

**MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF SOUTH CENTRAL INDIANA
RURAL ELECTRIC MEMBERSHIP CORPORATION
HELD MARCH 28, 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, March 28, 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 (virtual), General Counsel; James Tanneberger, President & CEO; Randy Elliott, Chief Operating Officer; Marilou Idland, VP of Human Resources; Tammy Haenlein, VP of Member Services; Gregg Hopsicker, VP of Distribution Services; Charity Coffman, VP of Finance; Jonathan Presley, Manager of Business Technology; Jeff Childress, Manager of Process Improvement; and Stacey Sauer, Executive Assistant.

Director Jerry Pheifer 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 February 29, 2024. Mr. Franklin indicated that on page two, it states that he was presented with a certificate for completion of NRECA courses to obtain the Director Gold certification. It should read to maintain versus obtain the Director Gold certification. Thereafter, Ms. Prosser made a motion to approve the minutes as amended. The motion was seconded by Mr. Franklin and approved.

Safety Report: Mr. Tanneberger reviewed the Safety Report for the month and answered the Directors' questions. Mr. Tanneberger further stressed that safety is a priority and will be

treated as such. Following discussion, Mr. Renner made a motion to accept the Safety Report. The motion was seconded by Mr. Sebastian and passed.

Staff Report: Ms. Coffman discussed the preliminary 2023 year-end financial reports discussing ratios, margins, the balance sheet, storm costs, electric revenues, power costs, and major accounts. The 2023 Audit Report will be presented at the April Board Meeting.

Wins:

-Mr. Tanneberger reported that SCI may have the opportunity to provide fiber for substation communications for Hoosier Energy.

-Jonathan Presley reported that he had submitted a paper to the Department of Energy with regards to cybersecurity and SCI was awarded a prize of \$50,000 plus 80 hours of technical assistance.

-Mr. Renner was presented with a certificate of completion of the NRECA courses to obtain the Credentialed Cooperative Director (CCD) certification.

-Directors Jerry Pheifer and Rex Franklin were presented with a token of appreciation for their many years of continued service to the SCI Board of Directors.

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

Committee Meetings:

Member Service and Marketing Committee: The Committee met prior to the Board Meeting to discuss plans for the 2024 Annual Meeting which will be held virtually on Saturday, September 28, 2024. The Committee discussed cost saving measures with regards to mailing the ballot and annual meeting notice. They reviewed different scenarios and recommended a hybrid approach to the mailing which would include mailing all members a ballot and providing information to access the Notice of the Annual Meeting online at SCI's website. The online notice will include the prior year's minutes for approval and financial recap, which have been

traditionally mailed with the ballot. It was noted that hard copies of the annual meeting notice and information would be provided upon request. This change would reduce the cost of the annual meeting mailing. Following discussion, Mr. Pheifer made a motion to approve the recommendation of the Member Service and Marketing Committee. The motion was seconded by Mr. Renner and approved.

Personnel Committee: The Personnel Committee scheduled a meeting for Tuesday, May 28, 2024, at 1:00 pm at the REMC office.

SCI Fiber: Mr. Tanneberger reported that SCI Fiber continues to be a great asset to our membership and participation continues to increase. Staff has reviewed the take rates in various areas of SCI's service territory and will look at direct marketing to areas with lower take rates.

He further reported on the recent activities of Accord Telecommunications Collaborative.

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.

He discussed several pilot projects with regards to electric vehicles, grid reliability, and demand side management.

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: The Board discussed possible dates to honor former Director Heather Mollo on her retirement from the SCI Board after serving 18 years.

Mr. Hamlin and Mr. Franklin discussed the recent CoBank Energy Regional Meeting.

The Board was reminded of the CFC Forum/ACES Conference to be held in June in Indianapolis.

Attorney: Mr. Schultz reviewed the following board policy:

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

Mr. Schutlz further discussed the Rogers Building lease and a settlement through mediation with a former SCI fiber contractor.

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.

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

Miscellaneous Reports: Mr. Franklin reported on the recent NRECA PowerXchange conference.

Hoosier Energy: Mr. Pheifer reported on the recent meeting of the Hoosier Energy Board and answered the Directors' questions.

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

Bruce Hamlin, Chairman

ATTEST:

Jerry W. Pheifer, Secretary