

73rd Annual Meeting



Wednesday, July 19th, 2023
6:30 p.m. Entertainment: Guitarist, Ken Elvehjen
6:30 p.m. Registration
7:00 p.m. Meeting

West Central Area School

– Barrett, MN

- 1) Welcome
- 2) Report on the number of members present to establish a quorum
- 3) Report of the Notice of the Meeting and Proof of Due Publication or mailing
- 4) Approval of the 2022 Annual Meeting Minutes
- 5) Election of John Kapphahn– Elbow Lake Exchange to serve a 5 year term
- 6) Presentation and consideration of reports of officers and manager
- 7) Unfinished business
- 8) New business

Door Prize Drawings
New! Grand Prize: \$250 Cash & RTA Swag
Brownies & ice cream served by WCA Trap Team following the meeting.

Welcome from the Manager & President

Dear Runestone Telecom Cooperative Members,

Runestone Telecom employees had a productive year, providing reliable service to our cooperative members as we significantly expanded our service area, building out to new customers. The Runestone Telecom Board of Directors has spent considerable time researching opportunities for expansion and planning for the company's future. I appreciate the opportunity to share the company's 2022 annual report.

Runestone Telecom received its fifth State of Minnesota Border-to-Border Broadband Grant in December 2022. The grant allows us to continue to build the projects in the Herman and Dumont areas, allowing Runestone Telecom to provide services to more than 400 locations currently with limited or no Internet access. The project will begin in July of this year.

Fiber to the Home (FTTH) construction in the City of Wheaton is complete. This project added nearly 200 new customers to the Runestone Telecom Cooperative. The current FTTH build is in the communities of Cyrus, Donnelly, and Kensington will be completed this year. The FTTH build-out in Hoffman will be finished in 2024. Upon its completion, we will have met our goal of providing FTTH to all members of the Cooperative.

Our decision to expand into areas outside of the cooperative's footprint, when not all current cooperative members have access to fiber, is due to the limited areas where expansion is feasible and where grant funding is available to provide services to unserved areas. State Border to Border grant opportunities are competitive, as is the opportunity to provide service to these unserved areas. Growing our cooperative membership and expanding our cooperative's service area strengthens Runestone Telecom. If the Alternative Connect America Model (ACAM) support expires in 2028, a large customer base will be necessary for Runestone's future vitality. In 2018, the Cooperative membership approved allowing customers outside our traditional cooperative footprint, who subscribe to retail Internet service, to become members of the Cooperative. It was also decided, at that time, that the Director representing Donnelly, Norcross, Tintah, and Wendell Exchanges (D-N-T-W) would represent these new members. As of 2023, more than 2,000 Internet accounts have been added, resulting in directorship from D-N-T-W representing most of the new members. To equalize the number of members each directorship represents, make the areas geographically contiguous, and proactively manage future expansion, the board recommends the formation of Cooperative Districts. A change in the By-Laws is required for this to take effect. Ballots for voting and more detailed information about the proposal were mailed out to the members during the last week of June. If you have any questions, please feel free to contact us.

Your cooperative had a financially strong year with net margins of \$5,021,896, which is the best year in the company's history. There has been a 10% increase in Internet customers, with 454 new accounts. A pricing change that no longer requires a phone line to receive a discount on our Internet service resulted in the discontinuation of 111 telephone lines. The line loss was anticipated, as future Cooperative growth will be found in providing Broadband Internet Access to the area.

On behalf of the Board of Directors and Employees, we thank you for your patronage. The 73rd annual meeting for the members of Runestone Telecom Association will be held at West Central Area Secondary School in Barrett on July 19th at 7:00 PM. We look forward to seeing you at the meeting.

Thank you to our Board of Directors!

Kent Hedstrom, CEO – General Manager

Bob Leegaard, PresidentRepresenting the Barrett & Hoffman exchanges

Tory Belgum, Vice President Representing the Lowry exchange

John Kapphahn, Secretary/Treasurer Representing the Elbow Lake exchange

Dick Staples, Director Representing the Cyrus & Kensington exchanges

Jolene Vipond, Director

Representing the Donnelly, Norcross, Tintah, or Wendell exchanges or a member outside the telephone franchise exchange territory



Kent Hedstrom CEO—General Manager



Robert Leegaard President

Runestone Telecom Employees



Network Technicians

Left to right: Dan Perry, Chris Veldhouse, Matt Lloyd, Riley Moore, Nathan Richards, Brady Combs, Ryan Schonhardt, Gary Ness, Braeden Long, Brad Frank, Shawn Engler, Curt Hyatt *Not Pictured:* Cyndi Gulbranson



Network - Internet IT Technicians

Left to right: Jacob Veldhouse, Joe Polzin, Chris Schmiesing, Ken Elvehjem, Russ Froemming

Customer Service

Left to right: Liza Long, Pam Randt, Dawn Bumgardner, Angie Huseth, Michelle Martinson

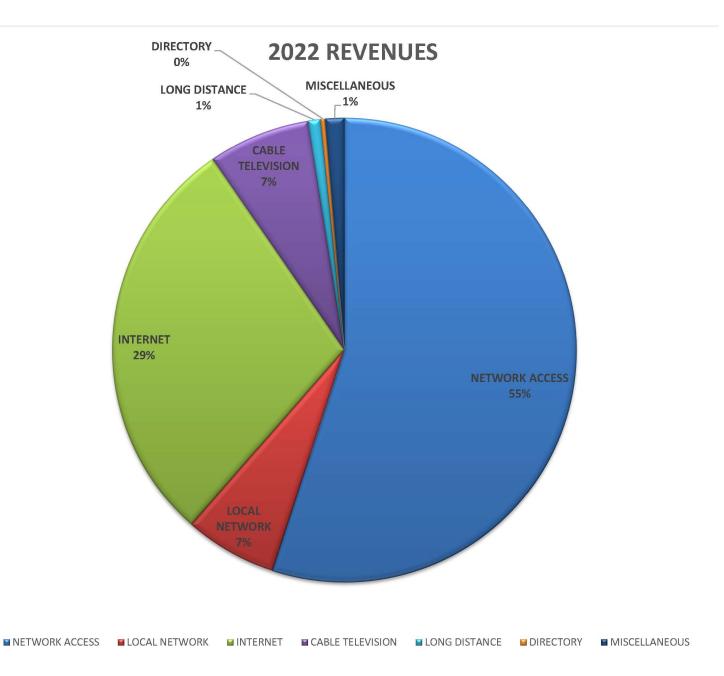


RUNESTONE TELECOM ASSOCIATION STATEMENT OF OPERATIONS YEARS ENDED DECEMBER 31, 2022 AND 2021

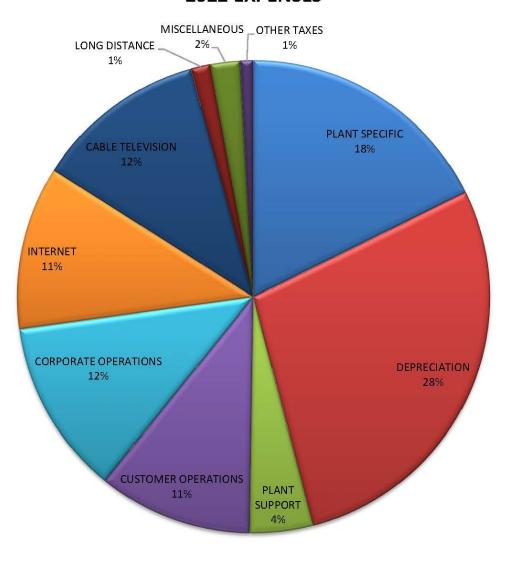
| 2022 DIFFERENCE OPERATING REVENUES: NETWORK ACCESS \$6,406,413 \$6,439,834 (\$33,421) -0.5% INTERNET 3,367,332 2,980,763 386,569 13.0% LOCAL NETWORK 749,583 733,661 15,922 2.2% CABLE TELEVISION 829,920 855,629 (25,709) -3.0% LONG DISTANCE 101,835 107,172 (5,337) -5.0% MISCELLANEOUS 143,690 146,484 (2,794) -1.9% DIRECTORY 34,245 35,626 (1,381) -3.9% UNCOLLECTIBLES 11,264 10,091 1,173 11.6% TOTAL OPERATING REVENUES \$11,644,282 \$11,309,260 \$335,022 3.0% |
|---|
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| |
| TOTAL OPERATING REVENUES \$11,644,282 \$11,309,260 \$335,022 3.0% |
| |
| OPERATING EXPENSES: |
| DEPRECIATION \$1,907,106 \$1,945,706 (\$38,600) -2.0% |
| CORPORATE 811,776 899,656 (87,880) -9.8% |
| PLANT SPECIFIC 1,197,065 1,144,332 52,733 4.6% |
| CABLE TELEVISION 793,357 760,747 32,610 4.3% |
| CUSTOMER 713,833 675,950 37,883 5.6% |
| INTERNET 755,249 792,139 (36,890) -4.7% |
| PLANT SUPPORT 293,126 300,687 (7,561) -2.5% |
| MISCELLANEOUS 137,878 164,564 (26,686) -16.2% |
| LONG DISTANCE 89,986 89,191 795 0.9% |
| OTHER TAXES 60,920 57,511 3,409 5.9% |
| TOTAL OPERATING EXPENSES \$6,760,296 \$6,830,483 (\$70,187) -1.0% |
| OPERATING MARGINS \$4,883,986 \$4,478,777 \$405,209 9.0% |
| |
| OTHER INCOME AND EXPENSES: |
| INVESTMENT INCOME 49,599 39,442 10,157 25.8% |
| EQUITY IN INCOME OF LLCs 93,654 147,263 (53,609) -36.4% |
| INCOME TAXES (5,343) (8,198) 2,855 -34.8% |
| TOTAL OTHER INCOME AND EXPENSES \$137,910 \$178,507 (\$40,597) -22.7% |
| NET MARGINS \$5,021,896 \$4,657,284 \$364,612 7.8% |
| TELEPHONE LINES END OF YEAR 4092 4203 -111 -2.6% |
| CATV SUBSCRIBERS END OF YEAR 930 970 -40 -4.1% |
| INTERNET SUBSCRIBERS END OF YEAR 4744 4290 454 10.6% |

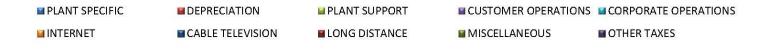
RUNESTONE TELECOM ASSOCIATION BALANCE SHEET DECEMBER 31, 2022 AND 2021

| DECEMBER 31, 2022 AND 2021 | | |
|-------------------------------------|----------------------------|--------------------|
| | 2022 | 2021 |
| CURRENT ASSETS: | | |
| CASH AND TEMPORARY CASH INVESTMENTS | \$6,641,507 | \$7,691,274 |
| DUE FROM CUSTOMERS | 10,571 | 10,247 |
| OTHER ACCOUNTS RECEIVABLE | 776,286 | 1,656,525 |
| MATERIALS AND SUPPLIES | 2,129,202 | 1,320,625 |
| PREPAID EXPENSE | 108,977 | 121,702 |
| TOTAL CURRENT ASSETS | \$9,666,543 | \$10,800,373 |
| INVESTMENTS AND OTHER ASSETS: | | |
| NOTE RECEIVABLE | 198,671 | 197,725 |
| GOODWILL & INTANGIBLES | 99,071 | 148,604 |
| TEMPORARY CASH INVESTMENTS | 630,892 | 974,106 |
| INVESTMENTS IN PARTNERSHIPS & LLCs | 944,911 | 1,001,621 |
| PREPAID EXPENSE | 59,849 | 5,000 |
| TOTAL INVESTMENTS AND OTHER ASSETS | \$1,933,394 | \$2,327,056 |
| | 01,750,574 | <i>\$2,527,656</i> |
| TELECOMMUNICATIONS PLANT: | | |
| IN SERVICE | \$42,925,245 | \$39,546,401 |
| UNDER CONSTRUCTION | 4,845,967 | 4,449,777 |
| ACCUMULATED DEPRECIATION | (25,776,646) | (24,908,706) |
| NET TELECOMMUNICATIONS PLANT | \$21,994,566 | \$19,087,472 |
| TOTAL ASSETS | \$33,594,503 | \$32,214,901 |
| | | |
| CURRENT LIABILITIES: | | |
| ACCOUNTS PAYABLE | 257,169 | 219,207 |
| OTHER ACCRUED LIABILITIES | 402,687 | 368,643 |
| TOTAL CURRENT LIABILITIES | \$659,856 | \$587,850 |
| | | |
| DEFERRED LIABILITIES | \$828,062 | \$812,509 |
| MEMBERS EQUITY: | | |
| DATRONACE CADITAL | 01 E 42 4 02 E | 015 456 225 |
| PATRONAGE CAPITAL OTHER EQUITIES | \$15,434,027 16,672,558 | \$17,476,335 |
| OTHER EQUITES | 10,072,558 | 13,338,207 |
| TOTAL MEMBERS EQUITY | \$32,106,585 | \$30,814,542 |
| TOTAL LIABILITIES & MEMBERS EQUITY | \$33,594,503 | \$32,214,901 |
| | | |



2022 EXPENSES





ANNUAL MEETING OF THE MEMBERS OF RUNESTONE TELECOM ASSOCIATION JULY 13th, 2022

The members of Runestone Telecom Association held their 72nd Annual Meeting on July 13, 2022, at 7:00 p.m. at the West Central School Auditorium in Barrett, MN, with President, Robert Leegaard and Secretary/Treasurer, John Kapphahn being present. Other directors in attendance were Tory Belgum, Richard Staples and Jolene Vipond.

President, Robert Leegaard, welcomed everyone to the 72nd Annual Meeting and thanked Maureen Volker for providing entertainment prior to the meeting.

A register signed by the members established the attendance of a sufficient number of members to constitute a quorum. The Secretary was directed to file the registration for the establishment of a quorum and make the same a part of the minutes of this meeting.

Secretary/Treasurer, John Kapphahn, read the Affidavit of Publication of Notice of Annual Meeting. President Leegaard then asked for a motion to approve the Affidavit and the 2021 Annual Meeting Minutes as presented in the 2021 Annual Report. A motion was made by Eileen Olson, seconded by Les Alvstad and carried to approve the Affidavit and Minutes and make the same a part of the minutes of the meeting.

Attorney, Justin Anderson, explained the 2022 uncontested nomination and election of John Kapphahn as a Director of the Elbow Lake exchange. A motion was made by Rod Melin, seconded by Richard Torgusen and carried to elect John Kapphahn by a voice vote to a 5 year term starting July 13, 2022, as the Director of the Elbow Lake exchange.

General Manager/CEO, Kent Hedstrom, presented the 2021 financial statement along with a presentation showing capital credit payouts, information on a discounted capital credit buyout offer coming in the fall, a cable tv update, streaming options, and an update on our construction projects. A motion was made by Jeff Drier, seconded by Jim Prahl, and carried to accept the financial statements as presented.

There was no old or new business to come before the meeting.

The Runestone directors and employees were introduced and door prizes were given out.

The members were then invited to stay for pie and ice cream served by some of the West Central Area FCCLA students.

A motion was made by Robert Shervey, seconded and carried to adjourn the meeting at 8:00 p.m.