

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

The January 22, 2025 meeting was held pursuant to the Bylaws. Directors Don Dickerson, Patty Griffin, Ricky Jones, Phil Lachaussee, 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.

President Pat Woods determined a quorum was present and called the meeting to order at 12:10 p.m.

Kevin Doddridge gave the invocation.

LISTENING SESSION: None.

Director Ricky Jones moved to approve the January 22, 2025 Agenda, seconded by Director Julie Niblett, and passed unanimously.

Director Jerry Nichols moved to approve the November 20, 2024 and the December 3, 2024 Board Minutes, seconded by Director Tony Taylor, and passed unanimously.

Director Phil Lachaussee moved, seconded by Director Jerry Nichols, to approve new and terminated members for November and December 2024. The Board unanimously approved.

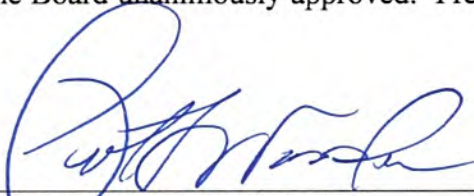
Directors and Staff watched a governance video provided by NRECA on the Boards' role in the annual Audit.

Jonathan Haygood with Franks, Franks, Wilemon & Hagood accounting firm presented the Northcentral Electric and Northcentral Connect Audit and IRS 990 Returns for the past fiscal year. Director Jerry Nichols moved to approve the Audit and IRS 990 Return of Northcentral Electric Cooperative as presented, seconded by Director Morris Thompson, and passed unanimously.

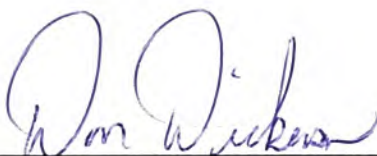
ATTORNEY REPORT: Attorney Chris Latimer updated the Board on his and Kevin Doddridge's work on amending the Bylaws. Attorney Latimer also updated the Board on the work he is doing with Mark Nichols addressing delinquent pole attachment accounts.

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

President Pat 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.



PAT WOODS, PRESIDENT



DON DICKERSON, SECRETARY

AGENDA

BOARD OF DIRECTORS REGULAR MEETING

January 22, 2025

Noon

- 1) Call to order by President
- 2) Invocation
- *3) Approval of Agenda
- 4) Listening Session (if needed)
- *5) Approve Minutes of Previous Board Meetings
- *6) Approve New and Terminated Members
- 7) NRECA Governance Talk Video: Board Role in the Audit
- *8) Presentation and Approval of Audit and IRS 990 Return
- 9) Attorneys Report
- 10) 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
- 11) New Business
- 12) Items of Mutual Concern