

Utilities District of Western Indiana REMC  
Minutes of the Regular Meeting of the Board of Directors  
July 28, 2025

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.

President Melinda Hendrix called the regular session meeting to order.

Mr. Cullison gave the invocation.

The following directors reported present:

Todd Carpenter  
Melinda Hendrix  
Michael Williams

W. Edward Cullison  
David Kirkling

Shawn Dugan  
Terry McDaniel

Others present were CEO Shane Smith; CFO Michael Sullivan; Line Superintendent Jared Pyne, member and retired Line Foreman Bill Baize; Director of Member Engagement Britt Miller; Office Manager Lydia Campbell; Amanda Craft of Crafted Communications; and member Richard Nichols.

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

Ms. Hendrix also called for additions or corrections to the minutes of the June 23, 2025, regular session board meeting. Mr. Williams made a motion to accept the minutes as presented. Mr. Dugan seconded, and the motion carried.

For the next installment of the Board Education Series, Mr. Pyne and Mr. Baize presented Lock Out/Tag Out (LOTO) Procedures. Mr. Pyne explained that LOTO is an OSHA standard for the Control of Hazardous Energy that addresses the practices and procedures necessary to disable machinery or equipment, thereby preventing the release of hazardous energy while someone performs service or maintenance activities. LOTO matters because it prevents injuries and fatalities from unexpected energization. This procedure is essential for linemen working on energized/de-energized systems. The three steps for LOTO are testing for voltage, applying grounding wires, and placing hold/caution cards on devices.

Mr. Baize shared his story and experience of an electrical contact while working on broken wires on a pole. He stressed the importance of safety habits and practices in the workplace.

Crafted Communications continues to assist with both traditional and social media communications. She provided an overview of current projects.

Mr. Sullivan presented the financial reports.

The Statement of Cash Flows, Income Statement, and Balance Sheet reports stand as presented.

The Financial Highlights report showed YTD 2025 kWh sales were 3% more than 2022 at the same time and the PCA tracker increase of \$2.4 million over 2022 figures.

The 2025 Second Quarter Capital Budget was reviewed. Miscellaneous Minor Construction figures reflect the \$1.2 million received for fiber make-ready projects. Pole Replacement totals were up \$538K after the May tornado work orders. Vehicles line items showed one truck replacement. Headquarters costs were up after multiple HVAC system replacements and the purchase of new pole bunkers.

The 2025 Second Variance Report was reviewed. Electric Revenue showed 8% increase in kWh sales over the budgeted amount. Building and Grounds Maintenance also showed the HVAC system replacements and included new pole yard gates and garage door repairs. Telephone/Internet costs rose due to internet service data overages at substations.

Ms. Miller gave a brief member services report. She shared information on the changes to the LIHEAP (Low Income Home Energy Assistance Program) Federal programming which will directly affect the cooperative and its members. She asked for feedback on preferred reporting statistics.

The Outage Dashboard average scoring factors reflected the 2024 major storm aging off the report. The planned category now will include fiber make-ready outages for construction.

The Operations report stood as presented.

Mr. Smith presented the CEO reports.

He reported on HHM business. The Board of Directors met on July 16, 2025. The meeting support documents were briefly reviewed.

An Overtime Hours Statistics report was provided for review.

Mr. Smith shared notes of thanks and appreciation from members.

Ms. Hendrix called for review of board policies.

Previously tabled at the June meeting, the Board reviewed the cooperative Bylaws with suggested edits by legal counsel. Mr. Williams made a motion to approve the edits. Mr. McDaniel seconded, and the motion carried.

Board Policy No. 200.0 Board of Directors Duties and Qualifications was presented for review and discussion. The suggested edits to the policy referenced in Section III, Item B. pertain to unexcused absences. The Board will create a draft with new wording stating specific parameters for types and lengths of absences as well as stipend payments, benefits, and virtual meeting options.

Also, the Appendix to Board Policy No. 203.1 was presented with minor edits. The document is a recommendation for authority of command in the event of a crisis. The recommended edit removed the Chief Operating Officer position. Mr. Cullison motioned to approve, Mr. Dugan seconded, and all approved.

Ms. Hendrix called for individual Director Committee reports.

The Community Fund Committee met on June 25, 2025. The trustees reviewed 22 applications and chose to award \$17,085.00 among 14 organizations.

District 2 Director Todd Carpenter reported on updates and events at Hoosier Energy. The Board of Directors met on July 14, 2025.

Treasurer Michael Williams reported on updates and events at Indiana Electric Cooperative (IEC). The Board of Directors meets bi-monthly. The next meeting is scheduled for August 20, 2025.

Ms. Hendrix offered reminders for upcoming training and meetings.

The next three UDWI REMC board meetings were approved and scheduled for August 25, 2025, September 22, 2025, and October 27, 2025.

The Member Appreciation Day event will be rescheduled for a later date.

The NRECA Region 1 & 4 Meeting is scheduled for September 3-5, 2025, in Providence, RI.

With no further business presented, Ms. Hendrix adjourned the regular session meeting at 8:07 p.m. to convene into an executive session. The session included Mr. Smith, Mr. Sullivan, and all directors in attendance. Ms. Hendrix officially adjourned the meeting at 8:45 p.m.

APPROVED:

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Melinda Hendrix, President

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Shawn Dugan, Secretary