

## MINUTES OF BOARD OF TRUSTEES MEETING

The Board of Trustees of the Western Cooperative Electric Association, Inc. met at the office of the Cooperative for the monthly meeting on May 11th, 2022, at 8:00 a.m.

The regular monthly meeting was called to order by Craig Crossland. The following trustees were present: Craig Crossland, Terry Hobbs, Frank Joy, Sue Rohleder, Charles Luetters, Landon Heier, Marvin Keller, Dale Weinhold. Also present were Tom Ruth, General Manager; Nolan Numrich, Stacey Malsam, Nick Zerr, Elena Larson of Power System Engineering, and E. Jay Deines, Attorney, who kept the minutes of the meeting,

The minutes of the meeting held April 21, 2022, were presented. The minutes were approved as presented. The agenda was approved as presented.

Richard Schaus entered the meeting.

Elena Larson of Power System Engineering was introduced, and she presented the revenue requirement and impacts of modifying the patronage retirement cycle as a part of the cost-of-service study.

It was moved by Terry Hobbs, seconded by Dale Weinhold, to extend their patronage capital credit pay schedule to 25 years. Upon vote, the motion failed.

It was moved by Frank Joy, seconded by Marvin Keller, to extend their patronage capital credit schedule to 20 years. Upon vote, the motion passed.

Frank Joy moved to accept the revenue requirement for 2023 of \$2.5 million dollars presented as phase one of the cost of service study.. The motion was seconded by Sue Rohleder. After vote, the motion passed.

A motion to approve the 2021 Patronage Allocation Resolutions was made by Frank Joy and seconded by Landon Heier. Upon vote, the motion passed.

Manager Tom Ruth advised on the training plan for new WCE Trustee Nick Zerr.

A resolution of the Board to continue the existing NRECA Retirement Security Plan and 401 (k) Plan was presented. A motion to approve the resolution was made by Dale Weinhold and seconded by Marvin Keller. Upon a vote it was passed.

The Board discussed a proposed confidentiality agreement. Marvin Keller moved, Terry Hobbs seconded, to adopt the proposed confidentiality agreement for both WCE Trustees and Nomination Committee members. Upon vote, the motion passed.

Stacey Malsam reported on financial and regulatory items of interest.

Manager Tom Ruth reported on Member Services.

Manager Tom Ruth gave a Safety Report. He reported no accidents occurred over the past month.

Manager Tom Ruth reported on HR and IT. Dale Weinhold moved to authorize management to purchase \$36,000.00 dollars AMI collectors that will be delivered in 2023 due to a 9-month lead time.

Richard Schaus seconded, and upon a vote the motion passed.

A list of delinquent accounts to be written off the books was presented. It was moved by Sue Rohleder, seconded by Landon Heir, to approve the write-offs. Upon vote taken, the motion passed.

Manager Ruth reported on his expenses for the last month. Frank Joy moved to approve the expense report, Marvin Keller seconded. The motion passed.

No report was given on Sunflower as there had not been a meeting yet for May.

Checks were reviewed and discussed. It was motioned by Sue Rohleder, seconded by Dale Weinhold, that the checks be accepted as printed. Upon vote taken, the motion passed.

A list of members requesting a refund or transfer of patronage capital credits was presented. It was moved by Charles Luetters and seconded by Marvin Keller to approve the request for refund or transfer of patronage capital credits. Upon vote taken, the motion carried.

Manager Ruth led a discussion on Loss Control Analysis.

The KEC and NRECA reports were given by Terry Hobbs and Tom Ruth.

A list of contracts for electrical service was presented. It was moved by Terry Hobbs, seconded by Richard Schaus, to execute the contracts listed and attached hereto on behalf of the Cooperative. Upon vote taken, the motion carried.

A list of applicants for membership was presented. It was moved by Frank Joy, seconded by Marvin Keller, that the applicants be approved for membership. Upon vote taken, the motion carried.

A sign-up sheet was circulated in order to list those wanting to attend the KEC summer meeting.

Sue Rohleder made a motion to approve the Manager's Annual evaluation bid proposed by HR Partners. The motion was seconded by Terry Hobbs. Upon vote, the motion passed.

There being no further business, the meeting was adjourned. The next regular meeting will be June 16th, 2022, at 9:00 a.m.

  
Secretary

Approved by:

  
President