



Board Meeting Summary

March 17, 2022

The White River Valley Electric Cooperative Board of Directors met in regular session at the Branson Headquarters on Thursday, Thursday, March 17th, 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 the March Board Meeting Agenda, February Board Meeting Minutes, and February Board Meeting Summary.

Director Rowland, Chair of the Bylaw, Governance, and Member Engagement Committee, reported to the Board that the Committee had not met since the last Board meeting. Rowland confirmed the Committee's next meeting was set for Thursday, March 24th.

Director Hyatt, Chair of the Finance and Equity Management Committee, stated that the Committee had not met recently but would be meeting in the coming weeks, so he did not have a formal report to share at this time.

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 current right-of-way progress, the new APEX herbicidal treatment, which is a grass friendly treatment, cybersecurity, CPR training, truck testing, monthly and year-to-date financials, and current supply chain issues. The Tri-Annual Survey results were also presented, where this year WRVEC received a score of 88% which was eight points higher than the score in 2019.

During the Operations Department report, Manager John Combs presented the 2023 Truck Budget proposal to the Board for review. Combs acknowledged the ever-changing market volatility of utility trucks is increasing by the day. Combs stated the pricing for vehicles presented in this proposal represented a 30% increase from previous year purchases as well as a significantly longer delivery time. To keep the purchasing cycle on track, Combs proposed the Board approve the 2023 Truck/Vehicle budgetary allowance of \$556,826 at this time, to lock in the purchase price and place the vehicles on the timeline for delivery. A motion was made to approve of the 2023 Truck Budget Proposal as presented. A second was given. Motion carried.

BKD, the Cooperative's outside accounting firm and auditors, gave a presentation detailing our annual audit. Amanda Strange, Director of Field Audits, and Chris Doolittle, Partner with the accounting firm BKD, presented results of the 2021 Consolidated Financial Statement Audit, selected ratios, internal control matters, and other required communications. The Cooperative's 2021 financial audit results were very favorable with no discrepancies noted.

After the report was presented to the Board, a motion was made to move into Executive Session. All WRVEC Executive staff left the room so the Board could privately inquire about the audit findings. This step is taken as a "best practice" for audit review. The Board was pleased with the information provided in Executive Session and the fully favorable audit results.

After adjournment of the Executive session all Executive staff members returned to the meeting.

During the Executive Session portion of the meeting, Pat Funk, Vice-Chair of the Finance and Equity Management Committee, made the motion to approve the 2021 Consolidated Financial Statements for White River Valley Electric Cooperative, Inc. and subsidiaries based on the issuance of an unmodified or “clean” audit opinion from BKD, LLP, the Cooperative’s external auditors. A second was given. Motion carried.

CEO Chris Hamon updated the Board on several areas of interest for the first quarter of the year including: Safety, financial, operations, economic development, Cooperative Assets and Member engagement.

Manager of Executive Business Administration Angie O’Dell provided her a report, and a motion was made to approve Chris Hamon as the voting delegate and President Jenny Whorton as the alternate delegate for the May 2022 Sho-Me Power Annual Meeting. A second was given. Motion carried.

A motion was also made to approve Chris Hamon as WRVEC’s nominee to serve as a Sho-Me Power Board of Director for a three-year term. A second was given. Motion carried.

Reports were provided to the Board about current topics discussed at the most recent board meetings of both Sho-Me Power and KAMO Power, the Cooperative’s two G&Ts that deliver electric energy to White River.

Next a motion was made to move into Executive Session at which time Attorney Horton provided his Legal Report to the Board. The Board also discussed confidential matters related to the Cooperative’s personnel, policies, and strategic planning. The Executive Session was adjourned.

There being no further business to come before the Board in regular session, the meeting of the Board adjourned.

The next regular meeting of the White River Valley Electric Board of Directors will be held on Thursday, April 21, 2022, at the Branson headquarters.

Neal Crum / Vice-President