

Utilities District of Western Indiana REMC
Regular Meeting of the Board of Directors
Minutes for March 25, 2024

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 6:00 p.m. on March 25, 2024.

An executive session was held before the regular session meeting to review the 2023 audit results with BHM CPA LLC. Mr. Cullison adjourned the meeting at 6:25 p.m. to convene into the regular session.

President W. Edward Cullison called the regular session meeting to order at 6:30 p.m.

Mr. Cullison called for a motion to accept the audit report as presented. Mr. Dugan made a motion, Ms. Hendrix seconded, and the motion carried.

Mr. Childs gave the invocation.

The following directors reported present:

Todd Carpenter	Dax Collins	W. Edward Cullison
Shawn Dugan	Sophie Haywood (virtual)	Melinda Hendrix
David Kirkling (phone)		

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

Mr. Cullison called for a motion to accept the audit report as presented. Mr. Dugan made a motion to approve. Ms. Hendrix seconded, and the motion carried.

Mr. Cullison called for a motion to excuse the absence of Mr. Williams. Mr. Collins made a motion, Ms. Hendrix seconded, and the motion carried.

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

Mr. Cullison also called for additions or corrections to the minutes of the February 26, 2024, regular session board meeting. Ms. Haywood made a motion to accept the minutes as presented. Ms. Hendrix seconded, and the motion carried.

The next edition of the Board Education Series, Britt Miller, Dispatch Manager, spoke on storm response and outage management. She reviewed the ways members can report outages. With the addition of the texting alert system, members have the ability to text in an outage and also request a restoration status update. The Outage Hub also allows members to utilize the map to obtain status updates.

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. They helped with the design of the new Member Handbook, worked with Hoosier Energy on a new capital credits video, and writing the Annual Meeting presentation.

Mr. Sullivan presented the cooperative monthly/quarterly financial reports. From the Statement of Cash Flows, 2024 electric energy revenue and power bill disbursements were up due to a cooler January than in 2023. HHM tree trimming disbursements were up due to higher billing rates. The Income Statement for February 2024 indicated Net Margins up almost \$280,000 over the same time in 2023, as the Hoosier Energy base rate decrease became effective 4/1/2023.

The Balance Sheet for January 2024 & February 2024 was also available for review. Mr. Sullivan reviewed the Financial Highlights report which showed 2023 revenue and expense trends and 2024 current sales. Page 2 showed kWh sales down as compared to 2021 & 2022. Revenue was up due to the tracker costs being higher than the previous years.

The quarterly Appendix A Rate Adjustment Schedule was presented for approval by the Board. The appendix shows the PCA Tracker rate for member billings effective from April 1, 2024, through June 30, 2024. The new rate calculation is \$.01719 per kWh, a slight decrease from the previous quarter. Mr. Collins made a motion to accept and approve the new rate. Ms. Hendrix seconded the motion, and the motion was carried out.

Also requiring board action, the CFC Loan Resolution document. The resolution gives the listed individuals authority to sign documents pertaining to the loan. The loan will allow the cooperative to borrow up to \$30 million dollars over a five-year period. There is no requirement to borrow all of the available funds. The co-op will not be borrowing the needed funds in one year. The loan falls within UDWI's 10-year financial plan. Mr. Collins made a motion to approve the resolution. Ms. Hendrix seconded, and the motion passed.

Mr. Smith presented the operations department reports. He first reviewed key items from the Operations and Engineering Report. Zane Anderson was hired as a 1st year apprentice. Jacob Pyne accepted an offer letter to join as a 3rd year apprentice. Shaun Hayse and Evan Fuller gave their two-week notices. They have accepted positions with Hoosier Energy. Employees have worked a total of 125,420 hours without a lost-time accident since October 2022. Electricom was re-tasked with make-ready fiber work.

The Outage Dashboard continued to show vegetation as the main cause of outages. February was a low outage month. But the continued focus on tree trimming and animal outages is making a difference in the number of occurrences.

The Vegetation Management report showed 19.2% production above target for line clearance. The target is an estimated goal set by ACRT.

Mr. Childs presented the Manager's Reports. First, he reported on HHM business. The Board of Directors met on March 20, 2024. Financials show a slight profit and good cash standing. Currently the LLC is fully staffed. They are two years into the 5-year ACRT plan and starting to see the benefits.

The February 2024 Hoosier Energy invoice was available for review.

Lastly, Mr. Childs presented employee accomplishments and shared comments from members. The Townsend tree trimming crews were praised by a member for the "outstanding job clearing tree hazards". Serviceman Lineman Tracy Deckard was recognized for his prompt service to a member. Also, Tom Sparks, Jordan Clark, and Steve Campbell all received appreciation for going out of their way to help a member get new service connected.

Mr. Cullison 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. 309.0 – Capitalization Costs

After a brief discussion concerning the minimum threshold, Ms. Hendrix made a motion to approve the above policy as presented. Mr. Dugan seconded, and the motion carried.

The topic of the board retreat hosted by Solidity Consulting was tabled at the last meeting. Program overview documentation was not provided this month. It was suggested to table the topic again in order to provide more time to enable all directors to attend.

Mr. Cullison called for individual Director Committee reports. Ms. Haywood gave a brief overview of the March quarterly Community Fund meeting. The Board of Trustees reviewed 19 applications and chose to fund 12 for a total of \$16,250.00. No other committee met in the last four weeks.

District 2 Director Todd Carpenter reported on updates and events at Hoosier Energy. The Board of Directors met early today, March 25, 2024. The managers and directors began work on the cost-of-service study. Operating Margins for 2023 totaled \$21,000,000. The cooperative will be returning \$6,000,000 in capital credits.

Mr. Williams was not available to report on updates and events at Indiana Electric Cooperative (IEC).

Mr. Cullison offered reminders for upcoming training and meetings.

The next three UDWI REMC board meetings were approved and scheduled for April 22, 2024, May 20, 2024 (early due to Memorial Day holiday), and June 24, 2024.

Hoosier Energy will be holding their 2024 Annual Meeting on April 3, 2024, at French Lick Conference Center. Mr. Childs, Mr. Carpenter, Mr. Cullison, and Mr. Dugan will attend this year.

The 2024 Annual Meeting of Members is scheduled for April 24, 2024, at UDWI headquarters.

The next IBEW Local 1393 Annual Hooligan Open is scheduled for July 13, 2024, with registration closing on June 1, 2024.

IEC will be hosting another Directors' Retreat. This year it is scheduled for July 26-27, 2024, at the French Lick Conference Center.

The Parr Richey 36th Annual Golf Outing is scheduled for August 23, 2024.

A concluding executive session was not required at this time. No further business was presented. Mr. Cullison officially adjourned the meeting at 7:53 p.m.

APPROVED:

W. Edward Cullison, President

Lydia Campbell, Office Manager