

WESTERN COOPERATIVE ELECTRIC ASSOCIATION, INC.
BOARD OF TRUSTEES MEETING MINUTES
THURSDAY, JANUARY 16, 2025

The Board of Trustees of the Western Cooperative Electric Association, Inc. met at the office of the Cooperative for the monthly Board meeting on Thursday, January 16, 2025, at 9:00 a.m.

The meeting was called to order by President Nick Zerr. The following trustees were also present: Terry Hobbs, Sue Rohleder, Tim Stanton, Frank Joy, Landon Heier, Dale Weinhold, and Marvin Keller. Also in attendance were the following: Chief Executive Officer Nolan Numrich, Chief Financial Officer Stacey Malsam, Safety Manager Jay Scott, and Attorney Abraham Pfannenstiel.

The minutes of the December 19, 2024, Board of Trustees meeting were presented. Trustee Dale Weinhold moved, and Trustee Landon Heier seconded, to approve the December 19, 2024, Board of Trustee meeting minutes. Motion carried.

The proposed agenda for the January 16, 2025, Board of Trustee meeting was presented. Trustee Landon Heier moved, and Trustee Terry Hobbs seconded, to approve the January 16, 2025, Board of Trustee meeting agenda as presented. Motion carried.

Safety Manager Jay Scott presented the Safety Manager's Quarterly Report to the Board. The Board thanked Jay Scott for his report and Jay Scott exited the meeting.

Attorney Abraham Pfannenstiel presented the proposed amendments to the WCE bylaws as recommended by the Bylaws Committee. Trustee Terry Hobbs moved, and Trustee Nick Zerr seconded to approve the presented bylaws as amended and advance them to the WCE membership for consideration and adoption at the Annual Meeting. Motion carried.

The proposed Trustee Code of Conduct policy was proposed by the Bylaws Committee. The Trustee members of the Bylaws Committee moved and seconded, in compliance with Board practices regarding committee recommendations, to approve the presented Trustee Code of Conduct Policy as amended. Motion carried.

The Board of Trustees discussed the vacancy on the Board with the passing of Trustee Richard Schaus. The Board agreed that the WCE office would send out calls to members of the District informing them of the vacancy and how to apply. The Board plans to appoint a member to fill the vacancy in February.

The Board discussed the voting delegates for the Kansas Electric Cooperative. Trustee Sue Rohleder moved, and Trustee Tim Stanton seconded, to appoint Trustee Terry Hobbs as the KEC voting delegate, and CEO Nolan Numrich as the alternate voting delegate. Motion carried.

CEO Nolan Numrich discussed the upcoming Cost of Service Study with the Board of Trustees.

CEO Nolan Numrich presented Board Governance goals in conjunction with the Strategic Plan. Trustee Terry Hobbs moved, and Trustee Dale Weinhold seconded to approve the recommendations as presented and amended. Motion carried.

CFO Stacey Malsam presented the 457(b) Plan Restatement and Resolution. Trustee Sue Rohleder moved, and Trustee Frank Joy seconded, to approve the 457(b) Plan Restatement and Resolution as presented. Motion carried.

CEO Nolan Numrich presented the monthly Manager's Report. During the Operations Report there was consensus by the board to offer the sale of a small bucket truck to the City of WaKeeney at the average auction sales price.

CFO Stacey Malsam presented the monthly Finance Department Report.

CEO Nolan Numrich presented the monthly Member Services Report.

After review of the monthly delinquent account write-offs, it was moved by Trustee Landon Heier, and seconded by Trustee Marvin Keller, to approve the delinquent account write-offs as presented. Motion carried.

Trustee Marvin Keller moved, and Trustee Landon Heier seconded, to approve the Patronage Capital Refunds and Transfers. Motion carried.

Trustee Sue Rohleder moved, and Landon Heier seconded to approve CEO Nolan Numrich as the voting delegate to NRTC. Motion carried.

Trustee Terry Hobbs moved, and Trustee Tim Stanton seconded, to approve the new contracts and new members as presented. Motion carried.

The Board reviewed upcoming meeting dates.

There being no further business of the Board of Trustees, the Western Cooperative Electric Board of Trustees meeting was adjourned. The next regular meeting will be held on February 20, 2025, at 9:00 a.m. at the WCE office in WaKeeney.



Landon Heier
Secretary, Board of Trustees
Western Cooperative Electric

Approved by:

A handwritten signature in black ink, appearing to read 'Nick Zerr', written over a horizontal line.

Nick Zerr
President, Board of Trustees
Western Cooperative Electric