

**MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF SOUTH CENTRAL INDIANA
RURAL ELECTRIC MEMBERSHIP CORPORATION
HELD SEPTEMBER 25, 2025**

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, September 25, 2025, at 5:00 p.m.

The following Directors were present: Jerry Pheifer, Brad Shields, Lisa Prosser (virtual), Rex Franklin, Ken Sebastian, Bruce Hamlin, Don Renner, and Mike Witte. Director Mark Smith was absent. Others in attendance were Mike Schultz, General Counsel; James Tanneberger, President & CEO; Randy Elliott, Chief Operating Officer; Scott Perry, Chief Operating Officer; Tammy Haenlein, VP of Member Services; Gregg Hopsicker, VP of Distribution Services; Marilou Idland, VP of Human Resources; Charity Coffman, VP of Finance; Micah Buchanan, VP of Fiber; Jordy Smith, Energy Services Advisor; and Stacey Sauer, Executive Assistant.

Director Ken Sebastian opened the meeting with prayer. Chairman Hamlin asked if there were any amendments or corrections to the minutes of the Regular Board of Directors' Meeting held August 28, 2025. Hearing none, Mr. Witte made a motion to approve the minutes as presented. The motion was seconded by Mr. Shields and approved.

Mr. Tanneberger introduced Micah Buchanan, who was recently hired as the VP of Fiber. Mr. Buchanan shared his varied background in the fiber industry.

Safety and Cybersecurity Report: Mr. Tanneberger reviewed the Safety and Cybersecurity Reports for the month. Following discussion, Mr. Shields made a motion to accept the Safety and Cybersecurity Reports. The motion was seconded by Mr. Smith and passed.

Jordy Smith provided an AED and basic CPR training/review for the Board and staff attending the meeting.

Wins: SCI received notification that we are a recipient of a \$240,000 Cybersecurity grant.

As part of Cooperative Month, SCI employees volunteered at the Children's Farm Festival at the Peden Farm in Monroe County. This annual event hosts several thousand kids and provides educational activities with regards to farming, sustainability, powerline safety, animals, etc.

Financial Reports: The Board reviewed the financial reports for August 2025. Following discussion, Mr. Renner made a motion to accept the financial reports and write-offs to bad debt for August 2025 as presented. The motion was seconded by Mr. Sebastian and passed.

Committee Meetings

Work Plan and Budget Committee: The Committee will meet on November 14 at 2:00 pm for further budget detail.

SCI Fiber: Mr. Tanneberger reported that SCI Fiber continues to be a great asset to our membership and participation continues to increase. The fiber area is focusing on member services and process improvement in the areas of new signups and service calls. There are currently 12,082 fiber subscribers.

Mr. Tanneberger next brought the Board up to date on recent activities of Accord Telecommunications Collaborative and answered the Directors' questions.

Strategic Plan Update: The combined strategic planning action spreadsheet was uploaded for the Board's information and review. Mr. Tanneberger also reported that staff will have a strategic planning session prior to the end of the year and will plan for a strategic planning board retreat mid-year 2026.

Unfinished Business: Mr. Tanneberger reviewed the updated President/CEO goals for 2025.

The Board considered the proposed 2026 Budget Ratios as recommended by the Work Plan and Budget Committee. Following discussion, Mr. Pheifer made a motion to approve the 2026 Budget Ratios as presented. The motion was seconded by Mr. Franklin and approved. A copy of the budget ratios is attached.

Ms. Haenlein reported that the Annual Meeting will be held this Saturday, September 28 beginning at 9:45 am via Facebook live.

New Business: The Board then considered nominations for the Indiana Electric Cooperatives director position for 2026. Mr. Pheifer made a motion to appoint Bruce Hamlin as SCI's Indiana Electric Cooperatives Director. The motion was seconded by Mr. Franklin and passed.

The Voting Delegate and Alternate Delegate to the Indiana Electric Cooperatives Annual Meeting were then considered by the Board. Mr. Pheifer made a motion to appoint Ken Sebastian as the Voting Delegate and Rex Franklin as the Alternate Voting Delegate. The motion was seconded by Mr. Shields and passed.

The Board was informed that two Operation RoundUp Trustee positions will be up for appointment this year as both Trustees have completed their second term as of

December 2025. The appointments can be from any of the counties we serve as we currently have representation in our four core counties. The Board will consider candidates by January 2026.

As a matter of record keeping, the Board approved the transfer of funds from the RUS Trustee account to the Cooperative's General Fund for approved construction costs included in the FFB/RUS bank loan.

The Board considered the execution of RUS Form 675 adding COO Scott Perry as an authorized signer for RUS documents. Following discussion, Mr. Renner made a motion to approve the execution of RUS Form 675 as presented. The motion was seconded by Mr. Franklin and approved.

The Directors next considered the adoption of a resolution authorizing Tammy Harrington, Account, as an authorized user on the Citizens Bank RUS Account. Following discussion, Mr. Witte made a motion to adopt the resolution as presented. The motion was seconded by Mr. Pheifer and approved. The resolution is attached.

The Board was reminded of the NRECA Directors Conference to be held January 25-28, 2026.

Attorney: Mr. Schultz reviewed the following board policy:

Board Policy No. 1-5 – Offers to Acquire All or Substantially All of SCI – The Board reviewed the policy and there were no recommended amendments.

Board Policy No. 1-6 – Use of Consultants – The Board reviewed the policy and there were no recommended amendments.

Mr. Schultz further discussed 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 discussion, Mr. Shields made a motion to accept the President/CEO's Report. The motion was seconded by Mr. Witte and approved.

Hoosier Energy: There was not a Hoosier Energy Board Meeting in September.

Indiana Electric Cooperatives: Mr. Hamlin gave a report on the recent meeting of the Indiana Electric Cooperatives' Board and answered the Directors' questions.

There being no further business to come before the Board, Mr. Shields made a motion to adjourn the meeting. The motion was seconded by Mr. Witte and passed unanimously.

Bruce Hamlin, Chairman

ATTEST:

Jerry W. Pheifer, Secretary