

## 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 12, 2021, at 8:00 a.m.

The regular monthly meeting was called to order by President Crossland. The following trustees were present: Crossland, Hobbs, Joy, Rohleder, Luetters, Heier, Keller, Weinhold and Schaus. Also present were Tom Ruth, General Manager; Stacey Malsam, and E. Jay Deines, Attorney, who kept the minutes of the meeting.

The minutes of the meeting held April 15, 2021, were presented. The minutes were approved as presented. The agenda was approved as presented.

The Audit Engagement Letter from Kevin Kelso was presented. After a discussion, it was moved by Frank Joy and seconded by Terry Hobbs to accept the letter and authorize President Crossland to sign the letter. Upon vote taken, the motion carried.

Manager Ruth presented a proposed Strategic Planning meeting to be presented by Co-Bank. It was the consensus of the board to plan the meeting for July 27 and 28, 2021.

Tom Ruth gave his monthly management and financial report. Stacey Malsam reported on various topics. The March 2021 Form 7 financials were reviewed by the board.

A list of delinquent accounts to be written off the books, a list of which is attached hereto and made a part of these minutes was presented. It was moved by Joy and seconded by Keller to approve the write-offs. Upon vote taken, the motion carried.

Joy and Rohleder reported on Sunflower activities for the last month.

Kevin Kelso was introduced and gave his Audit Report of Western Cooperative Electric financial records. At the end of the report, it was moved by Hobbs and seconded by Rohleder to accept the Audit Report. Upon vote taken, the motion carried.

Checks were reviewed and discussed. It was moved by Joy and seconded by Keller that the checks be accepted as printed. Upon vote taken, the motion carried.

A list of members requesting a refund or transfer patronage capital credits, which list is attached hereto and made a part of these minutes was presented. It was moved by Luetters and seconded by Heier to approve the request for refund or transfer of patronage capital credits. Upon vote taken, the motion carried.

The KEC report was given by Hobbs.

The NRECA report was given by Manager Ruth.

The minutes of the April 20, 2021, safety meeting were reviewed and discussed. Manager Ruth reported on minor injuries.

A list of applicants for membership, a list of which is attached hereto and made a part of these minutes was presented. It was moved by Weinhold and seconded by Luetters that the applicants be approved for membership. Upon vote taken, the motion carried.

The next regular meeting will be June 17, 2021 at 9:00 a.m. There being no further business, the meeting was recessed for the Annual Meeting, then to come back to order as a Reorganization Meeting of the board.

The meeting was called back to order by President Crossland. The following trustees were present: Crossland, Hobbs, Joy, Rohleder, Luetters, Heier, Keller, Weinhold and Schaus. Also present were Tom Ruth, General Manager; E. Jay Deines, Attorney, who kept the minutes of the meeting.

E. Jay Deines assumed the chair for the organizational meeting and declared all offices vacant. The officers were elected by secret ballot without nomination. Those persons elected by receiving the most votes are as follows:

President – Craig Crossland  
Vice President – Terry Hobbs  
Secretary/Treasurer – Richard Schaus

The meeting was then turned over to Craig Crossland, President.

The following Delegates and Alternates were elected to the Associated Organizations:

Kansas Electric Cooperatives	Delegate – Hobbs Alternate – Tom Ruth
Sunflower Electric Power Corporation	Delegate – Joy Alternate – Rohleder
Western Cares	Delegate – Crossland

A motion was made that the monthly board meetings be held the third Thursday of each month at 9:00 a.m. throughout the entire year. The motion was seconded and passed upon vote of the board.

A motion to retain the firm of Deines & Deines as corporate counsel at the current rate was made, seconded and passed upon vote of the board.

The organizational meeting regular monthly meeting was adjourned.

  
Secretary

Approved by:

  
President