

SPIRITWOOD ENERGY PARK ASSOCIATION, LLC

*Official Minutes
Meeting of the Members
July 19th, 2016*

A meeting of the members of the Spiritwood Energy Park Association, LLC, a North Dakota limited liability company was held at the offices of Jamestown/Stutsman Development Corporation on October 2nd, 2015, pursuant to notice duly provided to all members.

SEPA President, Bob Toso called the meeting to order at 8:30 a.m. (CST).

In attendance were Bob Toso and Kelly Rachel, Authorized Member Representative of Jamestown/Stutsman Development Corporation; Sandra Broekema and Michelle Strobel (phoned in), Authorized Member Representatives of Great River Energy; Connie Ova, Chief Operations Officer, SEPA; Rich Garman, Senior Project Manager, SEPA; Jeff Zueger, CEO, Midwest AgEnergy; Corry Shevlin, Staff JSDC; Tracey Pringle, Staff JSDC; Keith Norman, Reporter The Jamestown Sun; Warren Abrahamson, News Dakota.

Previous Meeting Minutes:

Kelly Rachel moved to approve the minutes from 4-5-2016 as written, Sandra Broekema seconded and motion passes unanimously.

Construction Project Status:

Rich Garman gave an update on the rail project, reviewed the project schedule, and provided the Board with a PowerPoint presentation.

- BNSF Switch: The west bound heated and automated switch has been completed and will be connected to the BNSF mainline in the 4th quarter of 2016.
- Tenant Operations Committee: the committee have met regularly and there is a healthy line of communication between SEPA and DSA. A maintenance/emergency maintenance contract was awarded to DMVW.
- Wetland Mitigation: The areas that needed re-seeding were re-seeded and this will be an ongoing project for the coming years.
- Road Maintenance: SEPA has a contract with Spiritwood Township to maintain the roads, which includes those inside and outside the rail loop.
- Crop Lease: The Crop Lease Holder has planted Soy Beans this year. He I also installing a pathway into the north east corner of the field as to access that portion of land and not disrupt DSA operations.

Dakota Spirit AgEnergy Status Update: Jeff Zueger

Jeff Zueger discussed operations at Dakota Spirit Ag Energy. The plant has a planned shutdown at the end of September that will coincide with the Spiritwood Station shutdown. There is anticipated to be 100-200 contractors on site for maintenance and repairs during the shutdown.

SEPA Financial Overview

Tracey Pringle discussed the SEPA financial statements.

Audit:

The requested changes were made to the audit and the revised copies were distributed to the member of the board. No action was taken.

New Business

SEPA Expansion:

The Board discussed expanding SEPA to include the 320 acres directly to the south of the current site. The JSDC Board of Directors have passed a motion to, at the request of a tenant, move the east half of section 28, which is directly south of the SEPA property, into SEPA upon request of a tenant.

Sandra Broekema motioned to incorporate 320 acres of the JSDC Property (east half of Section 28) into the Spiritwood Energy Park Association pending that action be requested by a tenant, details of the transaction are to be determined; Kelly Rachel seconded the motion.

The motion passed unanimously.

GEI Lease Modification:

Rich Garman discussed the possibility of moving GEI to a different location on the SEPA site.

SEPA Office Space:

Connie Ova discussed the possibility of SEPA leasing office space at the center for economic development. The item will be revisited with second tenant.

Tenant prospect updates:

Connie & Rich Discussed possible new tenants.

- 3 possible value added agriculture projects. The projects are at varies level of maturities.
- New Energy Spirit Biomass Refinery; they presented to APUC and are waiting to hear if they were successful in being awarded those grant dollars.
- Spiritwood Ingredients; they presented to APUC and are waiting to hear if they were successful in being awarded those grant dollars.

- Agriculture processing facility presented to APUC and are waiting to hear if they were successful in being awarded those grant dollars.
- Medical manufacturer; are requesting information on SEPA and have been in discussion with SEPA staff.

Communication Relocation

During construction of SEPA a communication cable was uncovered and there has been an ongoing discussion as to whose responsibility it was to pay for the relocation. SEPA has sought legal counsel to discuss possible outcomes. The situation is ongoing and will be handled and reported on at the next meeting.

Meeting was adjourned at 9:17 a.m. (CST).

Recorder stopped at 9:18 a.m.

Respectfully submitted by,
Corry Shevlin, Business Development, JSDC