



MINUTES BOARD OF DIRECTORS MEETING January 8, 2025

Members Present:

Kristopher Anderson	Jason Ponciano
Tom Hoffman	Mark Sellin
Dave Hunstad, Chair	Patrick Warden
Phil Lesnar	Ward Westfall
Keith Novy	

Counsel present:

Dean E. Parker, Hinshaw & Culbertson LLP
Kevin J. Moore, Hinshaw & Culbertson, LLP

Guests: (for strategic planning portion of meeting)

Kelly Connolly, Chief Operations Officer, GSOC
Olivia Phillips, Marketing Specialist, GSOC

On Wednesday, January 8, 2025 at 9:00 a.m., in person and by videoconference, the Board of Directors meeting was called to order by Chair, Dave Hunstad. Roll call was taken and a quorum was determined to be present. Dean Parker was asked to act as recording secretary.

Chair's Report; Approval of Minutes

Dave Hunstad welcomed the Board and guests to the meeting. This meeting will substitute a strategic planning session led by Kelly Connolly instead of the normal operational reports so this meeting will proceed entirely in closed session.

Upon motion made and duly seconded, meeting minutes for the meeting held on November 13, 2024 and summary meeting minutes held on December 11, 2024, were approved. The minutes will be placed on the GSOC website. Due to various circumstances, the political parties in the Senate are tied and there is only a slight GOP majority in the House. This will likely lead to power sharing arrangements and a good deal of compromise in the upcoming legislative session.

After some discussion, the April Board meeting has been set for April 2 at 3:00 p.m. in downtown St. Paul. This is to avoid potential conflicts with the MnOps Pipeline Safety Conference being held the following day. The summer Board meeting will continue to be held August 13 and the January meeting be held January 7. Dave Hunstad reminded Board members that he would like to see national engagement and more Board members attending the National CGA Conference.

Strategic Planning

Kelly Connolly led a wide-ranging discussion of strategic planning issues. First, she covered the purpose statement “connecting Minnesota for safe digging”. The consensus of the Board was that this continues to accurately reflect GSOC’s purpose. Next the core values were covered. GSOC aspires to be safety driven, trustworthy, an industry leader and collaborative. The consensus was that these continued to accurately reflect the core values of GSOC.

The discussion continued including consideration of objectives for damage prevention in Minnesota going forward and the boundaries of GSOC’s role in that effort. There was also discussion concerning where GSOC should prioritize its public awareness efforts and education efforts. Some discussion also centered around how active GSOC should be in helping to encourage compliance with the 216D amendments to the One Call law. Kelly Connolly will synthesize some of the discussion into actionable items for the Board to further consider.

Finance Committee Report

Patrick Warden discussed an employee matter. Upon motion made and duly seconded, the Board voted to authorize the Finance Committee to move forward with an extension agreement along the lines of the Term Sheet discussed.

The Board was also advised of certain commitments made for payments in connection with completion of the Fusion View data software where these payments will come from reserves previously set for technology advancements by the Board for the 2024-2025 biennium.

Board Composition; Elections

Jason Ponciano, the new Chair of the Vetting Committee, indicated that the committee would be meeting shortly to review Board composition and ask for input as to suggested areas of subject matter expertise to augment the Board.

After some additional discussion, the following persons were elected to the GSOC Board for 2025:

Kristopher Anderson	Jason Ponciano
Brian Connolly	Sam Richert
Tom Hoffman	Mark Sellin
Dave Hunstad	Joe Thill
Dan Krier	Ben Wallace
Phil Lesnar	Pat Warden
Keith Novy	Ward Westphal

There was additional discussion concerning officer rotation for 2025. Upon motion made and duly seconded, the following were elected as GSOC officers for 2025:

Chair/President – Keith Novy
Vice Chair/Vice President – Ward Westphal
Treasurer – Patrick Warden
Assistant Treasurer – Brian Connolly
Secretary – Joe Thill

Chair Emeritus – Dave Hunstad

After some further discussion regarding committee membership, the following persons were appointed to the committees as set forth below:

Executive Committee

Keith Novy – Chair
Ward Westphal – Vice Chair
Tom Hoffman
Patrick Warden
Ben Wallace
Joe Thill
Dave Hunstad – Chair Emeritus

Finance Committee

Patrick Warden – Chair/Treasurer
Brian Connolly – Vice Chair/ Assistant Treasurer
Tom Hoffman
Dave Hunstad
Kevin Moore
Sam Richert

Vetting Committee

Jason Ponciano – Chair
Keith Novy – Vice Chair
Phil Lesnar
Ward Westphal
Patrick Warden
Mark Sellin

Five Year Visioning Committee

Kelly Connolly – Chair
Keith Novy
Jason Ponciano
Sam Richert
Ben Wallace
Patrick Warden
Ward Westphal

Adjournment

There being no further business coming before the Board, upon motion made and duly seconded, the meeting was adjourned at approximately 12:15 p.m.

Respectfully submitted,

Dean E. Parker
Recording Secretary

Next Meeting Dates:

April 2, 2025 (the day prior to the MnOps Pipeline Safety Conference)

August 13, 2025

November 12, 2025

January 7, 2026

Shorter interim meetings may be set