

**MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF SOUTH CENTRAL INDIANA
RURAL ELECTRIC MEMBERSHIP CORPORATION
HELD MARCH 25, 2021**

The Regular Meeting of the Board of Directors of South Central Indiana Rural Electric Membership Corporation was held pursuant to notice as required by the Bylaws at the principal office of the Cooperative, 300 Morton Avenue, Martinsville, Indiana on Thursday, March 25, 2021, at 5:30 p.m.

The following Directors were present: Mark Smith (virtual), Jerry Pheifer, Jim Cox, Lisa Prosser, Rex Franklin, Jim Koch (virtual), Bruce Hamlin, and Heather Mollo. Others in attendance were Michael Schultz (virtual), General Counsel; James Tanneberger, President & CEO; and Stacey Sauer, Executive Assistant.

Mr. Tanneberger opened the meeting with prayer. Mr. Hamlin then asked if there were any amendments or corrections to the minutes of the Regular Board of Directors' Meeting held February 25, 2021. There were no amendments or corrections. Ms. Mollo made a motion to approve the minutes as presented. The motion was seconded by Mr. Cox and passed.

Safety Report: Mr. Tanneberger reviewed the Safety Report for the month and answered the Directors' questions. Following discussion, Mr. Cox made a motion to accept the Safety Report. The motion was seconded by Mr. Pheifer and passed.

Financial Reports: The Board reviewed the preliminary financial reports for February 2021. Following discussion, Ms. Prosser made a motion to accept the preliminary financial reports and write-offs to bad debt for February 2021 as presented. The motion was seconded by Mr. Pheifer and passed.

SCI Fiber: Mr. Tanneberger discussed the SCI fiber project reporting on in-home installations (projecting 7,500 by year-end), the fiber network, and smart grid. He further discussed Project Constellation (initiative to connect all Hoosier Energy cooperative fiber networks), a fiber consortium, and business and transport updates.

Committee Reports:

Fiber Committee: The Committee met on March 11. The recap of this meeting was included in the SCI Fiber report.

Member Service and Marketing Committee: Ms. Mollo reported on the Committee Meeting held March 17, 2021. She reported that the group discussed plans for the 2021 Annual Meeting recommending a virtual meeting to be held on September 25, 2021. The Committee will be meeting again to finalize plans for Board consideration.

The Committee also discussed allowing electronic and mail-in votes. Mr. Schultz will review and update the bylaws to allow electronic voting as well as address language with regards to virtual annual meetings. The bylaw amendment will be considered at the April Board Meeting.

Personnel Committee: The Personnel Committee scheduled a meeting for Thursday, May 20, 2021, at 9:00 am.

Unfinished Business: Mr. Tanneberger reported his goals for 2021 were included in the Board Report with updates in red.

The President/CEO reported that COVID cases are trending in a positive direction. The current working arrangements are expected to remain in place through April with employees transitioning back to the office in May with a full return planned for the beginning of June. The Board discussed reopening the lobby and the Community Room in the near future.

The Board discussed the timeline for filling the vacancy in District 6 due to the passing of Director Steve Williamson. Information will be included on the SCI website and the April member newsletter. Members wishing to be considered for the vacancy should express their interest no later than May 21, 2021. The Board will consider filling the vacancy at the June Board Meeting.

New Business: Mr. Tanneberger reported London Witte Group will be auditing SCI's NRECA Benefits as required every five years. Further, the Board discussed SCI's annual financial audit and the possibility of contracting with another auditing firm from time to time. It was noted that several entities review SCI's financial reports and processes through filing of taxes and an internal control audit.

It was reported that CFC will be having a Summer Summit in June and are limiting participation to one person per attending cooperative. Mr. Franklin expressed an interest in attending the Summit. Ms. Prosser made a motion to authorize Mr. Franklin to attend the CFC Summer Summit. The motion was seconded by Mr. Cox and approved.

Attorney: Mr. Schultz discussed proposed changes to board policies as follows:

Board Policy No. 4-12 – Partial Release of Blanket Easement – Following discussion of policy and proposed changes, Ms. Mollo made a motion to approve the policy as amended. The motion was seconded by Mr. Cox and approved.

Board Policy No. 4-13 – Right-of-Way Clearing of Overhead Lines – Following discussion of the policy and proposed changes, Ms. Mollo made a motion to approve the policy as amended. The motion was seconded by Mr. Franklin and approved.

Mr. Schultz further reported on several ongoing projects.

President/CEO Report: Mr. Tanneberger reported he continues to communicate SCI's strategic vision, mission statement and internal vision to employees to ensure all are working toward the same goal.

He then asked if there were any questions regarding the President/CEO's monthly written report. Following questions, Mr. Franklin made a motion to accept the President/CEO Report.

The motion was seconded by Ms. Prosser and approved.

Miscellaneous Reports: The Board discussed recent energy issues in Texas.

Hoosier Energy: The Board discussed the upcoming Hoosier Energy Board Meeting to be held on March 29, 2021.

Mr. Hamlin reminded Directors to submit their FORE and ACRE contributions as soon as possible.

There being no further business to come before the Board, the meeting was adjourned to an Executive Session of the Board.

Bruce Hamlin, Chairman

ATTEST:

Jerry W. Pheifer, Secretary