

Utilities District of Western Indiana REMC  
Regular Meeting of the Board of Directors  
Minutes for December 18, 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 December 18, 2023.

Vice President Dax Collins called the meeting to order at 6:30 p.m.

CEO Doug Childs gave the invocation.

The following directors reported present:

Todd Carpenter	Dax Collins	W. Edward Cullison (virtual)
Sophie Haywood	Melinda Hendrix	David Kirkling
Michael Williams		

Others present were CEO Doug Childs; CFO Michael Sullivan; Office Manager Lydia Campbell; Amanda Craft (virtual); and member Richard Nichols.

Ms. Haywood motioned to excuse the absence of Mr. Dugan. Ms. Hendrix seconded the motion and all approved.

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

Mr. Collins also called for additions or corrections to the minutes of the November 27, 2023, regular session board meeting. Mr. Williams made a motion to accept the minutes as presented. Mr. Kirkling seconded, and the motion carried.

Ms. Craft provided a brief report for the review of both traditional and social media communications. Her team assists with newsletter creation and social media inquiries and posts. An economic development page has been added to the monthly statistics.

Mr. Sullivan presented the cooperative monthly/quarterly financial reports. He reviewed figures from the Statement of Cash Flows highlighting significant increases in vegetation management, outage, construction, and power supply costs.

The Financial Highlights report showed lower kWh sales than in the previous two years, down a total of 4.4% for the year through November.

He also reported on member account write-offs (compiled bi-annually) for uncollected final bills for the dates of January 1, 2023, to June 30, 2023. These amounts are uncollectible due to member disconnection requests, non-pay disconnections, bankruptcy, and/or death. The collections department made multiple contact attempts with no success on all of the accounts. Mr. Sullivan asked for approval to write off twenty-three (23) accounts totaling \$8,290.70. Ms. Haywood made a motion to approve the write-off of the presented amount. Ms. Hendrix seconded the vote and all approved. The motion carried.

Also requiring board action, the quarterly Appendix A Rate Adjustment Schedule was presented. The appendix shows the PCA Tracker rate for member billings effective from January 1, 2024, through March 31, 2024. The new rate calculation is \$.01720 per kWh, a slight decrease from the previous quarter. Mr. Williams made a motion to accept and approve the new rate. Mr. Carpenter seconded the motion, and the motion was carried out.

Mr. Childs presented the Manager's Reports.

First, he reported on HHM business. The Board of Directors will meet on December 20, 2023.

Clearing and production goals for 2024 are to stay 15-20% ahead of the ACRT guidelines.

The November 2023 Hoosier Energy invoice was provided for review.

The Cooperative Response Center (CRC) is the company that UDWI REMC utilizes to assist with overflow calls. Their Annual Membership Meeting has moved from the summer months to March 3, 2024. Mr. Dugan is currently the voting delegate with Mr. Childs as the alternate.

National Rural Telecommunications Cooperative (NRTC) invites members to update their voting delegates in advance of the 2024 elections. Mr. Dugan was elected as the voting delegate in 2023.

Ms. Haywood made a motion to retain the delegates for both CRC and NRTC. Ms. Hendrix seconded, and the vote passed. Per both mailed notices, if no change is desired, the forms need not be returned, and previous delegate information will be retained.

Lastly, Mr. Childs acknowledged recent employee accomplishments and shared comments from members. He shared a note from a member thanking COO Shane Smith and the Operations department for the expedient service in their power outage.

Mr. Collins called for a review and revision of cooperative and board policies and bylaws. The board reviewed the changes and updates suggested by cooperative legal counsel. The following policies were presented for review, approval, or rescission.

- Review - Board Policy No. 203.0 – CEO Duties
- Approve - Board Policy No. 203.1 – Authority of Command in a Crisis Situation
- Rescind - Board Policy No. 203.3 – Temporary Assignment of Acting CEO

Mr. Williams made a motion to approve the recommendations for each policy. Ms. Haywood seconded the motion; the vote passed.

Mr. Collins called for individual Director Committee reports. The Community Fund committee met on December 6, 2023. The trustees reviewed and approved 11 out of 14 applications totaling \$15,000. The committee discussed annual caps and reviewed the Bylaw Article XXVI.

District 2 Director Todd Carpenter reported on updates and events at Hoosier Energy. The Board of Directors did not meet in December.

Treasurer Michael Williams reported on updates and events at Indiana Electric Cooperative (IEC). Mr. Williams, along with Mr. Carpenter and Mr. Childs, attended the 2023 IEC Annual Meeting on December 4-5, 2023. He spoke briefly on the variety of breakout sessions offered at the meeting.

The Board discussed the concept of a training retreat provided by Solidity Consulting LLC. The retreat was previously added to the 2024 budget. The sessions include self-assessment evaluations, individual coaching consults, and strategic planning meetings. Mr. Collins requested a written program summary before voting and approving dates.

Mr. Collins offered reminders for upcoming training and meetings.

The UDWI & HHM Employee Christmas Luncheon is scheduled for December 22, 2023, to be held at the Greene County Community Event Center (4-H building) at 11:30 a.m.

The next three UDWI REMC board meetings were approved and scheduled for January 22, 2024, February 26, 2024, and March 25, 2024.

With no further business presented, Mr. Collins adjourned the regular session meeting at 7:43 p.m. to convene into an executive session. The session included Mr. Childs, Mr. Sullivan, and all directors in attendance. Mr. Collins officially adjourned the meeting at 8:05 p.m.

APPROVED:

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W. Edward Cullison, President

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Sophie Haywood, Secretary