

## MINUTES OF BOARD OF TRUSTEES MEETING

The Board of Trustees of the Western Cooperative Electric Association, Inc. met at the office of the Cooperative for the monthly meeting on December 15th, 2022, at 9:00 a.m.

The regular monthly meeting was called to order by Craig Crossland. The following trustees were present: Craig Crossland, Terry Hobbs, Frank Joy, Sue Rohleder, Landon Heier, Marvin Keller, Dale Weinhold, Nick Zerr, and Richard Schaus. Also present were Tom Ruth, General Manager, Nolan Numrich, Stacey Malsam, and E. Jay Deines, Attorney, who kept the meeting minutes.

The minutes of the meeting held November 17th, 2022, were presented. The minutes were approved as presented. The agenda was approved as presented.

Tom Ruth presented corrections to the 2023 Budget. At the end of the discussion, it was moved by Dale Weinhold, seconded by Marvin Keller, to accept the changes in the 2023 Budget. Upon vote the motion passed.

Manager Tom Ruth discussed how Payroll and Benefit Trends will be handled in the future.

The Board entered into an executive session to discuss wages, salaries, and payroll for forty-five minutes. The Board returned to the open meeting within the time limit.

Tom Ruth presented his monthly Manager's Report and Manager's Financial Report.

Manager Ruth gave a report on construction projects. He reported on proposed 2023 rebuilds and upgrades.

Stacey Malsam gave an update on financial activities.

Nolan Numrich reported on member service activities.

Manager Ruth continued his report on Western activities including financial charts and graphs.

Nick Zerr moved and Marvin Keller seconded a motion to write off a list of delinquent accounts. Upon a vote the motion passed.

Sue Rohleder and Frank Joy reported on Sunflower Activities.

Checks were reviewed and discussed. Sue Rohleder moved, Marvin Keller seconded, that the checks be accepted as printed. Upon vote the motion passed.

A list of members requesting a refund or transfer patronage capital credits was presented. It was moved by Landon Heier and seconded by Dale Weinhold to approve the request for refund or transfer of patronage capital credits. Upon vote the motion carried.

Manager Ruth reported on RUS, CFC, CoBank, Federated, NRTC, and CRC activities.

Terry Hobbs nominated Nick Zerr as the voting delegate and Tom Ruth as the alternate for the NRTC annual meetings. Marvin Keller seconded the nomination. Upon vote the nomination passed.

Terry Hobbs was appointed voting delegate with Manager Tom Ruth appointed as alternate voting delegate for Western Cooperative Electric at the KEC meeting.

Terry Hobbs gave the KEC report.

Safety Meeting minutes were reviewed. No accidents were reported.

A list of contracts for electrical service was presented. It was moved by Richard Schaus, seconded by Landon Heier, to execute the contracts listed. Upon vote the motion passed.

A list of applicants for membership was presented. It was moved by Dale Weinhold and seconded by Frank Joy that the applicants be approved for membership. Upon vote the motion passed.

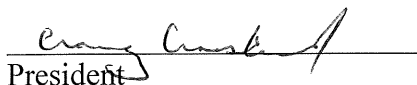
Frank Joy moved, Sue Rohleder seconded, to engage HR Partners to review and recommend changes to WCE's by-laws and policies. Upon vote the motion passed.

Craig Crossland appointed Tom Ruth voting delegate and Dale Weinhold alternate voting delegate for the NRECA meeting.

There being no further business, the meeting was adjourned. The next regular meeting will be January 19, 2023, at 9:00 a.m.

  
Secretary

Approved by:

  
President