

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF KANKAKEE VALLEY R.E.M.C.

The regular monthly meeting of the Board of Directors of Kankakee Valley Rural Electric Membership Corporation pursuant to notice, was held Monday, March 14, 2022, in Wanatah, Indiana, at the headquarters office and commencing at approximately 6:35 p.m. Directors present were Mike Yankauskas, Dave Janney, Bill Bohling, Russell Guse, Dean Moreton, Katrina Harper, and Chris Birky. CEO, Scott Sears, Corporate Counsel, Timothy Krsak, and Cooperative Employee, Amanda Steeb, attended in-person. The meeting was called to order with Mike Yankauskas presiding as President/Chairman and these minutes of the meeting were transcribed by Secretary Bill Bohling. The following proceedings were had.

Consent Agenda

All consent agenda items were reviewed by the Board. On motion duly made and seconded, the consent agenda matters were approved and accepted by the Board, including the January 2022 Board of Directors Meeting Minutes, bills to be paid, new members and bad debt write offs in the amount of \$1,197.27.

Next Meeting

The next board meeting was set for Monday, April 11, 2022, at 6:30 pm.

Annual Meeting Update

Amanda presented the annual meeting update. This year's annual meeting will be a picnic themed event. Discussion was held regarding cost increases for several items budgeted for the annual meeting. Discussion was also held regarding costs associated with the planned entertainment and whether it would be better to not have a band and associated costs this year. Upon motion made and duly seconded, the Board approved a change to planned entertainment and adjustment to the annual meeting budget. Discussion was also held regarding catering for the annual meeting. Quotes were provided for catering services by Birky's and Nelson's. Upon motion made and duly seconded, the Board voted on having Nelson's cater the annual meeting. The board voted two in favor and three against and the motion failed. Upon motion made and duly seconded, the board voted to approve (with Russell abstaining) having Birky's cater the annual meeting.

Member Engagement

Amanda presented the board with information regarding certain member engagement programs underway at the cooperative. An update was given on the office renovation. The SmartHub application is set to launch at the end of March. An update was given regarding the EV car club. There were twenty-one Operation Round-up scholarship applications this year. An update was provided regarding the planned youth board. There was a request for additional funding of \$6,450 for an additional three students to attend the IEC youth tour in D.C. which bring the total to six. Upon motion made and duly seconded, the board approved \$6,450 in additional funding for an additional 3 students to attend the IEC youth tour in D.C.

Financial Reports

The financial reports for the month ending January 2022 were presented by Scott. Total Operation and Maintenance expenses for the month were \$2,765,649.00. Year-to-date operation and maintenance expenses are \$2,765,649.00. The Net Margins for January 2022 were \$66,420.00 and annual accumulated Net Margins as of January 2022 were \$66,420.00. As of January 2022, \$8,736,927.00 in plant construction was in progress. The month of January 2022 year-to-date

TIER, OTIER, DSC, ODSC & MDSC are at acceptable levels. Upon motion duly made and seconded, the board accepted the Financial Report.

Operations, Safety, and Interruption report

Scott presented the Operations, Safety, and Interruption Report. Porter West circuit is 65% complete. The breaker change out system improvements were in progress. The Morgan East project has begun setting poles and booming wire. Fiber make-ready work for Phase 2 is ongoing. The Morgan Substation upgrade is set to be completed by the end of April and the Whispering Pines Substation upgrade is on hold. The Porter substation transformer has been delivered. There were twelve rotten poles replaced and eleven new services installed. Phase 1 of the fiber build is 99% complete with a bad spot in Kouts needing located and repaired. AMI meters have begun arriving but will not be installed until the new NISC system is in place.

There were no incidents or injuries for February. The March safety meeting was on CPR and First/AED certification due to a weather-related hold over from February.

There were six significant outage events in February. There were sixty-one total outage events totaling 6,782 interruption minutes affecting 4,195 members for February 2022. Upon motion duly made and seconded, the board accepted the Operations, Safety, and Interruption Report

WVPA

Dave presented the current issues and matters going on at WVPA. The financials indicated that rates will likely be adjusted upwards in April. The CEO search ongoing. It is expected that interviews will be conducted by the end of March. The 60th WVPA Annual Meeting is set to be held on Wednesday, April 13, 2022.

IEC

Nothing to report.

CFC Forum

The CFC Forum is set to be held from June 3rd through June 7th in Boston this year. No details on the event have been provided yet. CRC voting delegates will need to be determined by June 19, 2022.

ACES Annual Members Conference

The ACES Annual Member Conference is set to be held on June 2nd & 3rd in Indianapolis. Upon motion duly made and seconded, the board approved the attendance of Mike, Dean and Scott at the ACES Annual Members Conference.

NRECA

The NRECA PowerXchange report was provided by board members that were in attendance.

Director's Conference

The annual Director's Conference is being held in Austin, TX on April 2nd – 5th. Mike to make his own travel arrangements to attend.

Legislator's Conference

The annual Legislator's Conference is being held in Washington D.C. on May 1st - 3rd. Dean and Scott are still set to attend.

Policies

Upon changes presented to the Board for review, the following policies were modified on motion duly made and seconded:

- A. E-11: Company Files, Facilities and Equipment
- B. E-37: Company Owned Vehicles
- C. E-41: Driver Policy
- D. D-9: Company Issued Credit Cards
- E. D-10: Director Accounts
- F. D-11: Loans to Directors and/or Members of the Cooperative

Upon changes requested by the Board upon review, the following policy was modified on motion duly made and seconded

- A. E-20: Loans to Cooperative Employees Prohibited, Employee use of Credit Cards and Employee Accounts

Legal

Corporate Counsel provided the legal update. The Electric Vehicle Use Agreement was updated. Depositions in the Williams matter are ongoing with party depositions nearly complete.

CEO Report

Scott presented the CEO's report. The Fiber Loop Surf Communications approved lease agreements. Awaiting a proposal from eX2.

There were \$477,468 in plant additions for the month of January 2022.

WVPA Board meeting was held on March 2nd. The Station Power Committee Meeting was held on February 18th. Power Supply Committee will be virtual and is currently to be determined. The annual meeting is set for April 13th.

IEC

Senate Bill 146 regarding pole attachments did not pass out of the House. House Bill 1002 eliminated utilities receipts tax. RESAP overviews being conducted for 3-year accreditation. There is a manager meeting set for April 19th and a board meeting set for April 20th. Scott Hanson is set to attend RESAP Observer training on May 11th & 12th.

Mammoth Solar discussions being held with SOLV Energy regarding power station needs. Received site prints from engineering consultant. Received load information regarding power station needs. The WVPA continues to work with AEP concerning interconnection and station power. Scott is working with WVPA regarding billing and metering procedures.

Hoosier Solar has an informational meeting scheduled with the Starke County Chamber of Commerce set for March 31, 2022. Scott and Dave will attend.

RUS loan approval was received. Federated conducted its annual assessment. The CoBank economic update and interest rate outlook webinar was held on February 24th.

The directorship meeting is scheduled for March 15th at 6:00pm.

The United Way Community Service project was on February 15th.

There is a job posting for a journeyman lineman/apprentice lineman. One qualified candidate will be interviewed on March 11th.

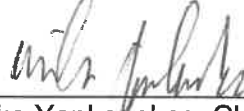
There was further discussion of a possible usage limitation contract to offset to the planned fee increase for certain primary metered members.

Old Business/New Business

Dave presented 2 matters of new business for discussion among the Board members. On motion duly made and seconded the meeting was adjourned at 10:40 p.m.



Bill Bohling, Secretary/Treasurer



Mike Yankauskas, Chairman

Date Approved: April 11th, 2022