

WHITE RIVER VALLEY ELECTRIC COOPERATIVE, INC.

BOARD OF DIRECTORS' MEETING

July 17, 2025

The regular meeting of the White River Valley Electric Cooperative, Inc. Board of Directors was held on Thursday, July 17, 2025, beginning at 10:45 a.m.

The meeting was called to order by President Neal Crum and roll call was taken. The following Directors were present:

Neal Crum	President
Lyle Rowland	Vice-President
Jim Kyle	Secretary/Treasurer
Jim Britt	
Jim Burns	
John Cooper	
Joey Glenn	
Jeff Hyatt	
Jenny Whorton (virtually)	

Said persons, being the Board of Directors of the White River Valley Electric Cooperative, Inc., with those attending present in-person and virtually, establishing quorum. The following persons were also in attendance:

Chris Hamon	CEO, White River Valley Electric Coop.
Beau Jackson	CEO, White River Fiber/Connect
Christiaan Horton	Legal Counsel
Angie O'Dell	VP/Chief Administration Officer
Tim Shafer	VP/Chief Financial Officer
John Combs	VP/Chief Operations Officer
Rick Johnson	VP/Chief Engineering Officer
JC Zalog	VP/Chief Technology Officer
Cassie Cunningham	VP/Chief Growth Officer
Larry Hughes	Manager of Safety

Consent Agenda Items:

The following items were approved under the consent agenda:

- July Board Meeting Agenda
- June Board Meeting Minutes

Committee Reports

Director Jeff Hyatt, Chair of the Finance and Equity Management Committee, stated he had nothing to report at this time.

Director Lyle Rowland, Chair of the Bylaw, Governance, and Member Engagement Committee, reported that the Committee convened on July 10th, as noted in his summary. He indicated that the meeting was productive, with substantive discussion focused on Bylaw Article IV, Section 15 regarding term limits. A proposed amendment to this bylaw section was discussed at length during the Committee meeting. Rowland advised that the Committee voted unanimously to advance the proposed bylaw amendment for full Board deliberation. Director Rowland then presented the following 2026 bylaw amendment to Article IV, Section 15 – Term Limits for

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consideration and discussion:

“Once a director has served twenty-one (21) years, such director shall be disqualified from further service on the Board of Directors of the Cooperative. If disqualification occurs during such director’s then existing term of office, the Board shall fill the vacancy in accord with Article IV, Section 9 above.”

After due consideration and discussion by and among all Board members, a motion was made to approve this revised bylaw amendment and to present it to the Cooperative’s membership for approval at next year’s Annual Meeting. The motion was duly seconded and passed unanimously. #07-17-2025-001

Officer Reports

President Crum requested the submission of reports. There were no Officer reports or Member Alliance Program submissions.

Executive Reports

Reports were presented from multiple departments, including Finance, Growth, Operations, IT, Engineering, and Administration. Key highlights included the review of June WRVEC and consolidated financials, power cost analysis, capital credits, and community programs. The Board was informed about the 13 recipients of the Plugged-In awards, Youth Tour activities, and ongoing economic development initiatives. Updates were also provided on the new outage map functionality, enhanced security camera systems, AppSuite implementation, NISC workflow processes, staffing changes, right-of-way management, load factor metrics, as well as upcoming meetings and training sessions.

Manager of Safety, Larry Hughes, presented the Wildfire Mitigation Plan for White River Valley Electric Cooperative. He stated that the plan is required for excess liability coverage and will serve as a living document, subject to updates as needed. Significant updates will be brought before the Board for approval prior to submission. The Board considered the Resolution of the Board of Directors of the White River Valley Electric Cooperative Adoption of the Wildfire Mitigation Plan. A motion was made and seconded to approve the plan as presented and to authorize the signing of the accompanying resolution. The motion carried. #07-17-2025-002 The resolution adopted by the Board includes the following key points:

- The Cooperative is committed to public safety and reliable electric service.
- The Wildfire Mitigation Plan addresses the risk of wildfires caused by electrical equipment and outlines strategies such as asset maintenance, vegetation management, and local emergency service coordination.
- The Plan aligns with industry best practices, Missouri State law, and the National Electric Safety Code (NESC).
- The Board has reviewed and adopted the Plan, authorizing the CEO to oversee its implementation and future updates as necessary.

During the Administration Officer report, Vice President Angie O'Dell requested Board approval for the AMEC Annual Meeting Voting Delegates. CEO Hamon was nominated as the voting delegate and President Neal Crum as the alternate. A motion to approve them was made, seconded, and carried. #07-17-2025-003

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O'Dell then requested the Board to consider the delegates for the NRECA regional meeting. CEO Mr. Hamon was nominated as the voting delegate and President Mr. Neal Crum was designated as the alternate. A motion was made and seconded to approve the delegates as presented. The motion carried. **##07-17-2025-004**

CEO Hamon delivered his report to the Board.

Other Reports given to the Board:

- Sho-Me Report
- KAMO Report
- Legal Report
 - Attorney Horton advised the Board of the key topics presented at this year's Summer NRECA Legal Conference. Topics at the conference included: 2024 Bylaw Revision guide, Wildfire Mitigation, 2024 Legal Cases nationwide, Firearms in the Workplace, Anti-Trust Considerations for Boards as Balancing Authorities, Pole Attachment update, Tax Credits, and a Large Load / Data Center project pursued by an electrical cooperative in Virginia (Rappahannock) and the major considerations involved with servicing a load of that nature which is predicted to grow to 20,000 MW over the course of the data center buildout.

The President then called for an Executive Session at 12:35 p.m. with the Board, Attorney Horton, CFO Safer, VP/Chief Administration Officer O'Dell and CEO Hamon in attendance. Report was made on a confidential personnel matter, then CEO Hamon and O'Dell were excused. Next, Shafer presented information to the board on a confidential personnel matter, and then he exited the room. The Executive Session ended at 2:05 pm.

Notice of Meeting

A Special Meeting of the Board is scheduled for Friday, August 1, 2025, at 9:00 am. This meeting Cover various confidential topics related to personnel and strategic planning. Due to the sensitivity nature of these discussions, the meeting will be held in Executive Session with only the Board and Attorney Horton present.

The next regular meeting of the White River Valley Electric Board of Directors will be held on Tuesday, August 19, 2025.

Adjournment

There being no further business to come before the Board, on motion duly made, seconded, and carried, the meeting was adjourned at 2:05 p.m.