

BUTLER RURAL ELECTRIC COOPERATIVE, INC.**BOARD OF TRUSTEES****March 30, 2022**

The regular meeting of the Board of Trustees of Butler Rural Electric Cooperative, Inc. was held at the Cooperative office, at 3888 Stillwell Beckett Road, Oxford, Ohio on March 30, 2022. The meeting was called to order by Tom McQuiston at 9:00 a.m.

ROLL CALL

Board members present were: Tom McQuiston, David Evans, Butch Foster, Jay Hasbrook, Bob Hoelle, Ron Kolb, Jim Meador, Bob Spaeth, and Mike Tilton. Others present were: Lee Geiger, Attorney; Tom Wolfenbarger, General Manager; Julie Abbott, Director of Administration; Greg Phillips, Director of Corporate Services; Judie Persinger, Director of Accounting & Finance; Mike Murray, Director of Operations; Lisa Staggs Herrmann, Director of Member and Community Relations; Charlie Young, Manager of Engineering and Adam Osborn, Manager of Safety & Compliance. The meeting was opened with the Pledge of Allegiance to the Flag and an invocation by Tom McQuiston.

MINUTES

An electronic copy of the minutes was submitted for review prior to the meeting. A motion was made by Butch Foster, seconded by Jim Meador, that the minutes of the regular meeting held on February 23, 2022, be approved. Motion carried.

FINANCIAL REPORT**REVIEW STATEMENTS AND CHECKS WRITTEN**

The unaudited financial statements were presented to the Board by Judie Persinger. Bob Hoelle reviewed a report of the checks written for the month of February. A motion was made by Butch Foster, seconded by Jim Meador, that the past payment of bills be approved and the unaudited financial statements be accepted as presented. Motion carried.

ACCOUNTING REPORT

Judie Persinger reported she would like to change the cash report on page 10 on the monthly board report. The Trustees did not have an issue with her making the change. Judie submitted an installment agreement for payment to Tom Humbach. A motion was made by Mike Tilton, seconded by Butch Foster, with the attorney's recommendation and as presented to execute the agreement. Motion carried.

STATE OF INDIANA CHANGE OF OFFICERS

Judie presented a resolution for a change of officers for the state of Indiana and requested board action for approval of the change. A motion was made by Mike Tilton, with a second by Bob Spaeth, to ratify the resolution to change the responsible officers for the State of Indiana. Motion carried.

BUTLER RURAL COMMUNITY CONNECTION AUDIT

The Butler Rural Community Connection (BRCC) Board requested an audit. Judie reported that an audit by BHM auditors was completed for the BRCC for 2021. The Board agreed to conduct an annual audit for the BRCC subject to a review of costs.

ENGINEERING REPORT

Charlie reported on Broadband Ohio grant requests and funding of projects in Ohio. He reviewed a proposal from Butler County and reported on a meeting attended in Preble County for expanding broadband in the respective counties. Charlie provided information on net metering systems and the community solar production for February. An electronic copy of the SAIDI, SAIFE, and CAIDE graphs were presented.

SAFETY & COMPLIANCE REPORT

Adam Osborn presented the Safety & Compliance report for the month of February which included internal field visits. He provided information on OEC COLD program which will include three field visits every year. Adam provided performance measures and training and activities for February.

OPERATIONS

Mike Murray reported on the activities of the internal line crews and on substation maintenance for the month. Four linemen assisted South Central Power during an ice storm in early February. An electronic report was submitted for the outages in the month of February. Mike presented information on a scheduled purchase for a bucket truck in 2024. He asked the Board for the opportunity to put Butler on the list in 2022 for the purchase of the bucket truck scheduled for 2024. Bob Hoelle motioned, with a second by Butch Foster, to authorize the preorder for the bucket truck as requested. Motion carried.

MEMBER SERVICES

Lisa Staggs Herrmann reported on member issues and concerns received during the month of March. She announced Butler received recognition in the National 2022 Spotlight on Excellence Awards program, sponsored by the Council of Rural Electric Communicators and NRECA. Lisa submitted a list of Community Connection grant awards, totaling \$42,852 for 56 non-profit organizations or schools, given in March. She provided an update on the BREC Annual Meeting on April 28, 2022, and the board election process and timeline. Lisa announced the following scholarship winners and Youth Tour Delegates:

Michael L. Sims Scholarship \$2,500 (4 yrs.)	Benjamin Olenick, Talawanda High School
Thomas Humbach Scholarship \$2,500	Olivia Armstrong, Ross High Sarah Johnson, Ross High School
R. Fred Woodruff Scholarship \$2,500	Ashley Waggoner, Stephen T. Badin High School
Touchstone Energy Achievement Scholarship \$1,500	Gunner Green, Talawanda High School

Children of Members Scholarship \$1,000	Madison Croucher, Talawanda School Isaac Hoke, Butler Tech Bioscience Center Chloe Adams, Ross High School Hunter Rook, Ross High School Jessica Guilfoyle, William Henry Harrison H.S. Lauren Bennet, Ross High School
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Youth Tour Delegates:	Lauren Bennett Ellie Garland Seth Hopkins Olivia Marner Alayna Mead	Samuel Davidson Abigail Hill Adeline Perry Nathaniel Schulte Zachary Schulte
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\$85 Annual Meeting Winners:

Allen L. Foster John Letsche Marcus Ashcraft Jr.	Eshelle L. Bales Casey D. Ramey	Sandra K. Webb Jon Vincent
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CORPORATE SERVICES

Greg Phillips provided a review of potential for red flag activities and reported on a KnowBe4 phishing test. He provided a review of projects planned in the coming year.

VOIDED & NEW MEMBERSHIPS

A motion was made by Ron Kolb, seconded by Jim Meador, that 58 memberships be accepted into the membership of the Cooperative for February. There were two voided memberships in February. Motion carried.

CAPITAL CREDITS

A motion was made by Bob Spaeth, seconded by Bob Hoelle, that the past payment of capital credits for 30 estates, totaling \$120,768.50 be approved. Motion carried.

CAPITAL CREDITS SETOFFS

A total of 24 setoffs totaling \$2,841.56 were submitted for February. A motion was made by Ron Kolb, seconded by Mike Tilton, to approve the setoffs. Motion carried.

BAD DEBTS WRITE-OFF

A total of \$5,152.00 was submitted to the Board to be written-off for February. A motion was made by Bob Hoelle, seconded by Mike Tilton, to write-off bad debts. Motion carried.

MANAGER'S EXPENSE REPORT

It was moved by Bob Spaeth, seconded by David Evans, that the Manager's expense report for February in the amount of \$201.81 be approved. Motion carried.

LEGAL UPDATE

Lee Geiger reported he has been working on an electric vehicle contract and with Judie Persinger on the RUS loan.

TRUSTEE'S REPORT

POWERXCHANGE

Trustees and staff provided feedback from the virtual and in-person PowerXchange in Nashville, TN.

PRESIDENT'S REPORT

BUCKEYE POWER INC.

Tom Wolfenbarger submitted an electronic report to the Trustees prior to the meeting.

STATEWIDE REPORT

Tom Wolfenbarger submitted an electronic report to the Trustees prior to the meeting. He reported on the upcoming meeting schedule.

NRECA BOARD MEETING

Tom McQuiston reported on his final NRECA board meeting in Nashville, TN in March.

WHITewater VALLEY REMC BALLOT

Trustees reviewed the Whitewater Valley REMC ballot for the Board and Nominating committed and cast a vote to submit by mail.

HUMAN RESOURCES REPORT

Julie Abbott reviewed member survey comments and compliments from members. She provided information on the Cardinal Plant tour offered in September of 2022. Julie will confirm attendance at the April board meeting. Julie reported on a change of credit card companies for cooperative business cards.

MANAGER'S REPORT

Tom Wolfenbarger provided a review of the rate committee meeting he attended regarding transmission rates and updated the Board on the roof lawsuit. Tom reviewed a twelve-month Board compensation comparison and provided an electronic copy of the 2022 Statewide survey for Trustee compensation. He reported on the Cardinal Plant units' future. Tom distributed an electronic, monthly activities report.

An electronic copy of policy revisions suggested by the policy committee will be provided and will be presented in May followed by a vote at the June board meeting.

OTHER ITEMS OF DISCUSSION

CORRESPONDENCE

Items of correspondence were received and reviewed by the Trustees.

EXECUTIVE SESSION


It was moved by David Evans, seconded by Mike Tilton to enter into an executive session. Following discussion and sharing of information, Ron Kolb motioned, seconded by Jay Hasbrook to exit out of executive session. Motions carried.

Motions were made by Mike Tilton and Bob Spaeth to approve the addition of Policy E226 as presented in executive session. Motion carried. Motion and second made by Mike Tilton and Jim Meador were authorized to increase the number of current number of employees to 48 in 2022. Motion carried.

ADJOURNMENT

There being no further items of business to discuss, Tom McQuiston declared the meeting adjourned at 12:25 pm.

Respectfully submitted,



David Evans
Secretary/Treasurer