

Utilities District of Western Indiana REMC
Regular Meeting of the Board of Directors
Minutes for March 27, 2023

The Board of Directors of the Utilities District of Western Indiana Rural Electric Membership Corporation met at the office of the corporation, Bloomfield, Indiana, at 6:30 p.m. on March 27, 2023.

An executive session was held before the regular session meeting to review the 2022 audit results with BHM CPA LLC. Mr. Burger adjourned the meeting at 7:10 p.m. to convene into the regular session.

President David L. Burger called the regular session meeting to order at 7:15 p.m.

Secretary Sophie Haywood gave the invocation.

The following directors reported present:

David Burger	Todd Carpenter	Dax Collins
W. Edward Cullison	Shawn Dugan (7:20 p.m.)	Sophie Haywood
Michael Williams (virtual)		

Also present were CEO Doug Childs, COO Shane Smith, CFO Michael Sullivan, Office Manager Lydia Campbell, Manager of Member Services Jessica Brown (virtual), Dispatch Manager Britt Miller, Amanda Craft of Crafted Communications, and member Richard Nichols.

Mr. Burger called for additions or corrections to the meeting agenda. Hearing none, Ms. Haywood made a motion to approve the agenda. Mr. Collins seconded and all approved. The motion carried.

Mr. Burger also called for additions or corrections to the minutes of the February 27, 2023, regular session board meeting. Hearing none, Mr. Cullison made a motion to approve the minutes as written, Mr. Collins seconded, and the motion carried.

Amanda Craft provided a report for the review of both traditional and social media communications. Her team continues to assist with monitoring and responding to member social media inquiries and posts. The team is currently working on and refining slideshow presentations for the annual meeting.

Jessica Brown, Manager of Member Services, revisited the Member Bill of Rights policy as first presented in May 2022. The policy provides the members with rights as a part of the Cooperative. It protects them and their personal information. And it affords the member the ability to hold the Cooperative accountable.

In the next installment of the Board Education Series, Dispatch Manager Britt Miller spoke on recent public education safety training. The Cooperative held two live line demonstrations for Smithville employees. More training will be held for local emergency personnel, fire, and police departments. Ms. Miller, along with one lineman, participated in the Greene County Ag. Day event with the table-top electrical display.

Michael Sullivan, Chief Financial Officer, presented the quarterly Appendix A Rate Adjustment Schedule requiring Board action. The appendix shows the PCA Tracker rate for member billings effective from April 1, 2023, through June 30, 2023. The new rate calculation is \$.01696 per kWh, a 3% increase equal to \$5.78 for the average residential member (1100 KWH). Mr. Collins made a motion to accept and approve the new rate. Mr. Carpenter seconded the motion. Each director approved and the motion carried.

Mr. Sullivan stated the remaining financial reports stood as presented.

Shane Smith, Chief Operating Officer, presented the Operations & Engineering Report which highlighted specific department activity. Rick Mumma resigned last week, and his position will be posted next week. We will also be posting two apprentice linemen positions soon.

The management teams participated in a cyber security event tabletop exercise in February. Mr. Childs will ensure the Audit Committee receives the after-action report.

Then, Mr. Smith stated the Outage Report and Vegetation Management Report stood as presented.

Doug Childs, Chief Executive Officer, presented the Manager's Reports.

First, he reported on HHM business. The Board met on March 15, 2023. The next meeting will be on April 22, 2023. Crews will be working on State Road 54 for an extended period. Mr. Childs advised all to drive slower than normal and spread the word as this highway is quite busy. He mentioned clearing progress is up 1.4% versus the ACRT study projections.

The February 2023 Hoosier Energy energy invoice was provided for review.

On February 16, 2023, Mr. Childs and Mr. Smith met with representatives of Cooperative Business Solutions (CBS). The purpose of CBS is to provide a complete turnkey solution for the planning, design, and construction of electric cooperative facilities. The February meeting provided the opportunity for both parties to learn more about one another. CBS provided a facility planning study overview and proposal. The study would take approximately 12-14 weeks and cost \$25,000-\$30,000 (including travel costs) for UDWI REMC and HHM LLC. Mr. Childs recommended moving forward with the formal evaluation and site analysis, he requested approval from the Board. He also provided a resolution which allows him to sign the agreement. Mr. Williams made a motion to approve. Mr. Dugan seconded the motion. The vote passed.

Spectrum Mid-America, LLC, a subsidiary of Charter Communications contacted UDWI REMC requesting access to 1,000+ poles in Clay County. They are currently working in the area, mainly for Duke Energy, and require access to our poles to continue work. They provided a pole attachment agreement which was reviewed and approved by UDWI REMC's legal counsel. The minimum revenue per pole per year will total \$10.55. If a pole is found to be too old/short, they will reimburse us for replacement costs. Mr. Childs provided the Board with a copy of the agreement and a resolution allowing him to sign. Mr. Collins made a motion to approve. Mr. Royal seconded the motion. The vote passed.

Lastly, Mr. Childs acknowledged recent employee accomplishments and shared comments from members. A member personally visited the cooperative to thank HHM for the wonderful trim job at his property. Lineman Jordan Clark and Curtis Hasler were praised by a member for their assistance in restoring service on New Year's Day. Mr. Childs commended linemen Stephen Campbell and Evan Fuller for their hard work in the rain and stormy weather the previous evening. He also commended Ms. Campbell for the work that goes into setting up and preparing for numerous cooperative meetings. He acknowledged Member Service Representative Kasidee Myers who completed the TIER 1 dispatcher certification course.

Mr. Burger called for Director Committee reports. The Community Fund Committee met on March 22, 2023, at the Cooperative for the first quarterly meeting. This meeting saw a record number of applications and requested amounts. Mr. Royal reported the committee reviewed 29 applications. He reached out to multiple organizations stating their request could not be fulfilled at the time but suggested they apply again in the 2023 calendar year. The committee funded 13 applications for a total of \$14,895.00

Mr. Dugan will provide an update on the 2023 NRECA PowerXchange Annual Meeting next month.

District 2 Director Todd Carpenter reported on updates and events at Hoosier Energy. Mr. Carpenter attended the monthly Board of Directors meeting on March 22, 2023.

Attendees reviewed multiple annual reports and discussed exceptions including conversion concepts, member co-op flexibility, and future electric service resources.

Mr. Williams reported on updates and events at Indiana Electric Cooperatives (IEC).
New Chief Executive Officer John Cassidy distributed a welcome email to all member co-ops.

Mr. Burger offered reminders for upcoming training and meetings.
A list of board education opportunities for the 2023 calendar year was provided.

The Hoosier Energy Annual Meeting is scheduled for April 5, 2023 at the French Lick Resort.

The 2023 UDWI REMC Annual Meeting of Members is scheduled for April 18, 2023. The meeting will again be held in the headquarters' main garage. Doors open at 5:00 p.m. with the business meeting beginning at 6:00 p.m.

IEC will be hosting an Electric Cooperative Director's Retreat on July 29-30, 2023. The official Save the Date notice was sent out. More information and details will be sent soon.

The next three UDWI REMC board meetings were approved and scheduled for April 24, 2023, May 22, 2023, and June 26, 2023.

With no further business presented, Mr. Burger officially adjourned the meeting at 8:05 p.m.

APPROVED:

W. Edward Cullison, President

Sophie Haywood, Secretary