12 states. Word of the program has continued to spread and today, more than 1,500 students and more than 250 chaperones participate in the Youth Tour every year.

Youth Tour directors from each state association arrange their delegation's visits to their U.S. representatives' and senators' offices, federal agencies and other educational and sightseeing activities. In addition to the planned statewide activities, the Youth Tour experience encompasses multi-state activities coordinated by NRECA. ■



TEACH CHILDREN OUTDOOR ELECTRICAL SAFETY

Sunny, warm days and summer activities lead children outdoors. But before your children head outdoors to play, Mountrail-Williams Electric Cooperative recommends families review electrical safety rules with their children.

Mountrail-Williams Electric Cooperative recommends sharing this basic information with children:

Point out overhead power lines and electrical equipment to your children, and emphasize that they should never climb on or play near them.

Never go into an electric substation for any reason. Electric substations contain high-voltage equipment, which can kill you. Never rescue a pet or retrieve a ball or toy that goes inside. Call your electric cooperative instead.

Fly kites, drones and other toys in large open areas like a park or a field. Stay far away from power lines. If a kite gets stuck in a tree that's near power lines, don't climb up to get it. Contact your electric cooperative for assistance.

Let your child know that water and electricity are a dangerous combination and should never be used near each other.

Never climb a utility pole or tower. The electricity carried through this equipment is extremely high voltage and could kill you.

Never climb trees near power lines. Even if the power lines aren't touching the tree, they could touch when more weight is added to the branch.

Unofficial minutes
of regular board meeting
Feb. 1, 2018

Directors present: Sorenson, Grant, Hartsoch, Johnson, Lynne, Jorgenson, Lalim, Ludwig and Lahtinen.

Directors absent: None.

Others present: Manager Haugen, in-house counsel Johnson-Ellis, attorney Foust, and staff members.

The meeting was called to order at 9:30 a.m. at TrainND in Williston. The agenda was approved as presented.

STRATEGIC PLANNING: The board participated in a strategic planning workshop.

MANAGER'S REPORT:

SAFETY – The Nov. 2, 2017, and Jan. 18 safety meeting minutes were made available.

RELIABILITY AND OUTAGE REPORT – Jerry Rehak presented the outage report for December 2017 and the year-end report. There were 53 outages in December. The 2017 (January-December 2017) SAIDI was 134.66, which was 46.82 percent lower compared to 2016.

COLD WEATHER REPORT – Manager Haugen reported all reclosures will be replaced by the manufacturer due to temperature fluctuation and extreme cold weather issues.

MWEC BUILDING UPDATES – The FCI Constructors Inc. meeting minutes from the Jan. 16 meeting

were provided.

CONSTRUCTION NOTES – The year-end board report on Mountrail-Williams Electric Cooperative (MWEC) construction, along with the construction notes, were provided and reviewed.

CORRESPONDENCE – A letter informing MWEC of a potential safety issue was provided for the board's information.

MISCELLANEOUS INFORMATION:

GUERNSEY FEE SCHEDULE - The updated 2018 fee schedule for Guernsey Engineers, Architects and Consultants, who provides consulting services to MWEC regarding the office building, was provided.

STATE HISTORICAL SOCIETY OF ND – A letter from the State Historical Society of North Dakota Foundation asking for an annual gift donation was provided and discussed by the board.

MEETING REPORTS:

UPPER MISSOURI POWER COOPERATIVE (UMPC) – Director Jorgenson gave a report on the January conference call he participated in. The written UMPC general manager update dated Jan. 26 was provided.

NORTH DAKOTA ASSOCIATION OF RURAL ELECTRIC COOPERATIVES (NDAREC) – Director Grant gave a report on the meetings he attended for NDAREC and the National Rural

Electric Cooperative Association (NRECA), as well as the written reports provided. The written 2017 NDAREC annual review, board meeting minutes of Jan. 16, NRECA board update, Dec. 8, 2017, NDAREC Executive Committee minutes, NDAREC December 2017 financial statement, and 2018 meeting calendar were made available. Director Grant informed the board he was elected president of NDAREC and thanked the board for their support in his election.

COOPERATIVE FINANCE CORPORATION (CFC) – The official notice for the CFC annual membership meeting held in Nashville, Tenn., on Feb.26 was made available.

NRECA – The 2018 Legislative Conference will be held April 8-10 in Washington, D.C. Director Lynne, Manager Haugen and Alex Vournas will be in attendance. The agenda for the 2018 annual meeting and expo held Feb. 25-28 in Nashville, Tenn., was also made available.

ADJOURNMENT – There being no further business, the meeting was adjourned. ■

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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.

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 Chairperson
- Robert Grant Vice-Chairperson
- Cheryl Hartsoch Treasurer
- Blaine Jorgenson Secretary
- Larry Johnson Director
- Aaron Lynne Director
- Garrett Lalim Director
- Luke Lahtinen Director
- Dick Ludwig 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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