

BUTLER RURAL ELECTRIC COOPERATIVE, INC.
BOARD OF TRUSTEES
DECEMBER 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 December 29, 2021. The meeting was called to order by Tom McQuiston at 9:00a.m.

ROLL CALL

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

MINUTES

An electronic copy of the November regular board meeting minutes was submitted prior to the meeting. A motion was made by Mike Tilton, seconded by Butch Foster, that the minutes of the regular meeting held on November 24, 2021, be approved. Motion carried.

FINANCIAL REPORTS

REVIEW STATEMENTS AND CHECKS WRITTEN

The unaudited financial statements were presented to the Board by Judie Persinger. Bob Hoelle reviewed the checks written for the month of November. It was moved by Butch Foster, seconded by Jim Meador to accept the financial reports as presented. Motion carried.

Judie Persinger provided information regarding the Synergy lawsuit settlement. After Board discussion, Jay Hasbrook made a motion, seconded by David Evans, to write-off the bad debt owed from Synergy. Motion carried.

CFC ONE CARD

Judie Persinger presented information and proposal to transition to the CFC One Card program. This card would replace the current VISA and Marathon accounts. She presented a One Card Reimbursement Agreement Resolution that required Board action. Jay Hasbrook motioned, with a second by Mike Tilton, to authorize the One Card Reimbursement Agreement and signing by the appropriate officers as presented. Jim Meador abstained from voting. Motion carried.

ENGINEERING REPORT

Tom Wolfenbarger presented for Charlie Young on the 2022 overhead distribution labor only contract bids in comparison with the 2021 construction work plan. Seven bids were received. Board action was requested. Mike Tilton made a motion, with a second by Jay Hasbrook, to approve AMPP Construction as the contractor for the

RUS Form 790 contract for the 2022 overhead distribution projects as presented. Motion carried. A report was provided on net metering systems and the monthly production of Butler Community Solar. He reviewed the CAIDI, SAIDI, SAIFI and System Reliability charts.

MANAGER OF SAFETY & COMPLIANCE

Adam Osborn reported on field visits thru the month of November, a crew observation, safety performance information, and one recordable injury for November. He provided an update on training and meetings for the month and reviewed the 2022 Safety Improvement Plan.

OPERATIONS REPORT

Mike Murray reviewed the activities of the internal crews including several pole replacements, equipment replacements, and load transfers. He reported on streetlight bulb replacements to LED lights. Mike reviewed outage data for the month of November.

MEMBER SERVICES REPORT

Lisa Herrmann reviewed a couple of member issues and concerns for the month. She presented information on the Youth Tour for 2022. A motion was made by Mike Tilton, with a second by David Evans, to invite the ten youth scheduled to attend the Youth Tour in 2020 in addition to the five youth included in the 2022 budget to attend the 2022 Youth Tour. Motion carried.

Lisa reported on meetings attended in the past month. She shared communication being sent out to community solar subscribers for renewal, and an extension of the paperless billing and bank draft promotion.

Joe Conrad, the recipient of the "Who Powers You" contest, donated his \$1,000 award, along with an additional \$500 to incorporate into the cooperative's Institute of Environment and Sustainability Scholarship in 2022.

\$85 Annual Meeting attendee/drawing winners:

Jo Ann Alexander	David Brewer	Daniel Wolverton
Charles Kennel	Charles Taggart	Jeremy Jordan
Doug Wurzelbacher		

CORPORATE SERVICES REPORT

Greg Phillips reported on the email migration project and on the tremendous amount of potential for red flag events. He also reviewed the Log4j threat analysis.

VOIDED & NEW MEMBERSHIPS

A motion was made by Butch Foster, seconded by Jim Meador, that 94 memberships be accepted into the membership of the Cooperative for November. There were no voided memberships in November. Motion carried

CAPITAL CREDITS

A motion was made by Jay Hasbrook, seconded by Robert Spaeth, that the past payment of capital credits for seven estates, totaling \$14,712.79 be approved. Motion carried.

CAPITAL CREDITS SETOFFS

A motion was made by Butch Foster, seconded by Jay Hasbrook, to approve five capital credits setoffs totaling \$958.31. Motion carried.

BAD DEBTS WRITE-OFF

A total of \$1,815.76 was submitted to the Board to be written-off for November. A motion was made by Bob Hoelle, seconded by Jim Meador, to write-off bad debts. Motion carried.

MANAGER'S EXPENSE REPORT

A motion was made by Robert Spaeth, seconded by Mike Tilton, that the Manager's expense report for November in the amount of \$15.26 be approved. Motion carried.

LEGAL UPDATE

Lee Geiger reported on a legal issue his associate and management have been working on this past month.

TRUSTEE'S REPORT**BUCKEYE POWER INC.**

Tom Wolfenbarger submitted an electronic report of the virtual regular monthly meeting for the Buckeye Power Board prior to the meeting.

STATEWIDE REPORT

Tom Wolfenbarger submitted an electronic summary of the OREC meeting prior to the meeting. Tom McQuiston reported that Ed Crawford, from Hancock Wood, will become the new Ohio Representative on the NRECA Board following the 2022 NRECA Annual Meeting of Members in March.

PRESIDENT'S REPORT

Tom McQuiston shared happenings and accomplishments from the NRECA winter meeting earlier in December.

HUMAN RESOURCES REPORT

Julie Abbott provided several member survey comments. She reported on training for the month and upcoming training/meetings, including the Winter Conference and 2022 PowerXchange. Information was provided for the 2022 Directors Conference. Robert Spaeth requested the opportunity to attend. A motion was made by Butch Foster, seconded by Jim Meador, to give approval for Robert Spaeth to attend the Directors Conference in Austin, TX in April of 2022. Motion carried.

GENERAL MANAGER'S REPORT

Tom Wolfenbarger provided RUS loan AL8 documents and resolutions for the Trustees to review prior to the meeting. Documents are being finalized before loan approval can be given. A special meeting may be necessary for loan approval.

Tom provided an update from the December Buckeye Power meeting regarding the Cardinal Plant and a joint use incentive offer. He reported on a potential solar development in Reily and the latest update on the cooperative's roof lawsuit.

Tom submitted an electronic copy of activities for December and January.

OTHER ITEMS OF DISCUSSION**CORRESPONDENCE**

Tom McQuiston shared letters of thank-you notes from the employees and other correspondence received.

GENERAL MANAGER'S EVALUATION

The Board conducted the annual evaluation of the General Manager. It was moved by Butch Foster, seconded by Jay Hasbrook, to authorize a salary of \$200,000 in 2022 for the General Manager. Motion carried. (See documentation on file.)

ADJOURNMENT

There being no further items of business to discuss, the meeting was adjourned by Tom McQuiston.

Respectfully submitted,



David Evans
Secretary/Treasurer