



# POWER FOR GENERATIONS

Mor-Gran-Sou Electric Cooperative, Inc.  
2022 Annual Report and Annual Meeting Notice



**MOR-GRAN-SOU**  
ELECTRIC COOPERATIVE

Your Touchstone Energy® Cooperative 

# OFFICIAL NOTICE

## MOR-GRAN-SOU ELECTRIC COOPERATIVE, INC. 2023 ANNUAL MEETING

### POWER FOR GENERATIONS

Friday, July 21 | Prairie Knights Pavilion | Prairie Knights Casino & Resort | 7932 Hwy. 24, Fort Yates, N.D.

Registration ..... 3:30-5:30 p.m. CT  
Annual Banquet Meal ..... 5:30 p.m. CT  
Compliments of Mor-Gran-Sou Electric Cooperative, Inc.

#### **BUSINESS MEETING ..... 6:30 p.m. CT**

Call to Order ..... Steve Tomac, Chair  
Introduction of Candidates ..... Steve Tomac, Chair  
Voting and Collection of Ballots ..... Steve Tomac, Chair  
Approve 2022 Minutes ..... Pam Geiger, Secretary-Treasurer  
Cooperative Update ..... Travis Kupper, Co-General Mgr./CEO  
Jason Bentz, Co-General Mgr./CEO  
Financial Report ..... Alex Craigmile, CFO  
Election Report, if available ..... Steve Tomac, Chair  
Question and Answer ..... Steve Tomac, Chair

#### **OTHER HIGHLIGHTS**

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

#### **ADJOURNMENT**

Voting for this year's annual meeting will take place electronically, by mail or in person as permitted by your cooperative's bylaws and policies. Members will be casting their ballot on three director positions and bylaw changes. If a member casts a timely vote prior to the meeting by mail or online, the member will not receive a ballot at the annual meeting. You are still welcome to join us the day of the annual meeting. Please look for your ballot packet after June 15th.

**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.

**“History should be about every generation's will to power.”**  
– Cody Wilson

### 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 themselves 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 THE CO-GENERAL MANAGERS/ CEOS AND BOARD CHAIR



**STEVE TOMAC**  
Chair

Our story, the cooperative story, is about ordinary people that banded together to improve the quality of life by providing electric service to our local area when no one else would do it. Neighbors worked together to create Mor-Gran-Sou and ensure a brighter future for generations to come.

It was only possible through rural neighbors, as the bigger, investor-owned power companies thought they couldn't generate enough profit so they bypassed rural areas. Back then, there were frequent meetings among neighbors to discuss the formation of the cooperative. Once established, annual meetings were the must-attend event of the year.

At that time, members of the community understood we were different because they likely knew someone who helped to create Mor-Gran-Sou. For most people, our founding and its circumstances have been long forgotten. Over time, folks in the community may have come to think of us as simply another energy provider. But we are not. We are a co-op that is constantly evolving to meet the needs of the areas we serve, and we are able to do this because of members like you.

Fast forward to today – and tomorrow. Mor-Gran-Sou currently serves 6,397 members. This year alone we have returned \$855,692 of capital credits to the members.

We have sought feedback and engagement from you and that of the whole membership to guide our long-term decisions. This is why we have held an annual meeting each year. We host events like this to engage with you and obtain your feedback. Over the years, as we've listened to you and your fellow co-op member-owners, we know that we have to keep pace as technology changes to meet your needs. We understand the spirit that helped create this co-op must be continually nurtured. While times and technology will continue to change, our commitment and service to you will not.

As we look to the future, we view our role as a catalyst for good. Working together, we can accomplish great things for our members now and be your family's power for generations.



**TRAVIS KUPPER**  
Co-General Manager/  
CEO



**JASON BENTZ**  
Co-General Manager/  
CEO

***A quality education has the power to transform societies in a single generation, provide children with the protection they need from the hazards of poverty, labor exploitation and disease, and given them the knowledge, skills, and confidence to reach their full potential.***

– Audrey Hepburn

# FINANCIAL YEAR IN REVIEW

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



**PAM GEIGER**  
Secretary-Treasurer

This year, Mor-Gran-Sou celebrates its 76th anniversary. Your cooperative has witnessed financial challenges and opportunities throughout these many years, and we salute those before us who dedicated themselves to ensure the financial strength of Mor-Gran-Sou that we reap today. Thank you to the directors and employees, past and present – who worked for the membership of this great Cooperative. 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. Please allow us a few moments to encapsulate 2022’s financial year in review.



**ALEX CRAIGMILE**  
Chief Financial Officer

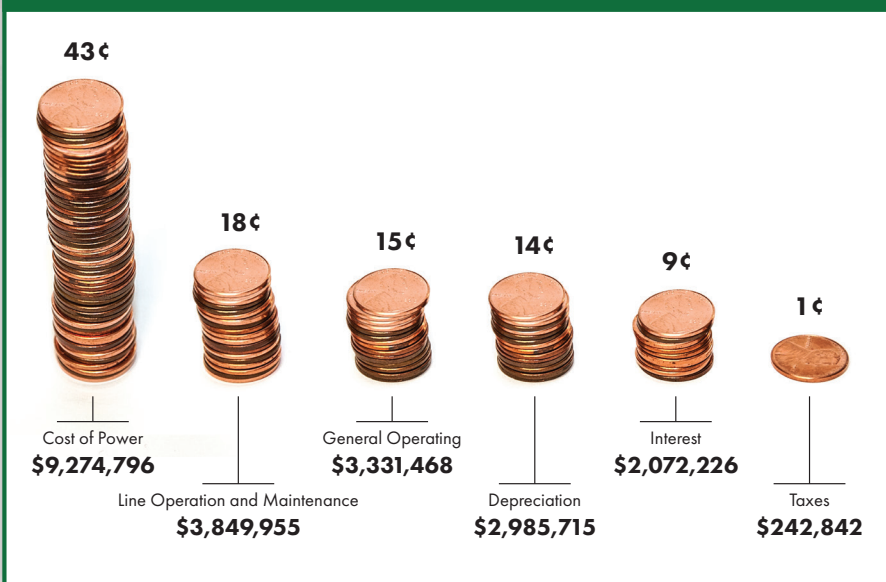
Again, in 2022, a General Capital Credit Retirement was approved by the board of directors. In addition to the general retirement, Mor-Gran-Sou continues to retire capital credits to members who have reached the age of 80 and to estates of deceased members. The total

dollar amount of capital credits returned to the members of Mor-Gran-Sou totals \$855,692.

As we are required to each year, Mor-Gran-Sou underwent an annual financial audit of its 2022 financial year. Brady Martz & Associates, P.C., from Bismarck conducted this audit. At the conclusion of their process, they presented the cooperative with an unmodified opinion. This opinion is the best report that can be received from an audit firm. The completed audit report has been reviewed and accepted by the board of directors. A summary of the audited financials is included in this annual report and will be presented at the annual meeting.

Lastly, we want to thank all of you for your continued patronage to the cooperative. If you have any questions concerning the financials, feel free to call Alex at the cooperative office or send him an email at [acraigmile@iea.coop](mailto:acraigmile@iea.coop).

## WHERE YOUR DOLLAR WENT



## MOR-GRAN-SOU ELECTRIC COOPERATIVE STATISTICS

### SERVICE AREA

Morton, Grant and Sioux Counties  
More than 4,700 square miles

### MEMBERSHIP

Total membership: 6,397

### MILES OF LINE

Underground distribution line: 861 miles  
Overhead distribution line: 2,592 miles  
Transmission line: 243 miles  
Distribution stations: 21  
Transmission switchyards: 5  
KWHs sold: 165,829,836  
Full-time employees: 20

# FINANCIAL REPORT

## INCOME STATEMENT

For the years ended December 31, 2022 and 2021

REVENUE	2022	2021
Residential	\$12,025,812	\$11,204,609
Seasonal	1,127,099	1,085,437
Irrigation	112,417	153,550
Commercial	7,793,799	7,378,895
Street Lights	184,921	188,479
Other Revenue	1,306,838	1,831,849
<b>TOTAL REVENUE</b>	<b>\$22,550,886</b>	<b>\$21,842,819</b>
<b>EXPENDITURES</b>		
Cost of Power	\$9,274,796	\$8,899,157
Line Operation and Maintenance	3,849,955	3,168,156
General Operating Expense	3,325,174	2,994,290
Depreciation	2,985,715	2,870,326
Taxes	242,842	203,328
Interest	2,072,226	1,900,815
Other Deductions	6,294	8,472
<b>TOTAL EXPENSE</b>	<b>\$21,757,002</b>	<b>\$20,044,544</b>
Operating Margins	\$793,884	\$1,798,275
Non-Operating Margins	908,653	196,988
Power Supplier Capital Credits	1,173,783	404,949
Other Capital Credits	408,664	594,552
<b>NET MARGINS</b>	<b>\$3,284,984</b>	<b>\$2,994,764</b>

## BALANCE SHEET

For the years ended December 31, 2022 and 2021

ASSETS	2022	2021
Utility Plant	\$120,530,449	\$114,465,624
Less Depreciation	(\$40,093,580)	(\$38,704,537)
Net Utility Plant	\$80,436,870	\$75,761,087
Cash	1,908,974	482,338
Investments	13,337,520	12,825,244
Receivables and Prepayments	2,415,647	1,953,042
Material and Supplies	2,097,970	1,668,249
<b>TOTAL ASSETS</b>	<b>\$100,196,981</b>	<b>\$92,689,960</b>
<b>MEMBER EQUITY</b>		
Patronage Capital	\$38,994,032	\$36,564,868
Other Equities	5,193,961	5,124,434
<b>TOTAL MEMBERS' EQUITY</b>	<b>\$44,187,993</b>	<b>\$41,689,302</b>
<b>LIABILITIES</b>		
Current Accounts Payable - General	\$912,299	\$555,568
Current Accounts Payable - Power	1,034,971	697,755
Current Maturity of Long Term Debt	1,539,602	1,716,931
Other Current and Accrued Liabilities	11,909,131	7,295,193
Members' Prepayment and Other	1,751,289	2,246,011
Long Term Debt less Current Maturities	38,861,696	38,489,200
<b>TOTAL LIABILITIES</b>	<b>\$56,008,988</b>	<b>\$51,000,658</b>
<b>TOTAL LIABILITIES AND MEMBERS' EQUITY</b>	<b>\$100,196,981</b>	<b>\$92,689,960</b>

# MINUTES OF THE 2022 ANNUAL MEETING OF MOR-GRAN-SOU ELECTRIC COOPERATIVE, INC.

## JULY 15, 2022

The 75th Annual Meeting of Mor-Gran-Sou Electric Cooperative, Inc. was held at the Prairie Knights Casino and Resort Pavilion near Fort Yates, ND on Friday, July 15, 2022. It was also live streamed on the Mor-Gran-Sou web site. The theme was "Power For Generations – Celebrating 75 years!"

## CALL TO ORDER

The business meeting was called to order by Chair Casey Wells at 5:30 p.m. CDT. He welcomed everyone and thanked them for attending.

He reminded all that no ballots will be accepted before the membership present at the meeting is directed to vote. He invited members to visit the various booths in the Pavilion that provided giveaways or prize drawings. Members and registered guests were given a potholder and an extension cord. He noted giveaways, safety stickers and other forms were available on the dinner tables to share. He reminded all the Luck-of-the-Draw scholarship drawing would close at 7:00 p.m. He noted there were pertinent forms on the tables, and bill credit prizes will be drawn and announced at the end of the meeting. He informed all present that a \$15 bill credit would be applied to each member's account who stayed until the close of the meeting.

## AFFIDAVIT OF MAIL AND QUORUM

Mr. Wells reported the Annual Meeting Notice had been mailed on June 7, 2022 and an Affidavit of Service of Mailing had been filed. He stated a quorum is 50 members in present or voting by mail. He then read the Declaration of Quorum. At 5:30 p.m., there were 48 registered member voters present in person, 707 ballots received by mail, and 212 ballots received electronically. This constituted a quorum for conducting business.

## APPOINTMENTS

Mr. Wells appointed Tom Bair of Bair Law Office as Parliamentarian for the meeting. He explained the meeting would be conducted based on Robert's Rules of Order. He appointed Mor-Gran-Sou Manager of Administrative Services Cindy G. Ternes as Recording Secretary.

## AGENDA

Mr. Wells asked for any additions to the printed Agenda that had been mailed to all members. There was none. A motion was made, seconded and carried to approve the Agenda.

## NOMINATIONS AND BYLAWS/RESOLUTIONS

Secretary-Treasurer Pam Geiger read the names of the 2022 Nominating Committee members. She noted a synopsis of the committee's activities during the past year was included in the Annual Meeting report. The Committee had nominated, and the Board of Directors had accepted, the following members to run for the Mor-Gran-Sou Board of Directors in 2022:

- Erika Horst, Scott Katus, Ryan Petrick, John Schmid, Myles Stoller, and Jacob Tatro - Grant County
- Pam Geiger - Mandan Area
- Mark Doll, M. Curtis Feland - Morton County

Ms. Geiger noted that M. Curtis Feland had resigned from the 2022 Nominating Committee to become a director candidate, and that Erika Horst, Myles Stoller and Jacob Tatro had later withdrawn their candidacy.

Ms. Geiger introduced the candidates and thanked them for their interest in running for the Board of Directors. Candidates took the stage and each addressed the membership.

## BYLAWS/RESOLUTIONS

Ms. Geiger reported the Board of Directors have proposed a Bylaw change to Section 404 titled "Tenure" to eliminate director term limits. Term limits are presently six consecutive three-year terms. She explained the Board's basis for the proposed change.

## VOTING

Ms. Geiger noted that present Bylaws state no nominations are allowed from the floor.

Mr. Wells reviewed the voting procedure with the membership. He reminded members to show their hand stamp when turning in their ballot. He then instructed the membership to vote. Designated employees gathered the ballots.

## BILL CREDIT DRAWINGS

Mr. Wells stated that Mor-Gran-Sou is awarding a total of twenty (20) \$50.00 bill credits to members who voted in person, electronically or by mail. Seven (7) member names will be drawn from the mailed-in ballots, six (6) member names will be drawn from those who voted electronically, and seven (7) member names will be drawn from the members who voted in person at the Annual Meeting. He noted winners will be announced at the end of the meeting. Mr. Wells encouraged all members to remain until the end of

the meeting as the seven in-person drawn winners must be present to claim the \$50.00 bill credit.

### **INVOCATION**

Mr. Wells introduced Monsignor Chad Gion who gave the invocation. Monsignor Gion has served as pastor of the Catholic Indian Mission since 2018, and has parishes in Fort Yates, Cannon Ball, Solen, Porcupine and Selfridge. He also serves as chaplain in the North Dakota Army National Guard. Monsignor Gion provided the invocation.

### **RECESS AND BANQUET**

Mr. Wells informed the members that the meeting would be recessed at 6:02 p.m. and the meal served. He noted the meeting would reconvene at 7:00 p.m.

### **RECONVENE, RECOGNITION AND WELCOME**

Mr. Wells reconvened and called the Annual Meeting back to order at 7:04 p.m. He requested all to remember the men and women of America's military and their families. All present joined in singing the National Anthem.

Mr. Wells introduced Janet Alkire, Standing Rock Sioux Tribe Chairwoman. Chairwoman Alkire extended a welcome from the Standing Rock Sioux Tribe to the membership and guests.

### **INTRODUCTIONS**

Michael Kelsch, Regional Representative for Senator Kevin Cramer, shared a message from Senator Cramer. Darrell Nitschke from Congressman Kelly Armstrong's office read a letter. Mr. Wells read letters received from Senator John Hoeven and North Dakota Agriculture Commissioner Doug Goehring. Mr. Wells then introduced distinguished guests in the audience.

He introduced Co-General Managers/CEOs Travis Kupper and Donald Franklund. He introduced the Mor-Gran-Sou Board of Directors: Secretary-Treasurer Pam Geiger; Directors Vernard Frederick, Rodney Froelich, Bob Leingang, Jay Larson, Steve Tomac, Kathy Tokach, and Chair Casey Wells. He noted Vice Chair Chad Harrison was unable to attend the annual meeting.

Mr. Wells reminded all members they were encouraged to ask questions from the floor via the microphones provided or submit questions in writing on forms provided on the tables. He also noted if any member has a resolution(s) for the 2023 Annual Meeting, to submit it in writing to Mor-Gran-Sou.

### **2021 ANNUAL MEETING MINUTES**

Mr. Wells referred to the unapproved 2021 Annual Meeting minutes included in the meeting packet, and asked for any corrections. There being none, he entertained and received a motion to approve the 2021 Annual Meeting minutes. The motion was made, seconded, and carried.

Mr. Wells expressed appreciation of Mor-Gran-Sou directors and employees who were no longer with the Co-op because of retirement or other opportunities.

### **OPERATION ROUND UP**

Ms. Geiger introduced Linda Urlacher who gave a report as Secretary of the Mor-Gran-Sou Electric Charitable Foundation. Ms. Urlacher shared highlights of the charity organization. She shared 511 member accounts donated to Operation Round Up. This is 7.3 percent of the total membership.

### **PRESENTATIONS & REPORTS**

Ms. Geiger introduced the 2022 scholarship winners. She noted Mor-Gran-Sou's scholarship program presents a \$500 scholarship to a graduating senior at each of the local high schools, which is chosen by school representatives. Mor-Gran-Sou also offers one (1) \$1,000 scholarship sponsored by Basin Electric. The recipient of the Mor-Gran-Sou/Basin Electric Power Cooperative scholarship is Adam Gress.

The \$500 scholarship winners are: Samantha Ellison, Jace Friesz, McKenzie Gerving, Jenna Gierke, Emily Morman, and Meghanne Olsen.

The Boards of Directors of 3C Construction and West Dakota Utility Services also provide a \$500 scholarship to each of its owners, one being Mor-Gran-Sou. The winner of the \$500 scholarship is Clayton Marohl.

Ms. Geiger invited the winners present at the Annual Meeting to the stage. She read a short synopsis on each student present who had received a scholarship. Each of the recipients in attendance gave a short speech.

Ms. Geiger explained the annual Luck-of-the-Draw Mor-Gran-Sou scholarship. Any 2022 recent high school graduate who is a dependent of a Mor-Gran-Sou member and was present at the Annual Meeting, could register for a drawing of one of two \$500 scholarships. The winners drawn were Kenna Mutschelknaus and Owen Erhardt. Claire Johnson and Angelee Rath were also drawn to each receive a \$100 scholarship.

Ms. Geiger introduced Wyatt Landeis of Mandan who had served as the representative of Mor-Gran-Sou and the State of North Dakota at the Rural Electric Youth Tour in Washington, DC. He gave a recap of his June trip and thanked Mor-Gran-Sou for the opportunity.

Mr. Wells asked Co-General Managers/CEOs Travis Kupper and Donald Franklund to present their update to the members and guests. Mr. Kupper shared highlights of the past year, including video reports from present senior staff. Several

CONTINUED ON PAGE 8

past employees and directors reflected on Mor-Gran-Sou via video in celebration of its 75th anniversary. Mr. Kupper informed the membership that Co-General Manager/CEO Donald Franklund plans to retire at the end of year and thanked him for his service.

Mr. Franklund addressed the membership and highlighted his career at Mor-Gran-Sou. He answered various questions posed from the membership. He informed the members that a 1.5 percent rate increase would go into effect on September 1, 2022 due to inflation. Mr. Kupper announced that Mor-Gran-Sou has a new logo being officially released that day.

Ms. Geiger introduced Alex Craigmile, Innovative Energy Alliance Cooperative Chief Financial Officer, who presented the financial report. Mr. Craigmile reported that Mor-Gran-Sou met all RUS requirements and regulations for 2021. The annual audit had been performed by Brady, Martz and Associates from Bismarck, ND.

Ms. Geiger made a motion to accept and approve the 2021 financial report as presented and distributed. Mr. Wells asked for and received a second, and at call for the vote, the motion carried to accept the 2021 financial report.

Director Vernard Frederick, who had reached the maximum director term limit, addressed the membership. He thanked them for supporting him in the past, and thanked the managers for the time he spent on the Board.

## UNFINISHED BUSINESS, NEW

### BUSINESS & NEW RESOLUTIONS

Mr. Wells called for Unfinished Business three times. There was no Unfinished Business.

Mr. Wells then called for New Business three times. There was no New Business.

Mr. Wells requested presentation of any member resolutions from the floor for the membership to consider in 2023. No resolutions were brought forward.

### ELECTION RESULTS

Survey and Ballot Systems had completed the ballot count. Mr. Wells gave the election report.

**Grant County:** Scott Katus - 268 votes; Ryan Petrick - 300 votes; John Schmid - 253 votes

Mr. Petrick was declared the winner.

**Mandan Area:** Pam Geiger - 809 votes

Pam Geiger was declared the winner.

**Morton County:** Mark Doll - 601 votes; M. Cutis Feland - 298 votes

Mark Doll was declared the winner.

Proposed Bylaw Amendment of Section 404, Tenure: No - 562 votes; Yes - 339 votes

The Bylaw amendment failed. Term limits would remain as is.

### QUESTIONS AND THANK YOU

Mr. Wells asked members to complete an evaluation form before leaving as the co-op values feedback on the Annual Meeting, and comments on any co-op issue. There were drop boxes provided at the exit doors for the completed evaluations.

Mr. Wells thanked Prairie Knights Casino and Resort for their hospitality and great meal.

He thanked those who served on the 2022 Nominating Committee and thanked the staff of Basin Electric for their audio-visual technical assistance. Mr. Wells thanked the employees of Mor-Gran-Sou for their assistance and hard work to make the 75th Annual Meeting a success, and for the work they do each day for the Co-op.

### DRAWINGS & BILL CREDITS

A drawing from the operations booth was then held for a hunting knife set. Member Ernie Hinderer was the winner.

Member names were announced for the \$50.00 bill credits. They had to be present to win. The winners drawn were Arlene Riehl, Frank Umber, Clairdon Koehly, Clyde Wetsch, Rosemary Barnhard, Scott Katus and Alberta Berger.

Mr. Wells thanked all who had remained to the end of the meeting and shared that they would be awarded with a \$15 bill credit on their electric account. He directed them to turn in their bill credit registration card at the box provided at the Pavilion exit doors as they leave.

### ADJOURNMENT

Mr. Wells thanked everyone for attending the Annual Meeting. He entertained and received a motion to adjourn at 8:53 p.m. CDT. The motion was seconded and carried.

---

PAM GEIGER  
Secretary-Treasurer

---

CINDY G. TERNES  
Manager of Administrative Services  
Recording Secretary

# NOMINATING COMMITTEE REPORT

The initial meeting of the Mor-Gran-Sou Nominating Committee was called to order at the Flasher Headquarters on Tuesday, January 10, 2023, at 7:08 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 board of directors, served on the 2022 Nominating Committee:

- Jennifer Bonogofsky, St. Anthony
- Jackie Buckley, Mandan
- Rosie Erhardt, Mandan
- Glenda Gross, Selfridge
- Garek Murphy, Fort Yates
- Jim Neubauer, Mandan
- Toby Olin, New Salem
- Donald Roth, New Leipzig
- Yvonne Seidler, New Leipzig

A quorum of the members of the Nominating Committee was present for the initial meeting as well as the two telephone conference calls and at the final meeting held at the Flasher headquarters.

Pam Geiger represented the Mor-Gran-Sou board of directors and was present to answer questions posed by the Nominating Committee.

At the initial meeting and by an unanimous vote, Jim Neubauer was elected to serve as chair and Glenda Gross was elected to serve as secretary.

The 2023 Nominating Committee was informed of the directorship positions open for three-year terms in Grant County, Mandan Area, and Sioux County.

The committee was further informed that notice had been provided as required by the bylaws in the December, January and February issues of the *Current News* and the local community pages of the *North Dakota Living* magazine, which notice included the March 16, 2023, deadline for submitting declaration of candidacy forms and a list of Nominating Committee members.

The Mor-Gran-Sou board 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 March 20, 2023, the date of the final meeting of the Nominating Committee.



As planned, the Mor-Gran-Sou Nominating Committee met on February 2 and March 2 via telephone conference calls. At the final meeting on March 20, Secretary Glenda Gross 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 March 29 board meeting. The eligible candidates forwarded and ultimately approved by the board of directors, were:

GRANT COUNTY	MANDAN AREA	SIOUX COUNTY
Casey Wells – Carson	Robert J. Leingang – Mandan	Rodney Froelich – Selfridge

# MOR-GRAN-SOU BOARD OF DIRECTORS



**STEVE TOMAC**  
At-Large



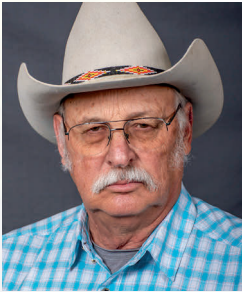
**CHAD HARRISON**  
Sioux County



**PAM GEIGER**  
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

## MOR-GRAN-SOU SERVICE AREA

### CURRENT DIRECTORS

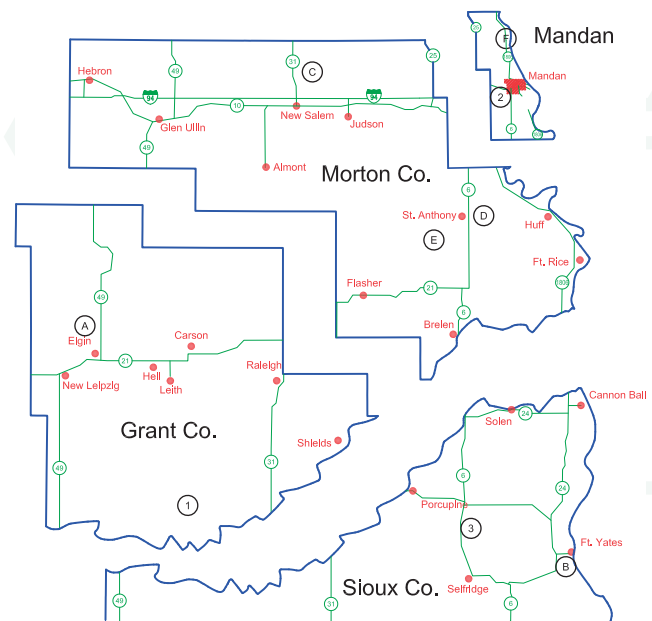
(WHOSE TERMS WILL NOT EXPIRE IN 2023)

- A. Ryan Petrick
- B. Chad Harrison
- C. Mark Doll
- D. Kathy Tokach
- E. Steve Tomac
- F. Pam Geiger

### 2023 CANDIDATES:

1. Casey Wells/Grant County
2. Robert J. Leingang/Mandan Area
3. Rodney Froelich/Sioux County

### MOR-GRAN-SOU DIRECTOR DISTRICT MAP



# 2023 PROPOSED BYLAW AMENDMENT AND REVIEW OF CANDIDATES

Mor-Gran-Sou Electric Cooperative members are being asked to consider the following changes to Section **304 (Quorum)**, Section **306 (Proxies and Voting by Mail)**, and Section **404 (Tenure)** of the bylaws. Adopting the proposed amendments will align establishing quorum with state law, clarify the method of voting permitted, and allow Directors to be elected by acclamation in the event there are no contested directorships in a specific year. The Board of Directors are recommending that the proposed bylaw amendments be adopted.

## 304 Quorum

As long as ~~if~~ the total number of members does not exceed five hundred (500), ten (10) ~~per cent~~ percent of the total members, present in person ~~or voting by mail~~ shall constitute a quorum. ~~In case~~ if the total number of members ~~shall exceed~~ exceeds five hundred (500), fifty (50) members, present in person ~~or voting by mail~~ shall constitute a quorum ~~for purposes of those matters voted on by mail.~~ Members represented by a signed vote, whether by mail or by electronic means, shall be counted in computing a quorum on matters as to which the signed vote was taken. Before a matter can be voted on by only the members at a meeting, fifty (50) members must be present in person. If less than a quorum exists for any meeting, a majority of those present in person may adjourn the meeting from time to time without further notice, provided, that the secretary shall notify any absent members of the time and place of the rescheduled meeting.

## 306 Proxies and Voting by Mail or Electronic Means

Voting by proxy shall not be permitted. Members absent from a meeting shall be permitted to vote by mail or by electronic means for directors as provided under Section 404 and on such other matters as ordered authorized by the Board of Directors, provided that members are given notice in writing if members have been previously notified in writing of the exact motion or resolution upon which the vote is taken. The rules

governing voting by mail and voting by electronic means shall be prescribed by the Board of Directors.

## 404 Tenure

Each Board of Directors member shall hold three (3)-year terms, with three (3) or less directors elected each year, unless there are additional vacancies to be filled by the members under Section 407 of these Bylaws. Directors shall be elected by ~~all~~ Cooperative members at the annual meeting ~~either in person or by mail vote.~~ Members may submit their ballot at the meeting in person, or by mail or electronic means in advance of the meeting. However, if only one nominee for each director position subject to election in a specific year emerges from the nomination process set forth in Section 403, election by ballot will not be required and the nominees may be elected by acclamation.

Upon their election, directors shall, subject to Section 406 on the removal of directors, serve until the annual meeting of the members of the year in which their term expires or until their successors shall have been elected, qualified and begun their term of office.

All directors shall be limited to six (6) consecutive three (3) year terms after which time they shall not be eligible for another term of office as a director until one (1) year has elapsed, at which time the director shall be eligible to serve another six (6) consecutive three (3) year terms.

“Power is where power goes.”

– Lyndon B. Johnson

# MEET THE CANDIDATES

## GRANT COUNTY CANDIDATE



**CASEY WELLS**  
Grant County

### **CASEY WELLS**

**RESIDENCE:** Grant County, Carson

**OCCUPATION:** Farming and ranching with son Kyle, raising wheat, oats, corn, and alfalfa in south central Grant County along with running Angus cow and calf pairs

**FAMILY:** Wife, Bonnie, three grown children and eight grandchildren

**EDUCATION:** Graduated from Carson High School in 1981; Completed one year at Bismarck Junior College

**DEGREES and HONORS:** Earned NRECA Gold Director Award

**OFFICES/ORGANIZATIONS:** Mor-Gran-Sou Electric board director from 2008 to present, chair from 2020 to 2022; vice-chair from 2015 to 2019; St. John's of Paradise Church, Chairman since 1995; Grant County Farm Bureau board director from 1996 to 2004; Grant County Ag Improvement Association board director from 1985 to 1992, chairman for three years.

**HOBBIES:** Enjoys family outings, golfing and predator hunting.

## MANDAN AREA CANDIDATE



**ROBERT J. LEINGANG**  
Mandan Area

### **ROBERT J. LEINGANG**

**RESIDENCE:** Mandan Area, Mandan

**OCCUPATION:** Retired – N.D. Plumbing Board, General Manager and Chief Plumbing Inspector

**FAMILY:** Widowed. Four grown children, 10 grandchildren and three great-grandchildren.

**EDUCATION:** Graduated from Mandan High School in 1963.

### **DEGREES and HONORS:**

Successfully completed apprentice plumbing program to receive journeyman's license; later completed master's license. Also completed the NRECA Credentialed Cooperative Gold and Board Leadership programs.

**MILITARY SERVICE:** United States Army – served during the Vietnam War from 1965 to 1967. Honorable discharge with rank of Specialist E5.

**OFFICES/ORGANIZATIONS:** North Dakota State Plumbing Board from 1982 to 1986; Secretary, Chief Inspector and CEO of ND State Plumbing Board from 1986

to 2008; Mor-Gran-Sou Electric board director from 2008 to present; City of Mandan Planning and Zoning from 1978 to 2020; Member of the American Legion Post #69 and Moose Lodge; Southwest Water board director from 2008 to present.

**HOBBIES:** Playing cards, outdoor yard work, fishing, traveling, and spending time with family and grandchildren.

## SIoux COUNTY CANDIDATE



**RODNEY FROELICH**  
Sioux County

### **RODNEY FROELICH**

**RESIDENCE:** Sioux County, Selfridge

**OCCUPATION:** Semi-Retired Rancher

**FAMILY:** Wife, Kathryn; four grown children, 12 grandchildren and six great-grandchildren

**EDUCATION:** Graduated from Fort Yates Public High School in 1967. Attended Bismarck Junior College for one year and attended

North Dakota State University for one year.

**MILITARY SERVICE:** Army National Guard from 1970 to 1977.

**OFFICES/ORGANIZATIONS:** Mor-Gran-Sou Electric board director from 2020 to present; Served as Sioux County Commissioner from 1994 to 1998 and District 31 North Dakota House of Representative from 1998 to 2010.

**HOBBIES:** Spending time with grandchildren and hunting.

## WE ASKED THE CANDIDATES ...

**What do you believe is the role of a nonprofit board such as Mor-Gran-Sou?**

**Casey Wells:** "To represent the member-owners of Mor-Gran-Sou; establish policy, review finances and audits, and offer direction to management when needed."

**Robert J. Leingang:** "I believe the role of a nonprofit board, such as Mor-Gran-Sou, is to assist and help guide the management and staff in providing safe, affordable, and reliable energy to its members."

**Rodney Froelich:** "The board needs to make sure the energy needed is provided at an affordable price."

**Mor-Gran-Sou Electric Cooperative is dedicated to providing affordable, reliable energy and services that support and unite our member-owners. Why is this important to you?**

**Casey Wells:** "Electricity has the opportunity to affect just about everything we do in these modern times. Making sure our member-owners have the same access and reliability as the rest of the country to support their work and enjoyment of it."

**Robert J. Leingang:** "To make sure we have enough generation to provide power to our members. It's going to take a lot of electricity to power our lives in the future with electric vehicles becoming more popular. Renewables definitely have their place but they can't replace baseload generation that our coal and natural gas provides."

**Rodney Frohlich:** "It is important for Mor-Gran-Sou to provide affordable, reliable energy and services because I remember when we didn't have the convenience and reliability of today's electricity and know how it improves our lives."

**How do you envision Mor-Gran-Sou as an organization five years from now? Ten years?**

**Casey Wells:** "In the next five years MGS will complete its process of transforming from a rural cooperative to one that has more urban members than rural. I believe we will also see the implementation of solar and wind projects on a larger scale. In the next ten years we could see your co-op pumping electricity into cars from a solar farm or hooking up whole house batteries charged from your solar shingles."

**Robert J. Leingang:** "As the community of Mandan continues to grow, I see MGS's primary growth opportunities in Morton County within the next 5 years. Given the potential for development in north and south Mandan, MGS's sparsely populated territory should be poised for growth. Over the next 10 years, MGS will need to remain focused on its mission and look for continued efficiencies in meeting the energy needs of counties served. Continued changes in technology will allow members to access critical information to manage their energy needs."

**Rodney Frohlich:** "I feel that electric vehicles are going to pose many challenges in connection to the electric grid and we will need to monitor this as more electric vehicles are utilized. We also need to pay attention to large load requests like bitcoin mining that impact the amount of power needed to operate changing the cooperatives demand billing."

**What do you see as the biggest challenge this organization will face in the future? How would you recommend Mor-Gran-Sou face this challenge?**

**Casey Wells:** "Keeping and finding quality employees to live and work in our rural areas. By contacting and informing our local high schools with interaction and possible scholarships for a career goal."

**Robert J. Leingang:** "Migration of rural customers to larger communities such as Bismarck and Mandan, I would recommend facing this challenge immediately by having MGS play a vital role in community and economic development in the growth areas. Rising power costs will be the single-largest challenge to the cooperative and keep electric rates affordable, reliable, safe."

**Rodney Frohlich:** "The biggest challenge will be to provide affordable electricity to new end users like member-owners with electric vehicles and other new technology that may come available."

**What would be your priorities if elected as a Director on the Mor-Gran-Sou Board?**

**Casey Wells:** "To represent the member-owners to the best of my ability."

**Robert J. Leingang:** "To keep electric rates affordable and do my best to improve the quality of life for our members with good, safe power."

**Rodney Frohlich:** "My priority if elected for Mor-Gran-Sou is to serve the people we provide electricity to."

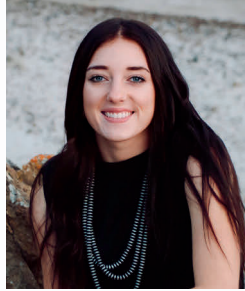
**“If your actions inspire others to dream more, learn more, do more and become more, you are a leader.”**

– John Quincy Adams

# 2023 YOUTH ACTIVITIES



**ANNA SCHATZ**



**JAYDEN MILLER**



**GABRIELLE KUHN**



**KYLIE THOMPSON**



**LEVI BECKER**



**MALI MORSE**



**CAITLIN OTTMAR**



**LUKE MAIER**



**ANNA BENDISH**

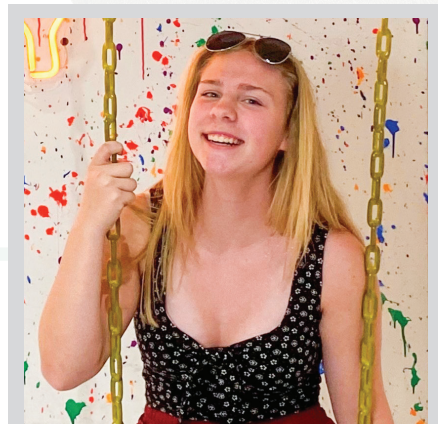
## 2022-2023 SCHOLARSHIP WINNERS

Mor-Gran-Sou Electric Cooperative is pleased to announce the 2022-2023 student scholarship winners, whose families are member-owners of Mor-Gran-Sou.

In the spirit of the Touchstone Energy® Cooperative value of commitment to community, Mor-Gran-Sou offers scholarship opportunities every year to assist in developing rural leadership in our region. Mor-Gran-Sou has awarded the following scholarships:

Elgin-New Leipzig Public School .....	\$500 .....	Anna Schatz
Flasher Public School.....	\$500 .....	Jayden Miller
Glen Ullin Public School.....	\$500 .....	Gabrielle Kuhn
Hebron Public School.....	\$500 .....	No applications
Mandan Public School.....	\$500 .....	Kylie Thompson
New Salem- Almont Public School .....	\$500 .....	Levi Becker
Selfridge Public School .....	\$500 .....	Mali Morse
Solen Public School.....	\$500 .....	No applications
Standing Rock Community School .....	\$500 .....	No applications
Home School or school outside service area .....	\$500 .....	Caitlin Ottmar, Bismarck
3C Construction.....	\$500 .....	No applications
WDUS .....	\$500 .....	Luke Maier, Elgin
Basin Electric Power Cooperative/Mor-Gran-Sou .....	\$1,000 .....	Anna Bendish, Mandan
Luck of the Draw .....	\$500 (2) .....	To be determined at this year's annual meeting

Mor-Gran-Sou will award two \$500 Luck of the Draw scholarships to be drawn at our annual meeting on July 21. All high school seniors who graduated in the spring of 2023 and are dependents of Mor-Gran-Sou members and have not previously been chosen for a Mor-Gran-Sou scholarship are eligible for this scholarship. Students must attend our annual meeting and be accompanied with at least one parent or guardian and will be required to RSVP before the meeting.



## 2023 ELECTRIC COOPERATIVE YOUTH TOUR WINNER

**Edyth Hatlestad**, an upcoming senior at Shiloh High School in Bismarck, represented Mor-Gran-Sou Electric Cooperative and the state of North Dakota on the Electric Cooperative Youth Tour trip to Washington, D.C., June 18 through 23. During the Youth Tour, Hatlestad learned more about U.S. government, American history and the cooperative business model — not by reading a textbook, but by touring Washington, D.C.

# SERVICE AND SAFETY AWARDS



**JULIE ARMIJO**  
10-year service award  
and 10-year safety award



**WAYDE ECKROTH**  
10-year service award  
and 10-year safety award



**LANCE BROWN OTTER**  
15-year service award  
and 15-year safety award



**JASON JAHNER**  
15-year service award  
and 15-year safety award



## MEMBERS: IS YOUR CONTACT INFORMATION UP TO DATE?

Is your contact information up to date? In today's world, communication is very important, and keeping connected with you is a top priority at Mor-Gran-Sou Electric Cooperative. To keep you informed, we need to know the best way to stay connected with you.

# EVERY MEMBER HAS A VOICE



As an electric co-op member, you have a say in how the co-op is run and the decisions that are made. Learn more about your electric cooperative at [www.morgransou.com](http://www.morgransou.com).



**MOR-GRAN-SOU**  
ELECTRIC COOPERATIVE

202 6th Ave., W. ■ P.O. Box 297  
■ Flasher, ND 58535-0297

PRESORTED  
FIRST CLASS  
US POSTAGE  
**PAID**  
BISMARCK, ND  
IMAGE PRINTING, INC.

# POWER

## FOR GENERATIONS

**ATTENTION: PLEASE BRING THIS BOOKLET TO THE ANNUAL MEETING**