



Mountrail-Williams Electric Cooperative

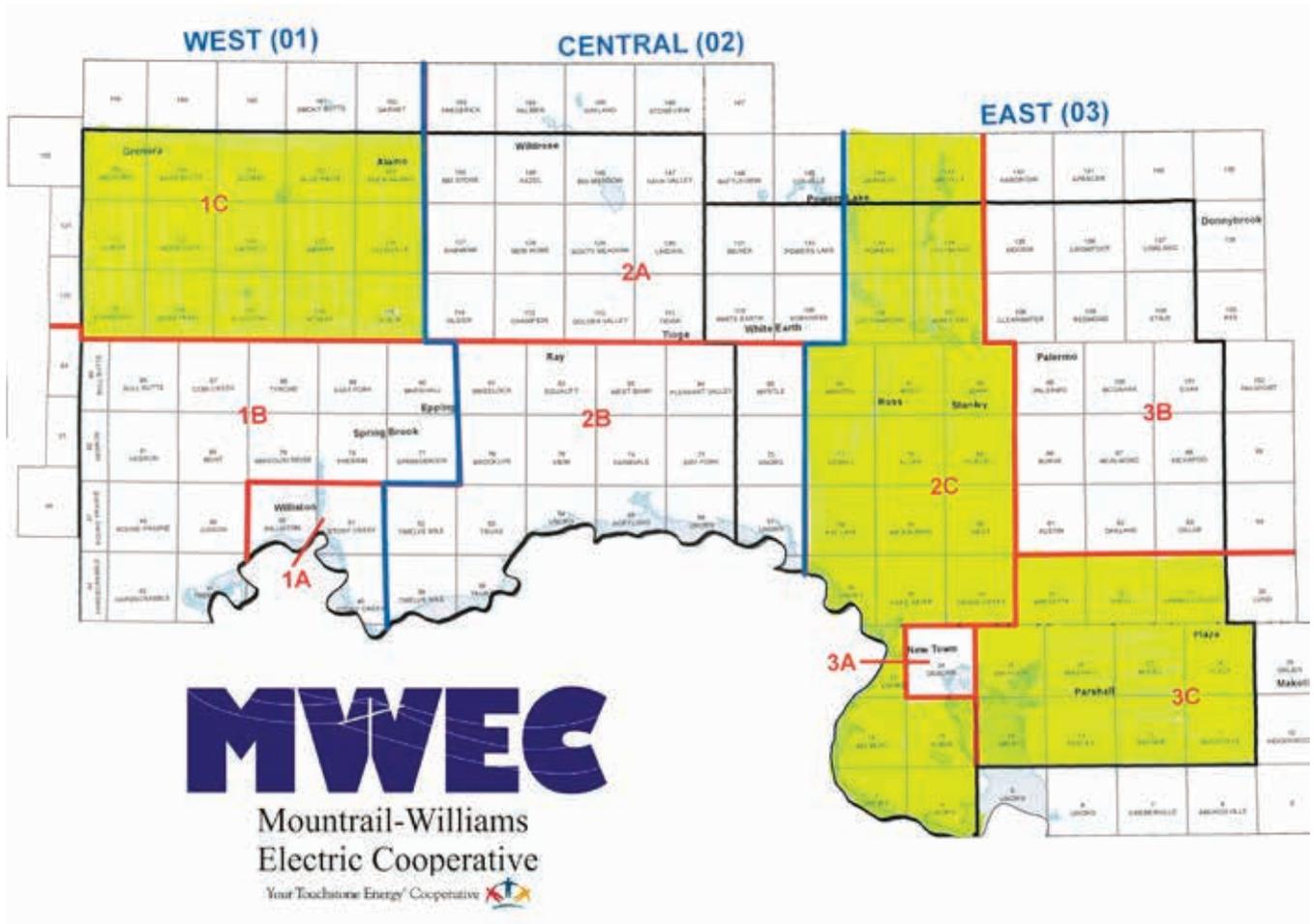
Your Touchstone Energy® Cooperative 

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# Three director seats up for election



## 2016 annual meeting to be held June 3 in Williston

Three directors will be elected at the Mountrail-Williams Electric Cooperative annual meeting Thursday, June 2, in Williston.

## In this issue:

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



**Larry Johnson**



**Roger Sorenson**



**Aaron Lynne**

## Meet the board incumbents

### Larry Johnson West District 1C

Larry and his wife, Nancy, live on and operate the family farm that his grandfather homesteaded. They have two children, Joshua (LeAnn) Johnson and Cortney (Joshua) Smith. They have six grandchildren. Larry graduated from Alamo High School.

They raise small grains, hay and livestock. They are members of United Lutheran Church at Zahl.

He has served on the Zahl and Appam elevator boards and school boards. Larry is currently on the boards of Winner Township, the Grenora Ambulance District and Mountrail-Williams Electric Cooperative.

### Roger Sorenson Central District 2C

Roger and his wife, Sheryl, live at the farm and ranch he grew up on in Alger Township, south of Ross. They still have livestock interest, but rent out the farmland. They have two children, Clay and BreeAnn, and seven grandchildren. Roger graduated from Stanley High School in 1964 and attended North Dakota State College of Science in Wahpeton for two years before returning home to farm. They raised small grains and commercial cattle. The Sorensens

are members of Bethlehem Lutheran Church of Ross.

He has served on the church council; Stanley-Tioga Farmers Union Oil Company board, with six years as chairman; the Mountrail County Farm to Market Road Committee; served 35 years on the Alger Township board; Stanley Rural Fire Department with 30-plus years as fire chief; was on the Stanley hospital board; and served on the Upper Missouri G&T Electric Cooperative board.

Roger is president of the Mountrail-Williams Electric Cooperative board. He is also a director on RESCO, a rural electric supply cooperative.

### Aaron Lynne East District 3C

Aaron Lynne and his wife, Heather, reside in the rural Makoti area. Aaron owns and operates Five Star Concrete Construction. Aaron and Heather have a daughter, Baylee.

Weekends and free time are spent at Lake Sakakawea and the Turtle Mountains area.

Aaron looks forward to the future of rural electric systems continuing growth and energy development, and is proud to be currently serving on the Mountrail-Williams Electric Cooperative board of directors.

## 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 1C:

This precinct shall be comprised of the following townships in Williams County: Grenora, Barr Butte, Scorio, Blue Ridge, Rock Island, Climax, Good Luck, Orthell, Winner, Ellisville, Strandahl, Bonetrail, Blacktail, Athens and Dubun.

### PRECINCT 2C:

This precinct shall be comprised of the following townships in Mountrail County and Williams County: Powers, Lostwood, Cottonwood, James Hill, Maitou, Ross, Idaho, Debing, Alger, Purcell, Rat Lake, Brook Bank, Sikes, Knife River and Crane Creek.

### PRECINCT 3C:

This precinct shall be comprised of the following townships in Mountrail County: Wayzetta, Shell, Spring Coulee, Osborn, Van Hook, Parshall, Model, Plaza, Big Bend, Howie, Liberty, Fertile, Banner, Mountrail, Fort Berthold Indian Reservation and T152-R93W.

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.

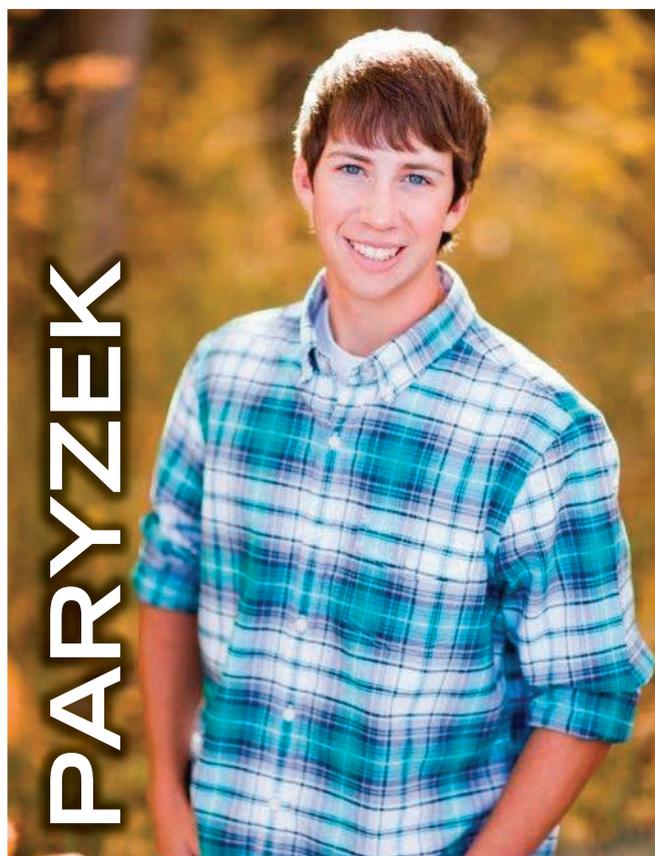
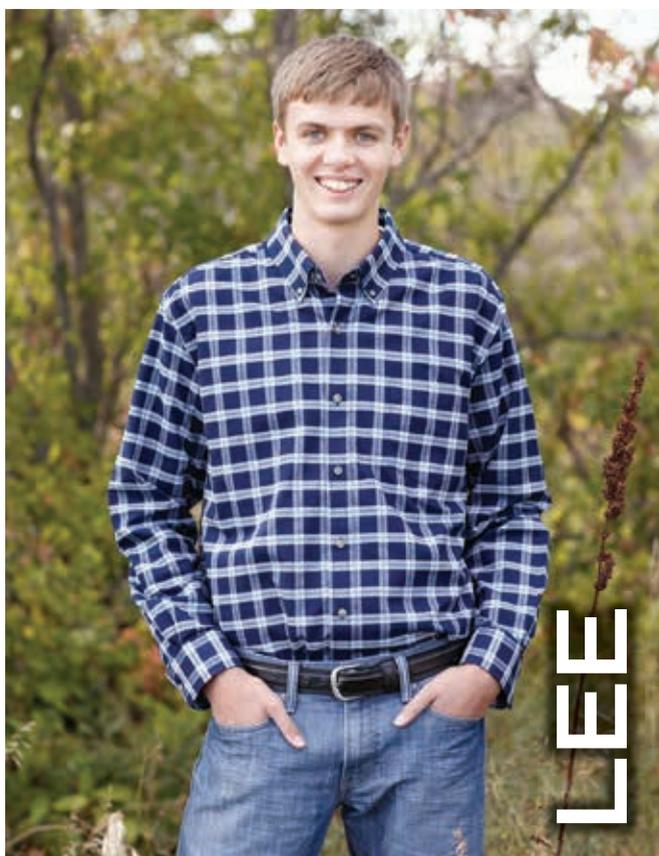
The Secretary shall mail with the notice of the meeting or separately, but at least seven days before the date of the meeting, a statement of the number of directors to be elected and the names and addresses of the candidates and their districts.

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.

## Notice of MWEC nondiscrimination

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.



## Scholarship winners announced

**W**alker Lee and Jace Paryzek, both of Williston, are the recipients of the 2016 Basin Electric Power Cooperative \$1,000 scholarships.

Walker is the recipient of the BEPC \$1,000 scholarship on behalf of Mountrail-Williams Electric Cooperative. He is the son of Myron and Suzi Lee of Williston. He will graduate from Williston High School this spring and will attend either North Dakota State University in Fargo or the University of North Dakota in Grand Forks in the fall. He plans on pursuing a major in math or a science-related degree.

While attending WHS, Walker participated in wind ensemble, jazz band, pep band, pit orchestra, honor band, National Honor Society, Northern Ambassador Band

Tour to Europe and basketball. He was FFA president and treasurer, 4-H president and treasurer and FCA president.

Jace is the recipient of the BEPC \$1,000 scholarship on behalf of Upper Missouri Power Cooperative. He is the son of Corey and Wendy Paryzek of Williston. He will graduate from Williston High School this spring with plans on attending North Dakota State University in Fargo in the fall. Jace plans on pursuing a major in engineering as he enjoys math and science. He relates to rural communities and agriculture, so he will likely reside in a smaller community upon obtaining his degree where he would like to work his way up to a management position.

While attending WHS, Jace has been involved in Future Business Leaders of America, Banquet

West, Salvation Army Red Kettle, Williston city clean-up, St. Joseph's Church Mardi Gras and Rummage Sale, concert and marching band, basketball, student council, golf, Math Counts, baseball, Cub Scouts, swimming and tennis. He has also been a Williston community blood drive donor, an honor roll student, varsity athletic letter recipient, academic all-conference award recipient and was student of the month in 2011.

MWEC congratulates Walker and Jace on their accomplishments and wishes them the best in all their 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. ■

# Commitment to community

Mountrail-Williams Electric Cooperative recently sponsored Teton Spirit Night and Banquet West in Williston. Both events offered free involvement to the local communities.

On Feb. 10, MWEC sponsored Teton Spirit Night at Williston State College. The event includes sponsoring a local elementary school to help cheer on the WSC Teton basketball teams. This year, MWEC partnered with McVay Elementary and created a pajama theme for the event. The day began with a pep rally at the McVay and getting staff and students excited for a night of cheering and games.

During halftime of the Lady Teton game, all students were invited down to the court to play swim noodle darts. Each participant received a special prize of their choice. During halftime of the men's game, students came down to center court to dance with the Lady Tetons.

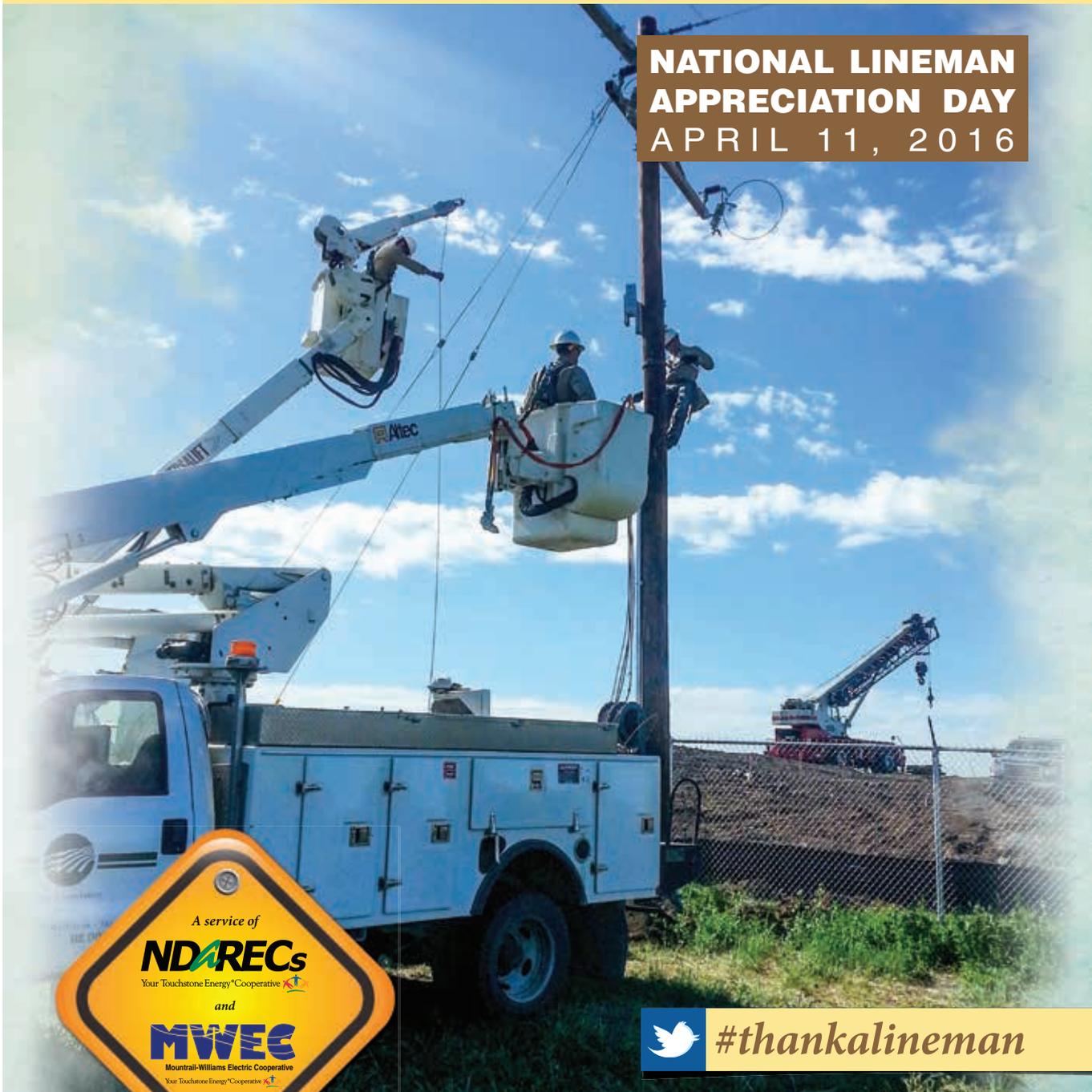
All McVay students who came to the game to support the Tetons received a free T-shirt. MWEC also donated a gift in which raffle tickets were sold for \$1 each and all money raised went to McVay Elementary. Through the raffle, \$170 was raised and donated back to the school.

On Feb. 21, MWEC sponsored Banquet West. Banquet West, a sit-down dinner which is served every Sunday evening from 5:30-7 p.m. in the fellowship hall at First Lutheran Church, was started by four area churches as a way to encourage those who are new to the community and provide a hot, home-cooked meal and fellowship to anyone who would like to partake. MWEC served homemade beef stew with a salad and ice cream with a cookie for dessert. There were 98 locals who attended and enjoyed a free meal and some social interactions. ■



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 **#thankalinenman**

(L-R): Name 1, journeyman lineman; Name 2, summer help 2015; Name 3, journeyman lineman



**Regular board meeting of Feb. 24, 2016**

**Directors Present:** Sorenson, Lynne, Bratvold, Jorgenson, Lalim, Grant and Hartsoch.

**Directors absent:** Johnson, Haugen.

**Others present:** General Manager Haugen, attorney Eiken, in-house counsel Ellis and staff members.

The meeting was called to order at 9:30 a.m. at the south Williston office. The agenda for the meeting was approved as presented. Minutes of the Jan.29 meeting were approved as amended.

**Attorney report:** Leah Ellis reported on some easement issues that are being resolved. Chris Brostuen discussed working with Mountrail County on plats and permits.

**President's report:** The board discussed the recent board retreat.

**2015 audit report:** Mark Martens of Eide Bailly LLP presented the results of the audit of the cooperative records for the operating year ending Dec. 31, 2015. As a brief overview, the cooperative received \$206,612,453 in revenue from sales of electricity with total revenues of \$211,502,946. Operating expenses were \$185,468,405 with an operating margin of \$26,034,541. Including G&T capital credits, interest and other income, the net margins for the year were \$34,340,227.

**The financial ratios for the year were:** TIER 3.36; DSC 3.24; MDSC 2.89; and equity 25.31. There were 16,613 total customers and the system

loss was 2.97 percent. The long-term debt of the cooperative is \$324,770,291.

**Operating/financial report:** Jay Lux presented the financial and operating report for the month of January 2016. Operating revenues are \$21,469,626, the total cost of electric service is \$18,778,460, the operating margins are \$2,691,166 and the total margins are \$2,784,155. TIER is 3.20, MDSC is 2.82, and equity is 26 percent.

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

Darlain Atol estate .....	
Donna M. Eide estate .....	
Daniel D. Mikelson estate .....	
Tom DeGroot estate.....	
Inez M. Nehring estate .....	
Fred P. Meldahl estate .....	
<b>Work orders:</b> The board approved the closeout of the following special equipment/work orders.	
Closeout 606 .....	\$5,255,294.50
Closeout 607 .....	\$679,133.31
Closeout 608 .....	\$9,159,573.83
TOTAL.....	\$15,094,001.64

**Reliability and outage report:** Jerry Rehak presented reports on outages and service for both the 2015 yearly summary and for the month of January.

**Operations report:** The board received an update on service requests in 2015 and 2016 for residential, commercial, subdivisions and system improvement projects. This was broken down in the areas of the New Town, Stanley and Williston offices.

**Building updates:** Manager Haugen gave an update on the multiuse building and also the cold storage building.

**Miscellaneous:** A report was given on plans for the upcoming annual meeting of the members. Manager Haugen also discussed his meetings with area business representatives and government officials. An economic profile of the Williston area was also presented.q

**Meeting reports:** The board selected Blaine Jorgenson to serve as the cooperative's representative on Upper Missouri Power Cooperative and Nick Haugen will serve as alternate.

Robert Grant gave a report on the North Dakota Association of Rural Electric Cooperatives.

Roger Sorenson reported on RESCO.

Blaine Jorgenson provided an Upper Missouri Power Cooperative update.

Roger Sorenson will attend the National Rural Electric Cooperative Association 2016 Legislative Conference.

Due to a scheduling conflict, the May board meeting will be moved from May 25 to May 27.

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



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**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 ..... 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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