

MINUTES OF THE BOARD MEETING  
OF THE BOARD OF DIRECTORS  
OF  
FALL RIVER RURAL ELECTRIC COOPERATIVE, INC.

March 25, 2024

The meeting of the Fall River Rural Electric Cooperative, Inc. Board of Directors was held on Monday, March 25, 2024, at Ashton, Idaho. Having determined a quorum was present, President Behrens called the meeting to order at 10:00 a.m. Angie Haws recorded the minutes. The invocation was given by Georg Behrens. The Pledge of Allegiance was recited.

ATTENDING OFFICERS

President Georg Behrens, Vice President Brent "Husk" Crowther, and Secretary/Treasurer Jodi Stiehl

DIRECTORS PRESENT

Past President Dede Draper, Jeff Keay, Travis Markegard, Brent Robson, and Doug Schmier

DIRECTORS ABSENT

Anna Lindstedt

OTHERS

CEO/General Manager Bryan Case, Attorney Hyrum Erickson, Guest Speaker MECA CEO Gary Wiens and Director of Government Relations Mark Lambrecht, Member Service Manager Clint Washburn, CFO Linden Barney, and Executive Assistant Angie Haws.

APPROVAL OF AGENDA

**Director Robson made a motion to approve the agenda as presented. Director Schmier seconded.** A voice vote was taken; THE MOTION CARRIED BY UNANIMOUS VOTE.

APPROVAL OF MINUTES FOR FEBRUARY 26, 2024

**Director Robson made a motion to approve the minutes from the February 26, 2024, Board Meeting as presented. Director Markegard seconded.** A voice vote was taken; THE MOTION CARRIED BY UNANIMOUS VOTE.

MECA- GARY WIENS STATE OF MONTANA ASSOCIATION REPORT - VIRTUAL  
MECA is a not-for-profit statewide trade association, which serves as a resource for Montana's electric cooperatives, focusing on government advocacy, communications, safety, and education training. Mr. Wiens and Mr. Lambrecht reported on MECA updates, their role, the current political landscape, and legislative concerns potentially affecting cooperatives.

## MEMBER COMMENTS

The board reviewed member comments and communications.

### MEMBER COMMENTS – STORM RELATED OUTAGES IN MARCH

Included in the board packet.

### JOLLEY LINE INSPECTION

INSTANT OWNER REBATE, \$1.5M – MEMBERS THANK YOU

### SCHOLARSHIP REPORT KENNEDI BAGLEY

Included in the board packet.

**Director Keyay made a motion to include Chi Melville’s statement provided in relation to FR’s March 2023 minutes to the board as an addition to the meeting minutes referring members back to member comments section of the March 2023 minutes. The motion was seconded. A voice vote was taken; THE MOTION CARRIED BY UNANIMOUS VOTE.**

Chi Melville’s statement is as follows “I have never said I don’t want to pay an access fee, in fact, I have said the complete opposite, a number of times, that I do expect to pay an Access Fee, because I depend on the grid for both importing and exporting electricity and I know how important a reliable grid is, which the Access Fee supports.”

## FINANCIAL AND STATISTICAL REPORTS

### FEBRUARY 29, 2024, FINANCIAL REPORTS

CFO Barney reported the net margins for February were \$788k ahead of budget. The biggest reason for the increased margins is the timing on expense items that were budgeted at the beginning of the year but have yet to be incurred. The biggest of these items is the stator rewind at Chester. The increase in purchased power costs is still higher than the increase in revenue but it has slowed as 85% of the overage occurred in January. Costs for resource support services are \$135k under budget due to better-than-expected generation. The growth rate in new services remains strong at 3.6%, and the Cooperative’s equity ratio is just over 50%. The cash flow generated \$2M from operations, and \$2.6 M has been invested in plant and equipment YTD. Barney reported that just under \$1M has been paid down on principal on long-term debt. As of February, we are 15% through the capital budget, including carryover items. The board discussed demand, load shaping, and trends.

### ENERGY EXPO AND MEMBER ANNUAL MEETING

#### SUMMARY OF MEMBER NOMINATING COMMITTEE MEETING

President Behrens reported eight members participated in the Nominating Committee meeting held on Wednesday, March 20, 2024. Attorney Hyrum Erickson was present at the meeting. Nominations for each district up for election in 2024 were made. District 1 Rexburg/Rigby, District 5 West Driggs/Tetonia, and District 6 Ashton.

ANNUAL MEETING TIMELINE  
Included in the board packet.

MEMBER PATRONAGE CAPITAL

MEMBER STATEMENTS FOR 2023 ALLOCATION OF PATRONAGE  
CAPITAL APRIL 15<sup>TH</sup>

CEO Case stated the member statements are a record of a member's patronage capital which is an asset to the member. Fall River encourages members to keep their statement with other important records and documents.

UNCLAIMED PATRONAGE CAPITAL LIST REVIEW

CEO Case stated that the list of unclaimed patronage capital is available and board members were encouraged to review the list to contact those members they may know and have them contact FR regarding their unclaimed patronage capital.

PROPANE BOARD EXPENSE DISCUSSION

The board reviewed and discussed the Propane Board Expenses. There were some minor verbiage changes suggested for clarity.

PNGC UPDATES ON IRP AND NEW CEO

SUMMARY OF CONVERSATIONS AND LEANINGS ON RESOURCES PPAS  
AND GENERAL OWNERSHIP

The board discussed opportunities for different types of generation, pros and cons of agreements and FR's vision for the future.

JESSICA MATLOCK STARTING ON APRIL 1<sup>ST</sup>

CEO Case stated new PNGC CEO Jessica Matlock will step into her role on April 1, 2024.

PUBLIC POWER RESIDENTIAL EXCHANGE PRINCIPLES

Included in the board packet.

BPA/PPC RESIDENTIAL EXCHANGE INVITE TO NEGOTIATING TEAM

Included in the board packet.

NRECA POWER XCHANGE DISCUSSION

Board members and staff who attended the NRECA Power Xchange Conference reported on the sessions attended.

GOVERNANCE TRAINING AND DISCUSSION

LEADER TRAINING FALL RIVER – STAFF (STARTING ON SLIDE # 23)

CEO Case shared the information provided to the staff in the FR leadership development program.

BOARD EXERCISE

PPC STRATEGIC PLANNING SUMMARY

Board Minutes of March 25, 2024

CEO Case addressed the focus in the PPC strategic planning summary as well as the structures in place. Case reviewed the vision of PPC and prioritized strategic objectives for PPC. These are similar issues to the strategic objectives FR is focused on.

#### NWPPA VOTING DELEGATE AND ALTERNATE

**Secretary Stiehl made a motion for Doug Schmier to serve as NWPPA voting delegate and Dede Draper to serve as alternate voting delegate. Director Robson seconded.** A voice vote was taken; THE MOTION CARRIED BY UNANIMOUS VOTE.

#### NRECA LOWER SNAKE RIVER DAMS OP-ED

Included in the board packet.

#### NET METERING ARTICLE

Included in the board packet.

#### TRAVIS MARKEGARD – NRECA BOARD TRAINING CERTIFICATION

This item will be moved to next month's board agenda.

NRECA ARTICLE OF TETON BASIN ELECTRICAL DISTRIBUTION HISTORY AND FALL RIVER THEN & NOW: LIGHTING THE TETON VALLEY (COOPERATIVE.COM)

NRECA DIRECTORS CONFERENCE APRIL 6-9 NASHVILLE, TN  
(APRIL 8-9 ONLINE)

#### CPR BREATHING PROTECTOR KIT – HAND OUT

CFC FINANCIAL EXPERT POSITION FOR CFC BOARD – FALL RIVER BOARD  
President Behrens encouraged any of the directors interested in this position to let him know.

#### COOPERATIVE REPORTS

Secretary Stiehl reported on the NRECA Power Xchange Conference she attended. She will attend MECA's spring board meeting next month.

Past President Draper reported she attended PPC meetings.

Director Markegard reported he participated in a CFC webinar.

Vice President Crowther reported on articles.

Director Schmier reported on NWPPA meetings.

Director Keay reported on the FR Propane board meeting he attended as well as local community engagement points of interest.

President Behrens reported on ICUA meetings attended.

## CONSENT AGENDA

Board and CEO expense reports, New Memberships, Purchase of Power Agreements, Check Report, Safety Report, Early Retirement of Patronage of Patronage Capital was reviewed by all Board Members in Board Package prior to meeting.

**Director Schmier made a motion to approve the consent agenda as discussed.**

**Director Robson seconded the motion.** A voice vote was taken; THE MOTION CARRIED BY UNANIMOUS VOTE

## EXECUTIVE SESSION

**Director Schmier made a motion to go into Executive Session at 2:15 p.m. Director Robson seconded the motion.** A voice vote was taken; THE MOTION CARRIED BY UNANIMOUS VOTE.

**Director Robson made a motion to go out of Executive Session at 3:03 p.m. Director Schmier seconded the motion.** A voice vote was taken; THE MOTION CARRIED BY UNANIMOUS VOTE.

## MANAGEMENT DISCUSSION ITEMS

FALL RIVER DEBT PORTFOLIO  
Included in the board packet.

FALL RIVER GRANT UPDATES

IDAHO STATE GRANT FOR TRANSMISSION POLE FIRE PROTECTION MESH AND MOVING OH LINES UG AT FRANSEN MILL  
Included in the board packet.

HYDRO GRANT ELIGIBILITY BUT STILL NEEDS SELECTION AT DOE – NEXT STEP  
Included in the board packet.

DOE GRIP GRANT CONCEPT PAPER ACCEPTED ASKED TO SUBMIT A FULL APPLICATION – YALE CREEK MOVE OH TO UG WILDFIRE AND RESILIENCE GRANT  
Included in the board packet.

RETAIL RATE INCREASE SURVEY  
CEO/GM Case reviewed comparable utilities rates and structures noting FR is headed in the right direction.

SAFETY DEMO SCHEDULE  
Included in the board packet.

#### HYDRO FACILITIES UPDATE

Island Park, Chester, and Buffalo generated a total of 2,192,822 kWh in February. This amounts to 5.8% of all the kWh billed by PNGC in February and 6.1% of all kWh sold and used by Fall River in February.

Felt Hydro produced 1,721,350 kWh in February. When this is included with Island Park, Chester, and Buffalo it amounts to 10.3% of all the kWh billed by PNGC in February and 10.9% of all kWh sold and used by Fall River in February.

#### ISLAND PARK

Island Park hydro produced 1,422,861 kWh during the month of February.

#### BUFFALO

Buffalo hydro produced 152,432 kWh during the month of February.

#### FELT

Felt hydro produced 1,721,350 kWh during the month of February.

#### CHESTER

Chester Hydro produced 617,529 kWh in the month of February.

#### DONATIONS

Included in the board packet.

#### FALL RIVER'S MANAGEMENT REPORT

CEO Case recognized IT Manager Shannon Hill for his accomplishments coaching Football and Basketball at North Fremont High School. Shannon recently retired from both of those coaching positions and has received many accolades over the years including 2A State Coach of the year twice, District Coach of the year four times and winningest coach at North Fremont. FR is grateful to have staff members who generously contribute to the community.

#### REPORTS BOARD COMMITTEES, MEETINGS, AND MEMBER COMMENTS

##### POLICY COMMITTEE

Director Schmier reported the Committee met prior to today's board meeting and will present reviewed policies for approval at the next board meeting.

ADMINISTRATIVE COMMITTEE

Chair Keay reported that the Committee will meet next month and will make recommendations to the board for scholarships.

FINANCE COMMITTEE

Nothing to report.

EXECUTIVE COMMITTEE

President Behrens asked the Executive Committee to meet after the board meeting.

ENGINEERING AND OPERATIONS COMMITTEE

Nothing to report.

ATTORNEY REPORT

Attorney Erickson had nothing to report.

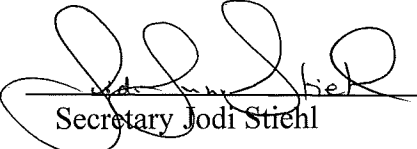
2024 CALENDAR

Included on the board agenda.

ADJOURNMENT

**A motion was made by Secretary Stiehl and seconded by Director Schmier to adjourn the meeting. A voice vote was taken; THE MOTION CARRIED BY UNANIMOUS VOTE.** The meeting was adjourned at 3:16 p.m.

DATE APPROVED: April 29, 2024



Secretary Jodi Stiehl