

Utilities District of Western Indiana REMC
Minutes of the Regular Meeting of the Board of Directors
August 25, 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. Kirkling 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; Engineering Manager Johnathan Sutton; Director of Member Engagement Britt Miller; Office Manager Lydia Campbell; Amanda Craft of Crafted Communications; member Richard Nichols; Indiana House Representative Bob Heaton; and IEC Director of External Government Relations Michael Charbonneau.

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 July 28, 2025, regular session board meeting. Mr. McDaniel made a motion to accept the minutes as presented. Mr. Cullison seconded, and the motion carried.

As part of a Legislative Update, Mr. Bob Heaton and Mr. Michael Charbonneau were invited to share experiences and information regarding local and State government. Mr. Heaton spoke of his election into office, his territory coverage, committees, and connections with the public and local communities. Mr. Charbonneau elaborated on challenges faced by rural electric cooperatives. He highlighted broadband and provider issues and the importance of political action committees.

For the next installment of the Board Education Series, Mr. Smith offered enlightenment on arc flashes and blasts. Through proper safeguards, UDWI works to mitigate risks, injuries, lost time, and costs.

Crafted Communications continues to assist with both traditional and social media communications. She provided an overview of current projects. The Board watched a new video made specifically for the Community Fund program featuring Ms. Hendrix.

Mr. Sullivan presented the financial reports.

The Statement of Cash Flows reflected multiple driving factors in variances. Recent employee retirements drove up tax payments and wages & salaries costs. Fiber make-ready costs directly affect inventory, construction, retirement work, and contribution figures.

On the July 2025 Income Statement report, the controlled expenses being Consumer Accounts, Operations & Maintenance, and Administrative & General were down \$424,000 from 2024 expenses.

From the Balance Sheet report, long-term debt costs increased by \$5 million. And power bill liabilities increased by \$1.6 million.

Financial Highlights graphs showed YTD 2025 kWh sales volumes increased 5.6%. Also, volumes were 9% higher in July than in the past 5 years. Other graphs showed purchased power costs increased due to higher sales volumes and a decrease in right-of-way maintenance expenses.

The Member Services Report, Operations Report, and Outage Report stood as previously presented.

Mr. Smith presented the CEO reports.

He stood on the HHM business report. The Board of Directors met on August 20, 2025.

Ms. Campbell requested approval for the suggested date of the 2026 Annual Meeting of Members.

She proposed April 22 to meet deadlines and due dates with the election services vendor.

The Board discussed and approved the date.

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

Ms. Hendrix called for review of board policies.

Ms. Campbell provided the Board with a Policy Review Schedule for the remainder of the year.

Carried from the July meeting, the Board Policy No. 202.0 Board of Directors Compensation was presented for approval. The policy was updated with annual cost of living increases, as well as wording added regarding an in-person and virtual meeting attendance stipend. Mr. McDaniel made a motion to accept the changes pending corrections to one section. Mr. Williams seconded the motion, all approved, the motion passed.

Also, for approval, the Board reviewed Board Policy No. 500.0 Area Coverage and Board Policy No. 506.0 Damage to REMC Property. Legal counsel recommended a couple minor wording edits to each policy. And Board Policy No. 505.0 Utility Easement was presented for review only.

Mr. Cullison motioned to approve the revision and review of the three policies, Mr. Kirkling seconded, all approved, the motion passed.

Ms. Hendrix called for individual Director Committee reports.

No committee met in the last four weeks. The Community Fund Committee will meet on September 11.

District 2 Director Todd Carpenter reported on updates and events at Hoosier Energy.

The Board of Directors met on August 6, 2025, for the managers association meeting.

Treasurer Michael Williams reported on updates and events at Indiana Electric Cooperative (IEC).

The Board of Directors meets bi-monthly. They last met on August 20, 2025.

Ms. Hendrix offered reminders for upcoming training and meetings.

The next three UDWI REMC board meetings were approved and scheduled for September 29, 2025, October 27, 2025, and November 24, 2025.

The Member Appreciation Day event was rescheduled for September 20th from 10:00a.m. to 3:00p.m.

With no further business presented, Ms. Hendrix adjourned the regular session meeting at 9:03 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 9:29 p.m.

APPROVED:

Melinda Hendrix, President

Shawn Dugan, Secretary