

White River Valley Electric Cooperative  
October 25, 2021  
Board Meeting Report

The White River Valley Electric Cooperative Board of Directors met in regular session at the Branson Headquarters on Monday October 25th, 2021, beginning at 9:00 am. The meeting was held in the Community Room.

The Board began by reviewing and unanimously approving items on the consent agenda which included October Board Meeting Agenda, August Board Meeting Minutes, August Board Summary, 2021 Annual Meeting of Members Minutes, September Re-organizational Meeting Minutes, and the September Re-organization Meeting Summary.

Director Rowland, Chair of the Bylaw, Governance, and Member Engagement Committee stated the Committee had not recently met but would be setting a meeting date at the conclusion of today's meeting.

Director Hyatt, Chair of the Finance and Equity Management Committee, stated the Committee and Executive Staff members met on October 13, 2021. Hyatt stated during the meeting each Executive Staff member reviewed their department budgets regarding the proposed 2022 Corporate Budget. Also, during the meeting, Manager of Engineering and Development, Beau Jackson, updated the Committee on the current WRVEC Construction Workplan and the preliminary system findings of needed enhancements after the 2021 Polar Vortex. Jackson also presented a high-level overview of the 2022-2025 Construction Workplan currently being finalized.

Hyatt thanked the Executive Staff for their hard work and diligence then made the following motion:

*Motion on behalf of the Finance and Equity Management Committee to recommend approval of the 2022 Corporate Budget set forth and presented to the Finance and Equity Management Committee by the Executive Staff subject to full Board review and final approval by the Board at the November 17, 2021, Board meeting, with Board member questions concerning the proposed Budget to be addressed through the Finance and Equity Committee and its Committee Chairman in advance of that date. A second was given. Motion carried. #10-25-2021-001*

President Whorton stated that there were no officer reports to present.

Updates were given by the following departments: Safety and Training, Accounting and Office Operations, Communications and Member Engagement, Engineering and Development, Information Technology and Operations.

During the departmental updates, information was provided on the following subject matters: Federated safety inspections, CPR classes, August and September financials, YTD financials, Online Utility Exchange (OUE)/Consumer Reporting Agency (CRA), Board and employee training, Plugged-In projects, economic development, legislative update, 2021 growth trends, 2022-2025 Construction Workplan update, service reliability, IT security procedures, and right-of-way progress.

Larry Hughes, manager of Safety and Training reported on inspections by our insurance provider, Federated, that went very well. First Aid CPR training is scheduled to keep everyone prepared for the unexpected. Mr. Hughes stated that he has started the CLCP (Certified Loss Control Professional) program and is excited to continue the learning process.

During the Accounting and Office Operations update, Manager Tim Shafer updated the board on the new inventory process that is going very well and reported that the budget process for the new year is well under way with the interim BKD audit upcoming.

Next, during the Communications and Member Engagement Department report, Manager Cassie Cunningham gave a few updates from the annual meeting including the passing of the by-law changes and the increase in total voting this year. Report was made on the upcoming training for both the Board and employees which would take place in Branson. Cunningham encouraged everyone to get involved in the Operation Round Up Food Drive that will help many area families and messaged a thank you to everyone for their generous donations.

JC Zalog, Manager of Information Technology, discussed the choice of a new phone system and the many benefits that it brings. IT has completed an on-site training for Microsoft Teams best practices and attended a Statewide IT meeting with discussions on cybersecurity. With October being Cybersecurity Month, Zalog reminded the Board of the need to be aware of the changing threats that are a danger to the Cooperative world today.

Beau Jackson, Manager of Engineering and Development, highlighted our current growth with figures on our new service connections--September being our largest month in the last 5 years. Jackson also highlighted the 2022-2025 Construction Work Plan outlining improvements needed on the system to keep up with growth and to continue our commitment to reliability.

Operations Manager John Combs reported on the steady progress of right-of-way clearing for the year and herbicide spraying in the right-of-ways, with notifications going out to affected membership and property owners prior to spraying to give opt out options or opportunities to ask questions about the process in advance. Combs updated the Board on truck orders and how current supply chain issues are affecting the delivery dates of those trucks and the need to plan for this risk for the foreseeable future.

Monthly reports on Cooperative activities/programs were presented by the following: Chris Hamon, CEO; Angie O'Dell, Manager of Executive Business Administration; the KAMO Report was presented by Director Short; the Sho-Me Report was presented by CEO Hamon; Attorney Christiaan Horton presented the Legal report.

Our CEO, Chris Hamon reported on the progress and successful completion of the negotiations with the Clerical Unit relative to the extension of their Collective Bargaining Contract with the Cooperative. Accordingly, a Motion was made to approve the 2022-2024 IBEW Collective Bargaining Contract for the Clerical Unit on the terms as presented and as agreed upon at the conclusion of the negotiations held on October 14, 2021. A second was given. Motion carried. #10-25-2021-002

During the Executive Business Departmental report, Manager Angie O'Dell updated the Board on the 2021 Board Meeting Calendar which was revised due to a conflict on the November calendar date previously approved. The Board of Directors November meeting will now be held on Wednesday, November 17, 2021.

During the Legal Report, Attorney Christiaan Horton reviewed and presented on Policy 1-3, Board Duties and Standards of Conduct, to satisfy annual training requirements. He highlighted these areas of director duties: Care, Loyalty, Good faith and Fair Play, Obedience and Diligence. Horton also provided an update on the Second Amendment to the Sixth Territorial Agreement with Empire Electric involving property and service area territory within the Rainbow Shoals subdivision in Taney County, Missouri.

The Board then went into Executive Session. At this time, all staff were excused from the meeting. CEO Hamon, Manager of Executive Business Administration Angie O'Dell, and Attorney Horton remained in the room. The Executive Session concluded, and the meeting adjourned.

The next regular meeting of the White River Valley Electric Board of Directors will be held on Wednesday, November 17th, 2021. This meeting will be held at the Branson Headquarters.

Neal Crum / Vice-President