

BUTLER RURAL ELECTRIC COOPERATIVE, INC.**BOARD OF TRUSTEES****September 29, 2021**

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 September 29, 2021. The meeting was called to order by Tom McQuiston at 9:00 a.m.

ROLL CALL

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

EXECUTIVE SESSION

Ron Kolb motioned, with a second by Butch Foster, to enter-into an executive session for a discussion with Droder and Miller attorney regarding a legal issue. Motion carried. A motion to come out of executive session at 9:45 a.m. was made by Ron Kolb, with a second by Butch Foster. Motion carried.

MINUTES

An electronic copy of the minutes was presented prior to the board meeting for the August board meeting. A motion was made by Mike Tilton, seconded by Jay Hasbrook that the minutes of the regular meeting held on August 25, 2021, be approved. Motion carried.

FINANCIAL REPORT

Judie Persinger announced that physical inventory is being conducted today.

REVIEW STATEMENTS AND CHECKS WRITTEN

The unaudited financial statements were presented to the Board by Judie Persinger. David Evans reviewed a report of the checks written for the month of August. 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.

TOM HUMBACH AGREEMENT

Judie Persinger reported on outstanding obligations for legal services provided by Tom Humbach prior to his retirement. A motion by Butch Foster was seconded by Mike Tilton

to give authorization for Lee Geiger to draft an agreement for payment to cover obligations owed to Tom Humbach. Motion carried.

ENGINEERING REPORT

Charlie Young provided an update on Phase 1 of the fiber project, scheduled for completion by October 4. He reported on Phase 2 of the fiber project including member sites. Charlie reviewed the net metering systems, community solar, and the monthly SAIDI, SAIFI, and CAIDI charts.

SAFETY & COMPLIANCE REPORT

Adam Osborn reported on eight field observations in August including a review of one crew observation. He reviewed monthly training activities and meetings, including the quarterly safety committee meeting, for August. There were no accidents, injuries, or property damages for the month.

OPERATIONS REPORT

Mike Murray reviewed operations internal crew projects which included pole and equipment replacements and substation work for August. He provided an update on the new septic system and on a meeting with the attorney regarding the roof. Mike reported on the Commitment to Zero program and how the program is beneficial for the safety of cooperative employees. He provided a report on the outages for the month of August.

MEMBER SERVICES UPDATE

Lisa Herrmann reported on one member issue and concern. She provided an update on meetings attended in the community during the month. The cooperative is supportive of Phase 2 of the fiber project. The Community Connection board met in September to award grants to community organizations. An electronic list of the Community Connection Grants awarded this month was provided. The annual meeting committee met prior to today's meeting to discuss the 2022 Annual Meeting. A Go Electric! Event will be held on the cooperative grounds on October 12.

\$50 Bill Credit Winners:

Aaron J. Forrer

Jeff Skinner

Kellie Gleason

Deborah A. Hillner

Rodrigue K. Sleiman

Charles J. Butler

Cameron Herbel

CORPORATE SERVICES REPORT

Greg Phillips provided a general awareness of extremely high activity regarding red flags. He reported on the NISC MIC conference and a phishing test.

VOIDED & NEW MEMBERSHIPS

A motion was made by Mike Tilton, seconded by Jay Hasbrook, that 104 members be accepted into the membership of the Cooperative for August. There was one voided membership this month. Motion carried.

CAPITAL CREDITS

A motion was made by Ron Kolb, seconded by Bob Spaeth, that the past payment of capital credits for 12 estates, totaling \$29,491.51 be approved. Motion carried.

CAPITAL CREDITS SETOFFS

A motion was made by Bob Spaeth, seconded by Mike Tilton, to approve eight capital credits setoffs totaling \$2,524.90. Motion carried.

BAD DEBTS WRITE-OFF

A total of \$7,761.67 was submitted to the Board to be written-off for August. A motion was made by Mike Tilton, seconded by Jay Hasbrook, to write off bad debts. Motion carried.

MANAGER'S EXPENSE REPORT

A motion was made by Jim Meador, seconded by Ron Kolb, that the Manager's expense report for August in the amount of \$194.45 be approved. Motion carried.

LEGAL UPDATE

Lee Geiger reported on the September 13 nominating committee meeting. He is working with management on an issue and reviewing the By Laws for possible voting options for the 2022 Annual Meeting.

TRUSTEE'S REPORT

Trustees provided feedback from the Regional Meeting for both in-person and virtual attendance.

OHIO RURAL ELECTRIC COOPERATIVE, INC.

Tom McQuiston submitted electronic report of the Ohio Rural Electric Cooperatives, Inc. Board of Trustees meeting.

BUCKEYE POWER INC.

There was no Buckeye Power, Inc. Board of Trustees meeting during the month of September.

PRESIDENT REPORT**HUMAN RESOURCES REPORT**

Julie Abbott reviewed training and education for September and October. She provided information on upcoming events and Director education courses and future meetings.

MANAGER'S REPORT

Tom Wolfenbarger presented a resolution authorizing the General Manager to participate in mediation for the roof of the cooperative headquarters. A motion was made by Mike Tilton, with a second by David Evans, to authorize the General Manager to negotiate for the settlement as presented. Motion carried. (See resolution attached)

Tom reported on meetings attended in the past month including the Duke/Buckeye Power reliability meeting, CEO orientation, and the Buckeye rate committee meeting.

ACTIVITIES REPORT

Tom Wolfenbarger distributed an electronic copy of dates of past and future activities.

CORRESPONDENCE

Items of correspondence were received and shared with the Trustees.

EXECUTIVE SESSION

A motion was made by Mike Tilton, and a second by David Evans, to enter-into an executive session. Motion carried. Tom Wolfenbarger presented information on trustee compensation and employee wages with no changes to benefits. It was moved by Mike Tilton, seconded by David Evans, to increase the employee wages by 2.5% beginning January 1, 2022. Motion carried.

Board compensation was reviewed. A motion was made by Mike Tilton, seconded by Jay Hasbrook, for no increase in per diems for 2022. Motion carried.

A motion to come out of executive session was made by Jay Hasbrook, with a second by Mike Tilton. Motion carried.

ADJOURNMENT

There being no further items of business to discuss, the meeting was declared adjourned by Tom McQuiston at 12:42 p.m.

Respectfully submitted,



David Evans, Secretary Treasurer