

**Southwestern Electric Cooperative, Inc.**  
**Minutes of the Regular Meeting**  
**September 26, 2024**  
**Greenville, IL**

The regular meeting of the Board of Directors of Southwestern Electric Cooperative, Inc. was held on Thursday, September 26, 2024, at 6:30 p.m. at the office of Southwestern Electric Cooperative headquarters in Greenville, IL pursuant to notice given. President Jerry Gaffner called the meeting to order and led in the Pledge of Allegiance to the flag.

The following directors were present constituting a quorum:

Jerry Gaffner  
Sandy Grapperhaus  
Annette Hartlieb  
Bill Jennings  
Brad Lurkins  
Ann Schwarm (via video conference)  
Jared Stine (joined meeting at 6:44 p.m.)  
Marvin Warner  
Ted Willman

Staff members present were Chief Executive Officer Bobby Williams, Chief Operating Officer Vic Buehler, Chief Financial Officer Nathan Taylor, and Executive Assistant Brooke Scott. Also present was Attorney Jessica Deaver from Opal and Bash.

**Creation of the 501(c)3, Southwestern Electric Cooperative Community Fund:**

The documents for the creation of the Southwestern Electric Cooperative Fund 501(c)3 were sent to the board prior to the meeting. After answering questions, Attorney Deaver left the meeting at 6:35 p.m.

### **Reorganization of the Board and Committees:**

A motion was made by Warner, seconded by Schwarm and carried to re-elect Jerry Gaffner as president, Jared Stine as vice-president, Annette Hartlieb as secretary, and Sandy Grapperhaus as treasurer for the 2024-2025 term by acclamation.

The board reviewed the *Business Ethics Code* policy.

The changes to the 2024-2025 committee assignments were as follows:

- VP of IT Glenn Williams to replace Intravaia on the Cyber Security Committee.
- Taylor to replace Gilbert on the Scholarship Committee.

### **Approval of Minutes:**

Minutes of the regular board meeting held on August 22, 2024, were considered. On a motion made by Lurkins, seconded by Hartlieb and carried, the minutes were approved as presented.

Minutes of the special board meeting held on September 10, 2024, were considered. On a motion made by Jennings, seconded by Grapperhaus and carried, the minutes were approved as presented.

### **Executive Session:**

At 6:39 p.m., Hartlieb made a motion to enter into executive session to discuss legal and personnel matters. Grapperhaus seconded; motion carried. At 6:44 p.m. Stine joined the meeting. At 6:59 p.m., Warner made a motion to leave executive session. Jennings seconded; motion carried.

### **Staff Reports & Presentations**

#### **Report of Operations and Construction:**

CFO Nathan Taylor's report included:

- Financial Summary as of August 31, 2024 (month, year-to-date, and outlook)
  - Revenue
  - Total Costs
  - Net Operating Margins
  - Non-Operating Income
  - Net Margins.
- Year-to-date and Year-end Cash flow statement
- Write-offs for Other Accounts Receivable

### Operating Report and Work Order Summary Approval:

Grapperhaus made a motion to approve the Operating Report and Work Order Summary in the amount of \$424,090.80 for August 2024. Hartlieb seconded; motion carried.

### CEO's Report:

CEO Bobby Williams's report included:

- Illinois Rural Electric Cooperative Scorecard
- Annual Meeting.
- Awards from AIEC's Lineworkers' Safety Rodeo.

### COO's Report:

COO Vic Buehler's report included:

- Update on workplan projects
  - AMI
  - Smithboro Substation
  - Maple Grove to Edwardsville transmission line
- Member matters
- Software conversion

### Membership Applications and Terminations

A motion was made by Lurkins, seconded by Hartlieb, and carried to accept 90 applications for membership for August 2024, in accordance with Section 2 of the bylaws.

A motion was made by Jennings, seconded by Warner, and carried to formally acknowledge the termination of 11 memberships for September 2024, effective as of the date on which the cooperative ceased furnishing services, and the release of capital credits to members and members' estates totaling to \$30,762.41.

### Report on Director Training:

Jennings and Schwarm attended NRECA Region 5 Meeting. They gave written and verbal reports to the board. Some of the topics discussed were load growth, energy mix, AI policy, safety, and cyber security.

**Unfinished Business:**

There was no unfinished business discussed.

**New Business:**

A motion was made by Warner, seconded by Stine and carried to host the 2025 Annual Meeting at the American Farm Heritage Museum in Greenville, IL.

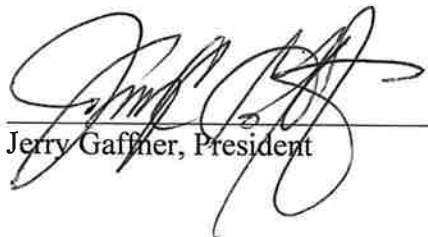
A motion was made by Willman, seconded by Jennings, and carried to write off the amount of \$29,518 for other accounts receivable. Moving forward, write-offs will be included in the financial reports and board approval will not be required.

A request for variance from policy regarding the deposit requirement for a commercial account was discussed. No action was taken by the board.

**Adjournment:**

With no further business to come before the board, the meeting adjourned at 8:11 p.m.

Attest:

  
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Jerry Gaffner, President

  
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Annette Hartlieb, Secretary