



## **Board Meeting Summary**

**January 20, 2022**

The White River Valley Electric Cooperative Board of Directors met in regular session at the Branson Headquarters on Thursday, January 20, 2022 beginning at 9:00 am and opening with the Pledge of Allegiance and prayer.

The Board began by reviewing and unanimously approving items on the consent agenda which included: January Board Meeting Agenda, December Board Meeting Minutes, December Board Meeting Summary, December "Special" Board Meeting (Amended) Minutes, December "Special" Board Meeting Summary, NRTC Delegates (Hamon, Voting/Whorton, Alternate) and NRECA Delegates (Hamon, Voting/Whorton, Alternate).

Director Rowland, Chair of the Bylaw, Governance, and Member Engagement Committee, stated the Committee had convened for a very productive meeting on January 10, 2022, at the Branson headquarters. Rowland reported the Committee was presented with alternate dates for holding the 2022 Annual Meeting of Members along with recommendations of a potential meeting timeframe and format. The Cooperative's current bylaws require Annual Meeting to be held in the month of September of each year. To avoid conflicts with the Labor Day holiday weekend, suggestion was made to hold Annual Meeting on Thursday, September 1, 2022, beginning at 10:00 am utilizing a virtual format. Rowland stated the Committee believed this timeframe would best serve the Cooperative and its members. The Committee unanimously voted to approve this measure for full board for consideration. Rowland then made motion, on behalf of the Bylaw, Governance and Member Engagement Committee, that the Cooperative's 2022 Annual Meeting of Members be held on Thursday, September 1, 2022, beginning at 10:00 a.m. using a virtual format for the meeting. A second was given and the motion carried. #01-20-2022-001.

Rowland then reported that the Committee studied the potential for holding Member Annual Meetings in July, August, or September of each year which would give the Board more flexibility in scheduling future meetings. After full discussion, the Committee was of the unanimous consensus to put a bylaw amendment to the Members for this purpose. Rowland then made the motion, on behalf of the Bylaw, Governance and Member Engagement Committee, for the Board to approve presenting Cooperative members with a bylaw amendment allowing Member Annual Meetings to be set in July, August, or September of each year. A second was given and this motion carried as well. #01-20-2022-002.

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

During the departmental updates, information was provided to the Board on the following subject matters: recent safety meetings, OSHA and EPA compliance, December unaudited financials, fiber to the home (FTTH) study, legislative update, Communication Department's 2021 recap, ORU end of year recap, 2021 new service connections, supply chain issues, current line extension policy, service reliability (SAIDI scores), ReConnect Funding Application, new phone system, IT procedures, and a 2021 right-of-way update.

During the Engineering and Development report, Department Manager Beau Jackson introduced a line extension request for the Board's approval. The length of the single-phase line extension is approximately 2,905 feet and according to current Line Extension Policy 4-17, any new single-phase line extension beyond ½ mile in length requires approval of the Board. Jackson presented the details of the proposed project. A motion was made to approve the new line extension and the contribution in aid to construction sum presented. A second was given and the motion carried. #01-20-2022-003.

Jackson then requested Board approval of a Net Neutrality Resolution that will be submitted along with the Cooperative's ReConnect Application. This resolution requires the Cooperative: (1) to make sure its networks shall not impair or degrade lawful Internet traffic on the basis of Internet content, application, or service, or use of a non-harmful device, subject to reasonable network management, (2) to not engage in paid prioritization, meaning the management of a broadband provider's network to directly or indirectly favor some traffic over other traffic, including through the use of techniques such as traffic shaping, prioritization, resource reservation, or other forms of preferential traffic management, either (a) in exchange for consideration (monetary or otherwise) from a third-party, or (b) to benefit an affiliated entity. A motion was made to approve the Resolution on Net Neutrality, a second was given, and the motion carried. #01-20-2022-004.

CEO Chris Hamon updated the board on the impacts of recent storms and the outstanding efforts put forth by the team in preparing for and handling outages.

Manager of Executive Business Administration Angie O'Dell informed the Board about the donations made to Branson and Gainesville High Schools (student council and FBLA) and provided updates of COVID-19 protocols.

After a brief Executive Session, the meeting was adjourned.

The next regular meeting of the White River Valley Electric Board of Directors will be held on February 17, 2022. This meeting will be held at the Branson headquarters.

Neal Crum / Vice-President