



MOR-GRAN-SOU
ELECTRIC COOPERATIVE

Your Touchstone Energy® Cooperative 

2024 ANNUAL REPORT

& 2025 OFFICIAL NOTICE

OFFICIAL NOTICE

Thursday, June 12

Mandan Service Center, Mor-Gran-Sou Electric Cooperative, Inc.
2719 34th St NW, Mandan

REGISTRATION OPENS4 p.m. CT

BUSINESS MEETING.....5 p.m. CT

Call to Order.....Steve Tomac, Chair
Introduction of Candidates.....Steve Tomac, Chair
Voting and Collection of Ballots.....Steve Tomac, Chair
Approve 2024 MinutesSteve Tomac, Chair
Cooperative UpdateTravis Kupper, Co-General Manager/CEO
Jason Bentz, Co-General Manager/CEO
Financial ReportAlex Craigmile, CFO
Election Report, if available.....Steve Tomac, Chair
Question and Answer SessionSteve Tomac, Chair

OTHER HIGHLIGHTS

Luck-of-the-Draw Scholarship Winners
Scholarship Winner Recognition
Electric Cooperative Youth Tour Winner Presentation
Prize Drawings

ADJOURNMENT

PICNIC MEAL AND DISPLAYS.....6 p.m. CT

Compliments of Mor-Gran-Sou Electric Cooperative, Inc.

Voting for this year's Annual Meeting will take place electronically, by mail or in person as permitted by your cooperative's bylaws. Members will be casting their ballot on three director positions and five bylaw changes. If a member casts a timely vote prior to the meeting by mail or on-line, the member will not receive a ballot at the Annual Meeting. You are still welcome to join us on the day of the Annual Meeting.

PLEASE NOTE: If you plan to attend the Annual Meeting and require special accommodations, please call Mor-Gran-Sou Electric Cooperative's office at 701-597-3301, 701-663-0297 or 800-750-8212 one week prior to the meeting.

MEETING RULES

- The meeting will be conducted according to Robert's Rules of Order.
- A nominee for the Board of Directors will be allowed up to two (2) minutes to address the membership.
- Per present bylaws, there cannot be any nominations from the floor.
- Questions can be asked from the floor. To obtain the floor, a member shall move to the microphone and identify himself/herself by name and address.
- Questions can be submitted in written form. If all questions are not answered during the meeting, the responses may be put in the *North Dakota Living* magazine local pages or provided individually to a member.

MESSAGE FROM BOARD CHAIR AND CO-GENERAL MANAGERS/CEOS



STEVE TOMAC
Board Chair

As your Board Chair and Co-General Managers/CEOs of Mor-Gran-Sou Electric, we continually focus on two key priorities: reliability and affordability for our members.

Over the past year, we've faced significant external pressures that have prompted a thorough review of our rate structure. Several factors are driving necessary rate increases, particularly rising wholesale electric costs from Mor-Gran-Sou Electric's power suppliers, Basin Electric Power Cooperative and Western Area Power Administration. These increases are tied to investments in new generation and transmission facilities, essential for supporting member load growth, as well as crucial upgrades to our existing infrastructure to maintain reliability.

Our wholesale providers must adhere to the regulations set forth by regional transmission organizations, which are nonprofit entities mandated by the Federal Energy Regulatory Commission to ensure a stable power supply, adequate transmission infrastructure and competitive wholesale electricity prices.

Additionally, compliance with various regulations impacts our costs significantly. The power markets have become increasingly volatile, influenced by factors such as fluctuating natural gas prices and rising electricity demand. While we manage this volatility through strategic generation and hedging, these measures have become more expensive.

We have also seen increases in material costs, maintenance, borrowing rates and insurance premiums. All these investments and cost increases are vital for enhancing the reliability for our members. Many of these maintenance expenses are integrated into our base rate, which is essential for the upkeep of our systems and sustained operational performance. By investing in our infrastructure now, we are positioning ourselves for long-term success.

Our team worked diligently to prepare our substations by installing SCADA systems, not only to enhance reliability across our service area, but to also enable remote monitoring and control in the near future.

As we look ahead, in 2025 our transmission system will be strengthened through the building of an additional 14-mile transmission line from Cannon Substation to our Grant Substation. Additionally, we plan to reroute the North Almont line by installing two miles of underground distribution cable while simultaneously retiring two miles of overhead line. We will also add a 1.25-mile tie line west of the North Almont Substation, which will allow us to retire three miles of overhead line.



JASON BENTZ
Co-General
Manager/CEO

At the Grant Substation, we plan to replace around five miles of single-phase overhead conductor with underground cable, reducing outages, improving voltage, and increasing load capabilities with the Cedar Substation. Finally, we will upgrade one circuit out of the Solen Substation by replacing seven miles of three-phase overhead lines with 4/0 underground cable to better serve the town of Solen. These improvements will enhance the reliability, capacity and overall service quality of our electrical grid.

At the end of the day, we are working strategically to enhance our service to our membership, all while maintaining the affordability and reliability of our system. We want to thank each of our members for their continued support.

FINANCIAL YEAR IN REVIEW

by Pam Geiger, Secretary-Treasurer and Alex Craigmile, Chief Financial Officer



PAM GEIGER
Secretary-Treasurer

As we review the financial highlights of Mor-Gran-Sou Electric for the 2024 fiscal year, we extend our appreciation to all who have contributed to our cooperative's financial strength. We thank the directors, employees, and members, past and present, for their dedication and support. We celebrate you the membership who are the foundation of this great cooperative. As we celebrate the past, we continue to move forward as good stewards of your cooperative's resources.

In 2024, the Board of Directors approved a general capital credit retirement, reaffirming our commitment to returning value to our members. Additionally, capital credits were retired to eligible members who reached the age of 80, and to the estates of deceased members. A total of \$862,022 in capital credits was returned to our members, reflecting our cooperative's financial health.

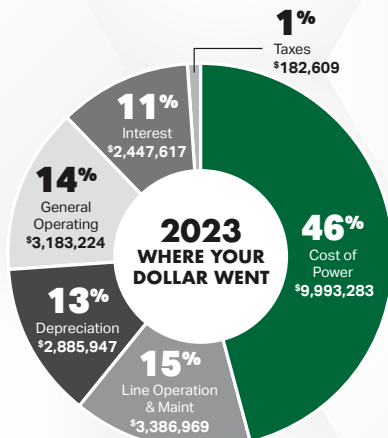
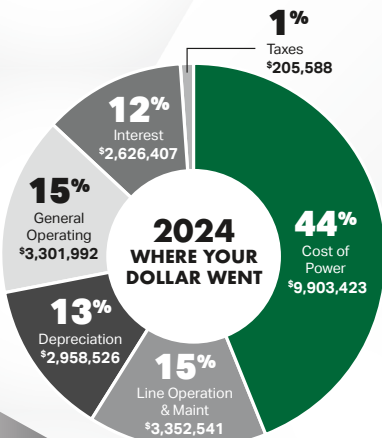


ALEX CRAIGMILE
Chief Financial Officer

Our financial records underwent a thorough examination through an annual audit conducted by Brady Martz & Associates, P.C., from Bismarck. We are pleased to report that the audit concluded with an unmodified opinion, indicating the highest level of assurance. The audited financials have been reviewed and accepted by the Board of Directors, ensuring transparency and accountability in our financial reporting.

We extend our gratitude to our members for their continued support and patronage. Should you have any questions or require further clarification regarding the financials, please do not hesitate to contact Alex at the cooperative office via email at acraigmile@iea.coop.

Thank you for your ongoing partnership and trust in Mor-Gran-Sou Electric. We look forward to continuing to serve you with integrity and diligence in the years ahead.



FINANCIAL REPORT

INCOME STATEMENT

For the years ended December 31, 2024 and 2023

REVENUE	2024	2023
Residential	\$11,976,606	\$12,025,787
Seasonal	1,214,314	1,156,768
Irrigation	94,292	88,830
Commercial	8,604,017	8,305,243
Street Lights	177,023	183,359
Other Revenue	861,987	855,918
TOTAL REVENUE	\$22,928,239	\$22,615,905
EXPENDITURES		
Cost of Power	\$9,903,423	\$9,993,283
Line Operation and Maintenance	3,352,541	3,386,969
General Operating Expense	3,291,732	3,175,958
Depreciation	2,958,526	2,885,947
Taxes	205,588	182,609
Interest	2,626,407	2,447,617
Other Deductions	10,260	7,266
TOTAL EXPENSE	\$22,348,477	\$22,079,649
Operating Margins	\$579,762	\$536,256
Non-Operating Margins	466,275	259,608
Power Supplier Capital Credits	626,332	846,545
Other Capital Credits	464,040	513,588
NET MARGINS	\$2,136,409	\$2,155,997

BALANCE SHEET

December 31, 2024 and 2023

ASSETS		
Utility Plant	\$130,948,869	\$126,247,914
Less Depreciation	(44,272,425)	(41,851,503)
Net Utility Plant	86,676,444	84,396,411
Cash	5,829,419	3,000,299
Investments	14,216,624	18,533,723
Receivables and Prepayments	2,561,886	3,009,249
Material and Supplies	2,523,962	2,820,349
TOTAL ASSETS	\$111,808,335	\$111,760,031
MEMBER EQUITY		
Patronage Capital	\$41,508,854	\$40,234,767
Other Equities	5,356,179	5,249,304
TOTAL MEMBERS' EQUITY	\$46,865,033	\$45,484,071
LIABILITIES		
Current Accounts Payable - General	\$332,464	\$663,155
Current Accounts Payable - Power	864,902	776,370
Current Maturity of Long Term Debt	1,988,638	1,813,375
Other Current and Accrued Liabilities	211,305	334,405
Members' Prepayment and Other	2,226,434	1,784,127
Long Term Debt less Current Maturities	59,319,559	60,904,528
TOTAL LIABILITIES	\$64,943,302	\$66,275,960
TOTAL LIABILITIES AND MEMBERS' EQUITY	\$111,808,335	\$111,760,031

MINUTES OF THE 2024 ANNUAL MEETING OF MOR-GRAN-SOU ELECTRIC COOPERATIVE, INC.

June 13, 2024

The 77th Annual Meeting of Mor-Gran-Sou Electric Cooperative, Inc. was held at Mor-Gran-Sou Electric's Mandan Service Center, 2719 34th St NW Mandan, ND on Thursday, June 13, 2024.

Call to Order

The business meeting was called to order by Chair Steve Tomac at 6 p.m. CDT. He welcomed everyone and thanked them for attending.

Invocation & Pledge of Allegiance

Robert J. Leingang, Mandan Area Director, provided an invocation. After the invocation, Mandan Boy Scout Troop #54 presented the colors and led the membership in the Pledge of Allegiance.

Affidavit of Mail and Quorum

Secretary-Treasurer Pam Geiger reported the Annual Meeting Notice had been mailed on May 13, 2024, and an Affidavit of Service of Mailing was filed related to the mailed notice. Ms. Geiger stated a quorum is 50 members present in person or voting by mail. She then read the Declaration of Quorum. At 6 p.m., there were 75 registered member voters present in person, 221 ballots received electronically, and 544 ballots received by mail. This constituted a quorum for conducting business.

Appointments

Mr. Tomac appointed Andrew Fergel, General Counsel/Manager of Regulation and Compliance with Innovative Energy Alliance Cooperative (IEA) as Parliamentarian for the meeting and informed the membership that the meeting would be conducted pursuant to Robert's Rules of Order. Mr. Tomac also appointed Mr. Fergel as the Recording Secretary.

Agenda

Mr. Tomac asked for any additions to the printed agenda that had been mailed to all members. There were none. A motion was made, seconded and carried to approve the Annual Meeting agenda. Thereafter, Mr. Tomac introduced the Mor-Gran-Sou Electric Board of Directors: Mark Doll, Rodney Froelich, Pam Geiger, Chad Harrison, Robert J. Leingang, Ryan Petrick, Kathy Tokach, Casey Wells and himself, Steve Tomac.

Nominating Committee Report

Mr. Tomac invited Jim Neubauer from the Nominating Committee to provide the Nominating Committee Report. Mr. Neubauer read the names of the 2024 Nominating Committee members: Jennifer Bonogofsky, Jackie Buckley, Rosie Erhardt, Glenda Gross, Garek Murphy, Toby Olin, Donald Roth, Yvonne Seidler and Jim Neubauer. Mr. Neubauer reported that the Nominating Committee met four times, with a final meeting held on February 20, 2024. At the final meeting, the committee forwarded a list of director candidates to the Board of Directors which was approved by the board at its February 28, 2024 meeting. The list of candidates approved were as follows:

- Steve Tomac – At Large Candidate
- Jonathan Marohl and Kathy Tokach – Morton County Candidates
- Chad Harrison - Sioux County Candidate

Thereafter, the candidates were introduced and each was given the opportunity to address the membership if they desired to do so.

Bylaws/Resolutions

No bylaws, amendments to bylaws or resolutions were presented for consideration by the membership at the meeting.

Voting

Mr. Tomac reviewed the voting procedure with the membership. He then called for the vote and asked designated employees to gather the ballots.

2023 Annual Meeting Minutes

Mr. Tomac referenced the unapproved 2023 Annual Meeting Minutes that were provided in the Annual Meeting Report that was sent to each member by mail. Mr. Tomac entertained a motion to approve the 2023 Annual Meeting Minutes. A motion was received, seconded and carried.

Guest Introductions

Mr. Tomac invited Gary Fitterer, Manager of Operations at Mor-Gran-Sou Electric, to the podium to introduce guests who were in attendance. Mr. Fitterer introduced the following individuals: Matt Bieber, Border States Electric; Shawn Olson, Roughrider Electric Cooperative; Angela Carlson, NDAREC Board President; Corby Kemmer, U.S. Representative Kelly Armstrong's Office; Sonja Murry, Senator Kevin Cramer's Office; Mike Rudolph, former member services manager at Mor-Gran-Sou Electric and former manager at KEM Electric Cooperative; Don Franklund, former co-manager/CEO at Mor-Gran-Sou Electric and former co-manager at IEA; Cordel Backman, WESCO Distribution, Inc.; and Representative Karen Rohr, District 31.

Operation Round Up

Mr. Tomac introduced a video report from Jeff Tweten, President of the Mor-Gran-Sou Electric Charitable Foundation. In the video, Mr. Tweten shared the following highlights of the charity organization and Operation Round Up. He reported that since February 2018, 602 members have chosen to participate in Operation Round Up. In 2023, \$3,688.68 was contributed to Operation Round Up and the board awarded grants totaling \$5,666 to eight different organizations. As of May 15, 2024, the balance in the fund was \$6,597.17. Mr. Tweten concluded his video report by asking the membership to remember that "small change, changes lives."

Scholarships

Ms. Geiger introduced the 2024 scholarship winners. Mor-Gran-Sou Electric offers one \$1,000 scholarship sponsored by Basin Electric Power Cooperative (Basin Electric). The recipient of the Mor-Gran-Sou Electric/Basin Electric scholarship is Elijah Gietzen. Ms. Geiger then noted that Mor-Gran-Sou Electric's scholarship program also awards \$500 scholarships to a graduating senior at each of the local high schools. The students receiving \$500 scholarships in 2024 are: Ameerah Rosin, Javin Friesz, Chezney Erickson, Ellie Landels, Grace Olin, Leora Plenty Chief and Edyth Hatlestad.

3C Construction and West Dakota Utility Services (WDUS) also sponsor a \$500 scholarship for each of its owners, one being Mor-Gran-Sou Electric. This year's winner of the \$500 Mor-Gran-Sou Electric scholarship sponsored by WDUS is Braden Schlatter. No applications for the 3C Construction scholarship were received.

The scholarship winners thanked the Mor-Gran-Sou

Electric membership with messages via video. The scholarship recipients present at the Annual Meeting received a certificate and small gift from the cooperative while the thank you video played.

Ms. Geiger explained the annual \$500 Luck-of-the-Draw Scholarship. Any 2024 recent high school graduate who had not previously received a scholarship, is a dependent of a Mor-Gran-Sou Electric member and was present at the Annual Meeting could register for a scholarship. Ten eligible students were present at the meeting. The winners drawn for the available Luck-of-the-Draw Scholarships were Logan Miller, Elizabeth Taylor, Stran Ressler, and Lane Teddick.

Cooperative Update

Mr. Tomac introduced Co-General Managers/CEOs Travis Kupper and Jason Bentz and asked them to present an update on the cooperative to the members and guests. Mr. Kupper's comments touched on the dedication of the cooperative and the staff serving the cooperative to deliver, affordable, reliable, and dependable energy solutions while embracing innovative technologies and adapting to evolving energy landscapes. As part of the cooperative update, Mr. Kupper introduced a video presentation by Mr. Fitterer which highlighted the strides Mor-Gran-Sou Electric has made and will make in the future to enhance the reliability of Mor-Gran-Sou Electric's services and to modernize the cooperative's infrastructure.

Mr. Bentz's comments informed the membership about available grant opportunities Mor-Gran-Sou Electric has applied for to assist the cooperative in hardening its infrastructure, working for reasonable emissions rules that will not put the cooperative's power supply and its ability to deliver electricity reliably at risk, and continuing supply chain issues. In addition, Mr. Bentz informed the membership that growth, maintenance, and regulatory policies have increased costs for Mor-Gran-Sou Electric's power providers, Basin Electric and Western Area Power Administration and as their costs rise so too will the cost Mor-Gran-Sou Electric pays for power. Therefore, the Co-General Managers will work with the Board of Directors to make data driven decisions related to rates. Also, as part of the cooperative update Mr. Bentz introduced a video report by Member Services Manager Julie Armijo. Ms. Armijo's report shed light on the way the member services team at Mor-Gran-Sou Electric impacts the lives of members and the communities in the cooperative's service area through exceptional customer service and support.

Financial Report

Mr. Tomac introduced Alex Craigmile, Chief Financial Officer, who presented the financial report. Mr. Craigmile reported that Mor-Gran-Sou Electric met all Rural Utility Services requirements and regulations for 2023. Mr. Craigmile also reported that the annual audit for fiscal year 2023 had been performed by Brady Martz and Associates from Bismarck and that Mor-Gran-Sou Electric had received an unmodified opinion from the auditor which is the highest opinion that a cooperative can receive. Mr. Craigmile's report included a review of the cooperative's balance sheet, income statement, cost of operations, and margins. Upon completion of Mr. Craigmile's report, Mr. Tomac asked if there were any questions about the report. Seeing none, Mr. Tomac asked for a motion to accept the 2023 Financial Report as presented. A motion was made, seconded, and passed to accept the 2023 Financial Report as presented.

Questions

After the financial report Mr. Tomac took questions from membership in attendance. The questions centered

around renewable energy and charging stations and were addressed by Mr. Tomac and Mr. Bentz.

Unfinished Business, New Business & New Resolutions

Mr. Tomac called for unfinished business. There was no unfinished business. Mr. Tomac then called for new business. There was no new business. Mr. Tomac requested presentation of resolutions from the floor for the membership to consider in 2024. No resolutions were brought forward.

Election Results

After Survey and Ballot Systems had completed the ballot count, Mr. Tomac reported the election results as follows:

- At Large Board Candidate: Steve Tomac - 747 votes. Mr. Tomac was reelected with 100% of the votes cast.
- Sioux County Board Candidate: Chad Harrison - 704 votes. Mr. Harrison was reelected with 100% of the votes cast.
- Morton County Board Candidates: Kathy Tokach - 473 votes. Jonathan Marohl - 335 votes. Ms. Tokach was elected with 58.5% of the votes cast.

Drawings & Bill Credits

Mr. Tomac announced the winners of the prizes that were sponsored at the Annual Meeting. The prize winners were as follows: Rodger Schock - (4) Medora Tickets; Duane Sandvick - 50' Extension Cord (sponsored by WESCO); Jim Kohler - 25' Extension Cord (sponsored by WESCO); Wayne Hatzenbuehler - \$100 Bill Credit (sponsored by Innovative Energy Alliance); Dennis Kroh - \$50 Bill Credit (sponsored by Mor-Gran-Sou Electric); Shane Bauer - \$50 Gift Card; and Douglas Nagel - \$50 Gift Card. Mr. Tomac then announced that Mor-Gran-Sou Electric was awarding a total of twenty (20) \$25 bill credits to members who voted electronically, by mail, or in person. Six (6) names were drawn for bill credits from those who voted electronically, seven (7) names were drawn from those who voted by mail, and seven (7) names were drawn from those who voted in person and were present at the meeting. Winners of the \$25 bill credit prize drawings were posted on the event screen. The six electronic voting bill credit winners were Douglas Duppong, Ken Geiger, the Flasher 55+ Club, Sara Pacht, Daniel Schmitz and Anthony Larson. The seven mail in ballot bill credit winners were Richard Campbell, Dennis W. Krumm, Charles Geiger, Doran Stoltz, Adela Clark, Kenneth Ressler, and Allen Lund. The seven in-person bill credit winners were Kenneth Bullinger, Lynn J. Gustin, Joseph Harsche, Thomas J. Leingang, Chen Schuh, Shawn Strilcov, and Meredith Werchau.

In closing, Mr. Tomac reminded attendees that evaluation forms were at their tables to fill out. He then thanked the members of the nominating committee for their work, the Mandan Rural Fire Department for grilling, Border States Electric for providing the grill, D&T Catering and Sweet Creations for preparing the food, Mandan Boy Scout Troop # 54 for presenting the colors and leading the Pledge of Allegiance, Joel Hetzel from Basin Electric and Jory Berg from Nightlight Audio for their audio visual and sound work, and all the employees for their efforts in making the event successful.

Adjournment

Mr. Tomac thanked everyone for attending the Annual Meeting. He entertained and received a motion to adjourn at 7:12 p.m. CDT. The motion was seconded and carried.

PAM GEIGER
Secretary-Treasurer

ANDREW FERGEL
Parliamentarian/Recorder

NOMINATING COMMITTEE REPORT

The initial meeting of the Mor-Gran-Sou Electric Nominating Committee was called to order at the Flasher headquarters on Monday, December 10, 2024, at 6:32 p.m. CDT pursuant to the notice sent to all the members of the Nominating Committee. The following members, duly appointed by the Mor-Gran-Sou Electric Board of Directors, served on the 2025 Nominating Committee:

- Jennifer Bonogofsky, Saint Anthony
- Jackie Buckley, Mandan
- Rosie Erhardt, Mandan
- Garek Murphy, Fort Yates
- Jim Neubauer, Mandan
- Toby Olin, New Salem
- Donald Roth, New Leipzig
- Jeff Striegel, Carson
- Katie Wirt, Selfridge

A quorum of the members of the Nominating Committee was present for the initial meeting as well as the two telephone conference calls and for the final meeting held at the Flasher headquarters. Kathy Tokach represented the Mor-Gran-Sou Electric Board of Directors and was present to answer questions posed by the Nominating Committee.

At the initial meeting and by a unanimous vote, Jim Neubauer was elected to serve as Chair and Jennifer Bonogofsky was elected to serve as Secretary.

The 2025 Nominating Committee was informed of the directorship positions open for three-year terms in Grant County, Mandan Area and Morton County.

The committee was further informed that notice had been provided as required by the bylaws in the November, December and January issues of the *Current News* and the local pages of the *North Dakota Living* magazine, which notice included the February 13, deadline for submitting declaration of candidacy forms and a list of Nominating Committee members.

The Mor-Gran-Sou Electric Board of Directors also charged the Nominating Committee with reviewing and advising the board of any proposed bylaw amendments and resolutions. All bylaw amendments and resolutions, either in writing or presented in person, were due by February 20, the date of the final meeting of the Nominating Committee.

As planned, the Mor-Gran-Sou Electric Nominating Committee met on January 9 and January 29 via telephone conference calls. At the final meeting on February 20, Secretary Jennifer Bonogofsky reported that no bylaw amendments or resolutions were submitted to the Nominating Committee. The committee also had no bylaw amendments or resolutions to recommend to the Board of Directors.

Neubauer called for nominations, which names would be reviewed by staff to determine eligibility before being forwarded to the Board of Directors for approval at its February 26 board meeting. The eligible candidates forwarded and ultimately approved by the Board of Directors, were:

GRANT COUNTY

Ryan Petrick – Elgin

MANDAN AREA

Pam Geiger – Mandan
Rocky Schlosser – Mandan
Tess Schmidt – Mandan

MORTON COUNTRY

Mark Doll – New Salem

MOR-GRAN-SOU ELECTRIC BOARD OF DIRECTORS



STEVE TOMAC
Chair
At-Large



CHAD HARRISON
Vice Chair
Sioux County



PAM GEIGER
Secretary/
Treasurer
Mandan Area



MARK DOLL
Morton County



RODNEY FROELICH
Sioux County



ROBERT J. LEINGANG
Mandan Area



RYAN PETRICK
Grant County



KATHY TOKACH
Morton County



CASEY WELLS
Grant County

CURRENT DIRECTORS

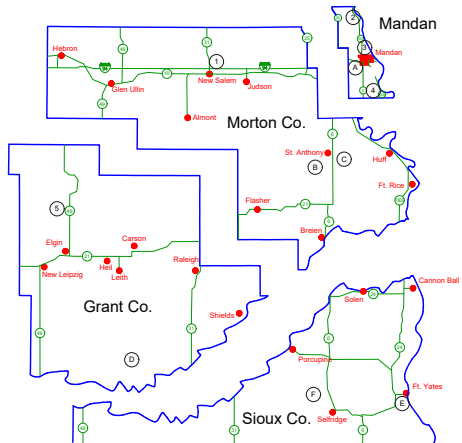
(Whose terms will not expire in 2025)

- A Robert J. Leingang
- B Steve Tomac
- C Kathy Tokach
- D Casey Wells
- E Chad Harrison
- F Rodney Froelich

2025 CANDIDATES:

- 1 Mark Doll
Morton County
- 2 Pam Geiger
Mandan Area
- 3 Tess Schmidt
Mandan Area
- 4 Rocky Schlosser
Mandan Area
- 5 Ryan Petrick
Grant County

MOR-GRAN-SOU ELECTRIC DIRECTOR DISTRICT MAP



MEET THE CANDIDATES



GRANT COUNTY

Ryan Petrick, Elgin

Occupation: Farmer/Rancher

Family: Wife Amanda; children Eva, Lane, Abigail, and Elizabeth

Education: Elgin – New Leipzig Public School; North Dakota State College of Science

Degrees and Honors: Associates Degree of Science in Micro Computers

Office/Organizations: Mor-Gran-Sou Electric Director, 2022-present; Grant County Farmers Union 2019-present; Current President; Ebenezer UCC Church, Saxon 2021-present.

Hobbies: I enjoy riding horse, doing leatherwork and woodwork – my wife calls it tinkering in the shop.



MANDAN AREA

Pam Geiger, Mandan

Occupation: Retired tax specialist & rancher

Family: Husband Warren; grown children Bill, Wes and Trisha; 11 wonderful grandkids!

Education: Wing Public School; University of Mary

Degrees and Honors: Credentialed Cooperative Director (1999); Board Leadership Certification (2024)

Office/Organizations: Mor-Gran-Sou Electric Director 2019-Present; ND State Electrical Board – past board member for 2 terms 1998-2008; West Dakota Utility Services -Present

Hobbies: Gardening, reading and grandkids (not necessarily in that order!)



Rocky Schlosser, Mandan

Occupation: Maintenance Coordinator for Minnkota Power Cooperative

Family: Wife Greta; children Regan and Gracie

Education: Mandan High School; Bismarck State College

Degrees and Honors: Degree in Applied Science for Process Plant Technician

Office/Organizations: Minnkota Negotiation Committee, 2005-2010; Work Management Team Leader, 2014-2019; MPAC Committee Member, 2020-2022.

Hobbies: Enjoy all outdoor activities, especially hunting, fishing, horseback riding and raising yearling cattle.



Tess Schmidt, Mandan

Occupation: Healthcare Clinic Director

Family: Husband Brian; children Emily, stepson Brandon and grandsons Finnick and Lirik

Education: Flasher Public School; Bismarck State College; Dickinson State University; University of Mary

Degrees and Honors: Associate of Science; Bachelors of University Studies; Master of Science in Strategic Leadership

Military Service: ND Army National Guard 1987-1995

Office/Organizations: Girl Scouts of America, leader 2006-2012; Mandan Kachinas, board treasurer 2013-2016; Hugh O'Brian Youth Leadership, board secretary 2018-2021, board treasurer 2021 - present, and board president 2022-present; UND Women in Leadership, advisory board member 2023/2024; Mandan Growth Fund 2022-present.

Hobbies: Enjoy being active in the community, volunteering for work events, outdoor activities, going on side by side trips, going for walks, and spending time with family and friends.

Other: I am a proud daughter of Eugene Kopp who served Mor-Gran-Sou Electric as a lineman in Flasher.



MORTON COUNTY

Mark Doll, New Salem

Occupation: Farming

Family: Wife Kristi; children Andrew, Aaron, Brittany and Brandie

Education: New Salem High School; North Dakota State University

Office/Organizations: Mor-Gran-Sou Electric Director 2022-present and 2003-2021;

New Salem School Board 1990-2003; LEA Board 2006-2021; Served as chair at one time on all three boards

Hobbies: Farming and camping

As a potential board director, how do you define the role of a director within the organization, and what specific priorities do you have?

Ryan Petrick: The role of director is to guide the administration in their managerial and decision-making capacities. My main priority is to maintain reliable power at a fair price for its members.

Pam Geiger: The board has a fiduciary responsibility to represent the entire membership through thoughtful deliberation and fiscal soundness being careful to set policy and direction that sustains and grows the cooperative.

Rocky Schlosser: I would define the role of a director as overseeing the goals, financial overview and risks related to Mor-Gran-Sou Electric. My specific priorities would be to have the safest, lowest cost and most reliable cooperative in the state of North Dakota.

Tess Schmidt: The role of a board director is multifaceted, serving as a representative for member interests while ensuring the cooperative operates ethically, sustainably, and effectively. Key responsibilities encompass engaging with members and advocating on their behalf, supporting strategic direction, overseeing financial performance, ensuring regulatory compliance, and managing risk.

A primary focus is to understand and be guided by the cooperative's principles, while being solution-oriented to drive long-term success in a rapidly evolving environment.

Mark Doll: Director role is to make the best decisions for the benefit of the coop and its members. Priorities would be rates and aging system.

How do you envision Mor-Gran-Sou Electric as an organization in five and ten years, and what do you foresee as its greatest challenge in the future?

Ryan Petrick: I envision a more robust system with new technologies and upgrades resulting in less downtime. The greatest challenge is the cost of power remaining affordable for its members.

Pam Geiger: The future is bright for the cooperative. We have managed to strategically set our equity level and reserves over the past years to help the co-op through the highs and lows of increased costs from power suppliers, etc. while fulfilling a robust five-year construction work plan. Having said that we must always assure we maintain and support our rural areas that continue to be growth challenged.

Rocky Schlosser: I think Mor-Gran-Sou Electric is well structured to provide reliable power well into the future. Some of the greatest challenges I see are aging grid, FERC, NERC requirements. Also how to incorporate renewable energy sources that are cost effective and reliable.

Tess Schmidt: Mor-Gran-Sou Electric should continue efforts to update infrastructure, maintain agility and improve digital integration. There will be a need to monitor trends and use the data to work with partners in the market to streamline operations and share resources while maintaining the commitment to a reliable and affordable service to the community.

More long term, I see the continued, rapid increases in demands on rural and urban services. Not only in using power but in securing enough employees to manage and support the operations. Ensuring infrastructure upkeep and enough power for member load is available may require collaboration with additional organizations across the states. The need for the cooperative to continue to develop relationships with current and additional markets to maintain direct access to lowest cost power will be essential.

The greatest challenge is navigating through complex regulations, long term forecasts of the community power load and ensuring the cooperative has resources to transition between using different types of energy while maintaining reliability and affordable rates.

Mark Doll: Five-year goal is rate stability and member engagement. Ten-year goal is aging system and system upgrades. The challenge is rates and aging system.

Why should you be elected director of the Mor-Gran-Sou Electric board?

Ryan Petrick: I would like to be re-elected so that I may have more time on the board to fully understand the complexities of the power grid.

Pam Geiger: It's been an honor to represent the membership on the board, something I take very seriously and appreciate. Our business is much more than poles and wires. It's about our staff and members and meeting their needs in a safe, reliable way, every hour of every day. I'm happy to continue serving on behalf of them and thankful for their past support.

Rocky Schlosser: I have been in the electric industry for more than 25 years. I believe in the cooperative principles. I would be honored to serve the membership with my experience. If elected I would do my best to ensure the membership the cooperative is working on the most ethical, honest and cost effective way to provide power well into the future.

Tess Schmidt: As a board director, I would continue my belief in servant leadership by supporting the cooperative's members, stakeholders and community. I work well in an environment where people working together, build a strong future. My experience in understanding the importance of regulatory compliance, collaboration, strategic planning, and accountability to operations and financial performance gives me the ability to advocate for members, address challenges and help build a strong future.

Mark Doll: As a director I bring a lot of ideas to the table and make the best decisions for the cooperative and its members. There are a lot of decisions to be made to try to get it right.

EXPLANATIONS FOR 2025 BYLAWS AMENDMENTS TO BE CONSIDERED BY MEMBERSHIP

101 Requirements of Membership: A vote to amend bylaw 101 will update the language of the bylaw and eliminate a section that is unnecessary and grammatically inconsistent with the rest of the bylaw.

402 Director Qualifications: A vote to amend bylaw 402 clarifies that to be eligible to become or remain a director of the Cooperative, an individual's primary residence must be in **both** the counties **and** service area served by the Cooperative.

406 Removal of Directors by Members: A vote to amend bylaw 406 will modernize the language used in the bylaw but will not change its substance.

501 Regular Meetings: A vote to amend bylaw 501 will provide the Board of Directors flexibility in scheduling Board meetings by removing the monthly meeting requirement and explicitly providing an option to hold regular Board meetings by telephone or electronic means.

803 Gift/Forfeiture: A vote to amend bylaw 803 will align the bylaw with state law (see N.D.C.C. § 10-15-34.1).

Bylaw Amendment Proposals

101 Requirements of Membership

Any person, firm, association, corporation, or body politic may become a member of Mor-Gran-Sou Electric Cooperative, Inc. (hereinafter called the "Cooperative") upon receipt of electric service from the Cooperative, ~~provided that if~~ they have:

- (a) Made an application for membership;
- (b) Agreed to purchase from the Cooperative electric energy as hereinafter specified;
- ~~(c) Must be directly connected to the Cooperative's physical plant;~~
- ~~(d)~~(c) Agreed to comply with and be bound by the Articles of Incorporation and Bylaws of the Cooperative and any rules and regulations adopted by the Board of Directors.

No person, firm, corporation or political entity may own more than one membership in the Cooperative.

402 Director Qualifications

To be eligible to become or remain a director of the Cooperative the person must be (1) a natural person of at least eighteen (18) years of age and reside in the counties ~~and service area~~ served by the Cooperative; (2) a member in good standing of the Cooperative; (3) a continuous purchaser of residential electric services from the Cooperative for not less than 12 months prior to nomination; and (4) not a felon, either as a result of a plea or conviction. No person shall be eligible to become or remain a director of the Cooperative who is either currently, or for three (3) years prior, been employed by the Cooperative or 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 appliances, fixtures or supplies to the Cooperative or its members.

Upon establishment of the fact that any person being considered for, or already holding, a directorship lacks eligibility under this section, it shall be the duty of the Board of Directors to withhold such position from such newly elected director and, for a director already holding a directorship, the Board shall either remove the person or submit the issue of removal to the vote of all members. Nothing in this section shall be construed to affect in any manner whatsoever the validity of any action taken at any meeting of the Board of Directors

406 Removal of Directors by Members

Any member may bring one or more charges for cause against any one or more directors and may request the removal of ~~such~~the director(s) by reason thereof by filing with the Secretary ~~such~~the charge(s) in writing together with a petition signed by not less than ten percent (10%) of the total membership of the Cooperative, which petition calls for a special member meeting, the stated purpose of which shall be to hear and act on ~~such~~the charges and, if one or more directors are ~~recalled~~removed, to elect their successor(s), and specifies the place, time and date thereof not less than forty (40) days after filing of such petition, or which requests that the matter be acted upon at the subsequent Annual Meeting.

Each page of the petition shall contain in the beginning: the names and addresses of the ~~members~~member(s) filing the charges, a verbatim statement of such charges, and the

names of the ~~directors~~director(s) against whom such charges are being made. ~~The petition shall be signed by each member~~Member(s) signing the petition must do so in the same name as billed by the Cooperative and ~~shall~~must state the signatory's address as it appears on the billings.

Notice of ~~such~~the charges verbatim, the name of the ~~directors~~director(s) against whom ~~such~~the charges are made, the name of the ~~member~~member(s) filing ~~such~~the chargecharge(s), and the purpose of the meeting shall be contained in the notice of the meeting not less than ten (10) days prior to the meeting date at which the charges will be heard. ~~Such~~The ~~directors~~director(s) charged must ~~shall~~ be informed in writing of the charges after they have been validly filed and at least twenty (20) days prior to the meeting of the members. ~~Each director charged and~~ shall have an opportunity at the meeting to be heard in person, by witnesses, by counsel or any combination ~~of such~~thereof, and to present evidence in respect of the charges. ~~The member(s) and the persons~~ bringing the charges shall have the same opportunity but ~~shall~~will be heard first. The question of ~~the removal of such directors shall separately~~will be considered and voted upon ~~separately~~ for each director, ~~if charges are brought against multiple directors~~. A two-thirds (2/3) vote of those present and voting is necessary for removal. Any vacancy created by ~~such~~removal shall be filled by vote of the members at ~~such~~the meeting and ~~the member elected~~ shall fill the unexpired term ~~of the director removed~~. The nominating committee process described in Section 403 shall not be followed in filling a vacancy created by a removal.

Directors may only be removed for just cause and only if evidence was presented during the meeting to support the charges. Just cause shall be defined to include, but not be limited to, grossly negligent, fraudulent, or criminal acts; the regular failure to attend meetings; malfeasance; conflicts of interest; misappropriation of Cooperative funds; and other examples of incompetent job performance.

501 Regular Meetings

A reorganization meeting of the Board of Directors shall be held as soon as practical after the election of directors at the Annual Meeting. ~~A regular monthly meeting of the Board of Directors shall be held at such time and place as the Board of Directors may direct. Such regular monthly meetings may be held without notice other than such resolution fixing the time and place thereof.~~ The Board shall regularly meet no less than ten (10) times per year at the date, time, and location determined by the Board ("Regular Board Meeting"). The Board may hold Regular Board Meetings without notice other than the resolution fixing the date, time, and location of the meetings. Board meetings may be held by telephone or any other electronic means which permits participants to hear and be heard during the meeting.

For good cause, the Board Chair may cancel or change the date, time, or location of a Regular Board Meeting. All Directors are entitled to receive notice of the Board Chair's change in a Regular Board Meeting date, time, or location at least five (5) days before the rescheduled Regular Board Meeting.

803 Gift/Forfeiture

In becoming a patron of this Cooperative, each patron acknowledges the necessity of keeping the administrative office of the Cooperative advised of his or her current residence and mailing address so that Cooperative business, including the orderly, efficient retirement of capital credits may be accomplished without undue inconvenience and expense. ~~Accordingly, in becoming a patron, each patron consents on his or her own behalf and on behalf of his or her heirs at law that failure to keep the Cooperative advised of residence and mailing address shall constitute an expression of said patron's desire to gift and/or forfeit all capital credits due for retirement and said capital credits may be transferred to the general account of the Cooperative. Accordingly, each patron acknowledges, any distribution or payment of retired capital credits which remains unclaimed six years after the date authorized for retirement or payment in cash or other property, may be forfeited by the Cooperative's Board pursuant to state law. Amounts forfeited will revert to the Cooperative as contributed capital.~~

The following events shall be evidence of such a gift/forfeiture by the patron:

- 1) ——— Return to the Cooperative of a properly postaged mailing addressed to the last address provided by the patron to the Cooperative administrative office; and
- 2) ——— Failure on the part of the patron or his or her heirs to request delivery of such capital credit retirement for a period of one year following the Cooperative attempt to deliver capital credit at an Annual Meeting or by mailing, whichever is later.

2024-2025 SCHOLARSHIP WINNERS



RAYMOND HOLLE



**CASE
ROETHLISBERGER**



JALYN RAAB



TYLER ROSSOW



CALEB SHAFER



WYATT OPP



**LEIGHTON
RESSLER**



**MADISON
THOMPSON**



ALEX EAGLE



**ELIZABETH
HATLESTAD**

Annually, Mor-Gran-Sou Electric Cooperative fuels the future by awarding scholarships to high school seniors within our service area. This initiative embodies our cooperative's unwavering commitment to community growth and celebrates the achievements of dependents of our members.

This year Mor-Gran-Sou Electric awarded ten scholarships. Eight of those were scholarships given on behalf of Mor-Gran-Sou Electric to area seniors, while two scholarships were in partnership with Basin Electric Power Cooperative (Basin Electric) and West Dakota Utility Services (WDUS). We are fortunate to have partners who are investing in the future of our cooperative as we are. This year's scholarship recipients are as follows:

Basin Electric/Mor-Gran-Sou Electric Scholarship

Mor-Gran-Sou Electric is pleased to announce the winner of the \$1,000 Basin Electric/Mor-Gran-Sou Electric scholarship award, Raymond Holle of New Salem. He plans to attend the University of North Dakota in pursuit of a degree in biology.

WDUS and 3C Construction Scholarship

Two \$500 scholarships were made available on behalf of WDUS and 3C Construction to applicants who plan to attend a certified vocational or technical school. Case Roethlisberger of Huff was awarded the WDUS scholarship. He plans to attend North Dakota State College of Science in pursuit of a degree in diesel technology.

No applications were received for the 3C Construction scholarship.

Mor-Gran-Sou Electric High School Scholarships

Mor-Gran-Sou Electric offered one \$500 scholarship to a graduating senior from each of the high schools within our service area.

- **Elgin-New Leipzig Public School** – JaLyn Raab who plans to attend Alexandria Technical and Community College in pursuit of an interior design degree.
- **Flasher Public School** – Tyler Rossow who plans to attend Bismarck State College in pursuit of an agronomy degree.
- **Glen Ullin Public School** – Caleb Shafer who plans to attend Arkansas State University—Beebe in pursuit of an agriculture equipment technology degree.
- **Hebron Public School** – Wyatt Opp who plans to attend Bismarck State College in pursuit of a welding degree.
- **Mandan Public School** – Leighton Ressler who plans to attend Bismarck State College in pursuit of a radiologic technology degree.
- **New Salem-Almont Public School** – Madison Thompson who plans to attend Bismarck State College in pursuit of a dental hygiene degree.
- **Selfridge Public School** – No applicants received.
- **Solen Public School** – No applicants received.
- **Standing Rock Community Grant School** – Alex Eagle who plans to attend United Tribes Technical College in pursuit of a general studies degree.
- **Home School or Outside Service Territory** – Elizabeth Hatlestad who plans to attend Gustavus Adolphus College in pursuit of a biology degree.

Congratulations to all who were chosen as this year's scholarship recipients as well as the class of 2025. We wish you all the best in your future endeavors.

LUCK-OF-THE-DRAW SCHOLARSHIPS

Two \$500 be awarded during the Mor-Gran-Sou Electric Annual Meeting June 12. Please visit our website, www.morgransou.com, for details and registration.



STRAY RESSLER

2025 ELECTRIC COOPERATIVE YOUTH TOUR WINNER

Each year, Mor-Gran-Sou Electric Cooperative is proud to sponsor one student to participate in a once-in-a-life-time experience to Washington D.C. for the National Rural Electric Cooperative Association’s Youth Tour. The Youth Tour is a long-standing cooperative program that immerses students in American history for a week. Students have the opportunity to learn more about rural electric cooperatives, visit national monuments and state delegates. Through this experience students gain life skills, meet new people and make unforgettable memories.

Stray Ressler, daughter of Scott and Shelia, is a junior at Mandan High School and was chosen as this year’s Youth Tour winner. She is active in National Honor Society, golf, basketball and track throughout the school year and during the summer is found at county fairs showing cattle through 4-H.

The Youth Tour will kick off in June when the streets of Washington D.C. will be filled with thousands of students representing rural electric cooperatives including Ressler and others representing North Dakota.

SAFETY AND SERVICE AWARDS

The following employees earned safety awards in 2024:



GARY FITTERER
25 years



CHARLES “CJ” PESICKA
5 years

The following employees earned service awards in 2024:



GARY FITTERER
25 years



JESSE KUHN
25 years



CHARLES “CJ” PESICKA
5 years

MOR-GRAN-SOU ELECTRIC COOPERATIVE

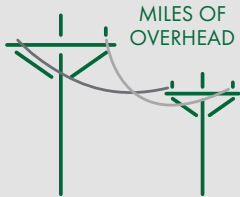
2024 FACTS & FIGURES

894.62

MILES OF
UNDERGROUND

2,580.9

MILES OF
OVERHEAD



243.15

TRANSMISSION LINES



21 DISTRIBUTION
SUBSTATIONS



5 TRANSMISSION
SUBSTATIONS

10,381

TOTAL METERS SERVED

19

EMPLOYEES



\$9,903,423

COST OF POWER



140 NEW SERVICES



TOTAL NUMBER
OF ACTIVE MEMBERS

6,404



22



ANIMAL, FARM, & CAR
RELATED OUTAGES

96

TREE & WEATHER
RELATED OUTAGES



281,354

MILES DRIVEN WITHOUT AN ACCIDENT



25



TRUCKS

2.79

METERS PER
MILE



164,222,400 KWH SOLD

CAPITAL CREDITS RETIRED TO MEMBERS:
CUMULATIVE AMOUNT \$18,278,331

\$862,322 IN 2024



CO-OP TRUCKS DRIVE AN AVERAGE OF 23,446 MILES/MONTH