

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS FOR  
NORTHCENTRAL ELECTRIC COOPERATIVE**

The May 29, 2024, meeting was held pursuant to the Bylaws. Directors Patty Griffin, Ricky Jones, Julie Niblett, Jerry Nichols, Tony Taylor, Morris Thompson, and Pat Woods were present. Also present were Kevin Doddridge, CEO/General Manager, Attorney Chris Latimer, and Staff. Directors Don Dickerson and Phil Lachaussee were absent.

President Pat Woods determined a quorum was present and called the meeting to order at 12:05 p.m.

CEO/General Manager Kevin Doddridge gave the invocation.

Director Julie Niblett moved to approve the May 29, 2024 Agenda, seconded by Director Tony Taylor, and passed unanimously.

LISTENING SESSION: None.

Director Morris Thompson moved to approve the April 2024 Board Minutes, seconded by Tony Taylor, and passed unanimously.

Director Tony Taylor moved, seconded by Director Julie Niblett, to approve new and terminated members for April 2024. The Board unanimously approved.

ATTORNEY REPORT: Attorney Chris Latimer updated the Board on potential revisions to the Bylaws and his work with Mark Nichols in protecting Northcentral's interest in View, Inc.'s Chapter 11 bankruptcy.

Directors and Staff watched a governance video provided by NRECA on The Role of The Coop's Attorney.

Staff members gave reports to the Board related to engineering and operations, line construction, safety, finance and administration, and management. The Board received the updates with no action taken.

**NEW BUSINESS:**

Director Jerry Nichols moved, seconded by Director Morris Thompson, to approve a \$2M loan to Northcentral Connect, Inc. The Board unanimously approved.

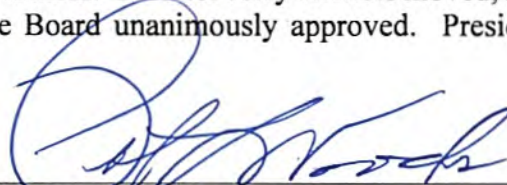
Director Julie Niblett moved, seconded by Director Morris Thompson, to approve up to seven days for Director Summer School Training in July 2024. The Board unanimously approved.

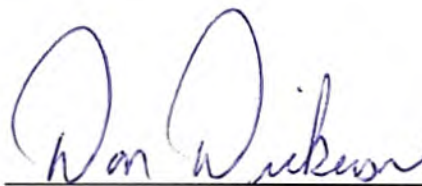
Director Tony Taylor moved, seconded by Director Morris Thompson, to approve changes to the Travel Policy. The Board unanimously approved.

Director Tony Taylor moved, seconded by Director Jerry Nichols, for JJ Kane Auctions to dispose of a 2017 Ford Transit van, a 2014 Chevrolet Impala and a 2014 International Terex 55-foot bucket truck. The Board unanimously approved.

Director Jerry Nichols moved, seconded by Director Tony Taylor, to approve the fiscal year 2024 Audit Engagement Letter. The Board unanimously approved.

President Woods declared no further business. Director Jerry Nichols moved, seconded by Director Morris Thompson, to adjourn. The Board unanimously approved. President Woods declared the meeting adjourned.

  
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PAT WOODS, PRESIDENT

  
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DON DICKERSON, SECRETARY

AGENDA

BOARD OF DIRECTORS REGULAR MEETING

May 29, 2024

12:00 NOON

- 1) Call to order by President
- 2) Invocation
- 3) Listening Session (if needed)
- \*4) Approve Agenda of May 2024 Board Meeting
- \*5) Approve Minutes of April 2024 Board Meeting
- \*6) Approve New and Terminated Members
- 7) Attorneys Report
- 8) NRECA Governance Video: The Role of the Coop's Attorney
- 9) Staff Reports
  - A. Marketing and Business Development
  - B. Engineering/Operations Report
  - C. Line Construction Report
  - D. Safety Report
  - E. Administrative Report
  - F. Manager's Report
- 10) Old Business
- 11) New Business:
  - \* A. Approve Loan to Northcentral Connect
  - \* B. Approve Board Training
  - \* C. Approve Changes to Travel Policy
  - \* D. Approve Equipment Disposal
  - \* E. Approve FY 2024 Audit Engagement
- 12) Items of Mutual Concern
- 13) Adjourn