

Southwestern Electric Cooperative, Inc.
Minutes of the Regular Meeting
November 21, 2024
Greenville, IL

The regular meeting of the Board of Directors of Southwestern Electric Cooperative, Inc. was held on Thursday, November 21, 2024, at 6:00 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
Jared Stine
Marvin Warner
Ted Willman

Staff members present were VP of Member Services Susan File, Chief Executive Officer Bobby Williams, Chief Operating Officer Vic Buehler, Chief Financial Officer Nathan Taylor, and Executive Assistant Brooke Scott.

2024 Operation Round Up Summary:

VP of Member Services Susan File gave an overview of the grants issued from Operation Round Up (ORU) in 2024. Topics discussed included funds, grants issued, contributions, pending transactions, promoting, and efficiency. The board will consider disbanding or retaining the ORU Committee during new business. File left the meeting at 6:15 p.m.

Approval of Minutes:

Minutes of the regular board meeting held on October 24, 2024, and minutes of the special board meeting held on November 11, 2024, were considered. On a motion made by Jennings, seconded by Warner and carried, the minutes were approved as presented.

Executive Session:

At 6:16 p.m., Stine made a motion to enter into executive session to discuss personnel and legal matters. Lurkins seconded; motion carried. At 6:27 p.m. Schwarm made a motion to leave executive session. Warner seconded; motion carried.

Staff Reports & Presentations

Report of Operations and Construction:

CFO Nathan Taylor's report included:

- Staff benefit request
- Unretired capital credits
- Purchase capacity options
- Financial Summary as of October 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
 - DSCR

A motion was made by Schwarm, seconded by Jennings and carried to approve including the cost of dental and vision insurance for Staff in the 2025 budget.

A motion was made by Schwarm, seconded by Willman, and carried to retire the 1996 unretired capital credits in the amount of \$920,000 and to revisit discussion on retiring capital credits in 6 months.

A motion was made by Stine, seconded by Schwarm and carried for management to pursue the purchase capacity option C as presented, which includes the long-term wind capacity purchase in Zone 4, beginning June 2025 and ending May 2034 at \$3.70 per KW-month.

Operating Report and Work Order Summary Approval:

Hartlieb made a motion to approve the Operating Report and Work Order Summary in the amount of \$288,611.72 for October 2024. Stine seconded; motion carried.

The meeting recessed at 7:50 p.m. and reconvened at 7:59 p.m.

CEO's Report:

CEO Bobby Williams's report included:

- Bitcoins accounts.
- Potential new loads.
- Outages.

COO's Report:

COO Vic Buehler's report included:

- Maple Grove to Edwardsville transmission line project update
- Capital budget plan
- Software conversion
- Ameren NOC meeting
- Aid-to-construction increase
- Apprenticeship Program

Staff Reports:

The following topics from the staff reports were discussed:

- Grant opportunities
- Staff assistance

Membership Applications and Terminations

October's list of membership applications and November's list of terminations were sent to the board prior to the meeting.

A motion was made by Lurkins, seconded by Grapperhaus, and carried to accept 80 applications for membership for October 2024, in accordance with Section 2 of the bylaws.

A motion was made by Jennings, seconded by Hartlieb, and carried to formally acknowledge the termination of 15 memberships for November 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 \$28,201.89.

AIEC Board Meeting Report:

Schwarm attended the AIEC Board Meeting on November 14. She gave a verbal report to the board. The topics of discussion included NRECA financials, auditors, training, and a presentation from Dairyland. Williams is chairing a leadership committee for AIEC. They have booked a mental health speaker in April and will be working on a training program.

Committee Reports:

Policy & Bylaws Committee:

The Policy & Bylaws Committee met on November 20 at Greenville Headquarters to draft an *AI Policy* and review the *Aid-to-Construction Policy*. Chairperson Warner gave a report to the board.

A motion was made by Warner, seconded by Schwarm, and carried to approve the revised *Aid-to-Construction Policy* as presented. The *AI Policy* will be presented at December's board meeting.

Unfinished Business:

There was no unfinished business discussed.

New Business:

A motion was made by Warner, seconded by Stine, and carried to disband the ORU Committee and to have the 501c3 board absorb the responsibilities. Warner will work with staff on the revisions needed to the *ORU Policy*.

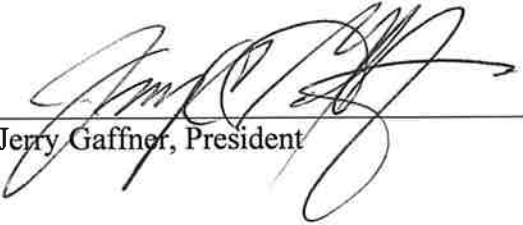
A motion was made by Jennings, seconded by Stine, and carried to approve the Touchstone Energy Dues in the amount of \$17,795.00,

Adjournment:

With no further business to come before the board, the meeting adjourned at 9:01 p.m.


Annette Hartlieb, Secretary

Attest:


Jerry Gaffner, President

