

**MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF SOUTH CENTRAL INDIANA
RURAL ELECTRIC MEMBERSHIP CORPORATION
HELD FEBRUARY 29, 2024**

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, February 29, 2024, at 5:30 p.m.

The following Directors were present: Mark Smith, Jerry Pheifer, Lisa Prosser, Brad Shields, Rex Franklin, Ken Sebastian, Don Renner, and Bruce Hamlin. Others in attendance were Michael Schultz, General Counsel; James Tanneberger, President & CEO; Randy Elliott, Chief Operating Officer; Tammy Haenlein, VP of Member Services; Gregg Hopsicker, VP of Distribution Services; Charity Coffman, VP of Finance; and Stacey Sauer, Executive Assistant.

Director Rex Franklin opened the meeting with prayer. Chairman Hamlin then asked if there were any amendments or corrections to the minutes of the Regular Board of Directors' Meeting held January 25, 2024. Hearing none, Ms. Prosser made a motion to approve the minutes as presented. The motion was seconded by Mr. Sebastian and approved.

Safety Report: Mr. Tanneberger reviewed the Safety Report for the month. Mr. Tanneberger further stressed that safety is a priority and will be treated as such. Following discussion, Mr. Shields made a motion to accept the Safety Report. The motion was seconded by Mr. Smith and passed.

Wins: Mr. Hamlin shared an email from a member thanking SCI for all we do for the communities we serve.

Mr. Franklin was presented with a certificate for completion of NRECA courses to maintain the Director Gold certification.

Allie Jones with Indiana Electric Cooperatives brought the Board up to date on the current legislative session and discussed the IEC State and Federal PACs.

Financial Reports: The Board reviewed the preliminary financial reports for January 2024. Following discussion and questions, Mr. Franklin made a motion to accept the financial reports and write-offs to bad debt for January 2024 as presented. The motion was seconded by Mr. Smith and passed.

Committee Meetings:

Member Service and Marketing Committee: Chairman Hamlin reported that Director Ken Sebastian has been named the Chairperson of the Committee replacing retired Director, Heather Mollo. The Committee will schedule a meeting in March to discuss the 2024 Annual Meeting.

SCI Fiber: Mr. Tanneberger reported that SCI Fiber continues to be a great asset to our membership and participation continues to increase.

He reported on recent activities of Accord Telecommunications Collaborative reporting that the group recently held their first in-person membership meeting. He further discussed the history of Accord to date.

Strategic Plan Update: Mr. Tanneberger reported that the SWOT Analysis from the recent strategic planning session was included in the Board Report along with suggested items to be addressed over the next five years. Staff will review the information and develop a tracking spreadsheet of initiatives to be addressed as suggested by the Board.

Unfinished Business: Mr. Tanneberger reviewed the President/CEO goals for 2024 and the board was brought up to date on the status of the Rogers Building.

New Business: Chairman Hamlin appointed a Board Committee to interview potential candidates to fill the Board vacancy in District 9 due to the retirement of Director Heather Mollo.

The Board considered the annual Indiana Electric Cooperatives State PAC corporate contribution. Following discussion, Mr. Renner made a motion to approve a corporate contribution of \$2,000.00. The motion was seconded by Ms. Prosser and approved.

Mr. Tanneberger reported that CFC's 2023 Borrower Compliance Certification has been completed as required by the CFC mortgage.

The Board was reminded of the CoBank Regional Customer Meeting to be held March 21-22, 2024, in Normal, Illinois.

Attorney: Mr. Schultz reviewed the following board policies:

Board Policy No. 1-3- Organization Plan and Structure – Following discussion and minor revisions, Mr. Smith made a motion to approve the policy as amended. The motion was seconded by Ms. Prosser and passed.

Board Policy No. 4-13- Right-of-Way Clearing Overhead Lines – Following discussion and questions, the policy will be further reviewed at the March Board Meeting.

Mr. Schutlz further discussed the pole attachment agreement form, upcoming mediation with a former SCI fiber contractor, and other 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. The CEO communicates this message monthly in the employee newsletter along with other updates. He further reported that SCI Controller, Charity Coffman has been promoted to Vice President of Finance.

Mr. Tanneberger then asked if there were any questions regarding the President/CEO's monthly written report. Following discussion, Ms. Prosser made a motion to accept the President/CEO's report. The motion was seconded by Mr. Shields and approved.

Operation RoundUp: The Board reviewed the recap of the meeting of the RoundUp Board of Trustees held February 21, 2024.

There being no further business to come before the Board, Ms. Prosser made a motion to adjourn the meeting. The motion was seconded by Mr. Renner and approved.

Bruce Hamlin, Chairman

ATTEST:

Jerry W. Pheifer, Secretary