CLINTON COUNTY ELECTRIC COOPERATIVE, INC.
Minutes of the Meeting of the Board of Trustees held Tuesday, December 17, 2024

The regular meeting of the Board of Trustees of the Clinton County Electric Cooperative, Inc. was held at the Cooperative Office in Breese, Illinois on Tuesday, December 17, 2024, beginning at 6:30 p.m.

CALL TO ORDER

The meeting was called to order by Rob Gerstenecker, Chairman of the Board of Trustees of the Cooperative, at 6:30 p.m. and began with the recitation of the Pledge of Allegiance.

ROLL CALL

At the time Secretary-Treasurer Kevin Wiegmann called the roll, the following trustees were present:

Rob Gerstenecker
Steve Kalmer
Kevin Wiegmann
John Becker
Tim Hanke
Rodney Timmermann
Joe Voss

said trustees being all the trustees of the Cooperative except Cary Dickinson who was present via conference call. Also in attendance was Cooperative President/COO, Bob Kroeger.

2025 OPERATING & CAPITAL IMPROVEMENT BUDGET

Upon motion by Trustee Hanke, seconded and vote taken thereon, the 2025 Operating and Capital Improvement Budget was approved by unanimous vote.

2025 CAPITAL CREDIT RETIREMENT

Upon motion by Trustee Becker, seconded and a vote taken thereon, the 2025 retirement amount will include the remaining 2004 and a portion of the 2005 allocated patronage. $450,000 of normal retirement and an estimated $84,000 of estate retirement.

AMERICA'S ELECTRIC COOPERATIVE'S PAC

At this time, President Kroeger asked the board to let him know if they would like to make any changes to their America's Electric Cooperative's PAC contributions for the upcoming year.

APPROVE CONSENT AGENDA

Upon motion by Trustee Timmermann, seconded and a vote taken thereon, the Consent Agenda, with the following items, was approved:

1. **Minutes of the November 26, 2024, Regular Board Meeting as posted on Call to Order;**
2. **Delinquent accounts write-off: electric (a/c 904) (5) $1,131.62;**
3. **Memberships to be terminated (itemized in the December 2024 Board Minutes addendum and made a part of these minutes);**
4. **Capital Credit Estates – (1) $575.43;**
5. **President's Report, including the prior month's correspondence, issues and complaints, and the SIPC power bill for last month's usage. Also included under the President's Report: President Kroeger reminded the board of the President's upcoming over night travel request, which has been previously approved including: none.**
6. **Important dates to remember:**
   - **Annual Christmas/Safety Dinner: Saturday, January 25, 2025 - Invitations will be sent out**
   - **NRECA Director's Conference: January 25-28, 2025 – Ponte Vedra Beach, FL**
   - **Annual Hearing Screenings: Tuesday, February 25, 2025**
   - **NRECA Annual Meeting: March 9-12, 2025 – Atlanta, GA**
   - **SIPC Annual Meeting – March 27, 2025**
7. **Member Correspondence**
   - **Returned Surveys**
   - **Thank you from the Kuhl Family**
   - **Thank you from Kaskaskia College**

TRUSTEE, LEGAL COUNSEL & PRESIDENT/COO EXPENSES

Upon motion by Trustee Voss, seconded and a vote taken thereon, the Trustees, Legal Counsel and President/COO expenses were approved.

CHECKS, WIRE TRANSFERS, ACH

The Board of Trustees then reviewed the checks/wire transfer/ACH list for the month of November 2024.

FINANCIAL REPORT

At this time, the board reviewed the financial report for the month ending November 30, 2024.

MONTHLY OPERATIONAL AND STATISTICAL REPORT

President Kroeger then reported on the monthly Operational and Statistical Report.

ACCIDENT & SAFETY REPORT & OUTAGE REPORTS

The Accident & Safety Report, as well as the Individual and Line Outage Reports, were received by the Board of Trustees at this time. Upon motion by Trustee Hanke, seconded and a vote taken thereon, both the written and oral Accident/Safety Report and the Individual and Line Outage Reports for the month of November 2024, presented by Cooperative president Bob Kroeger, were approved. The written reports are made a part of these minutes.

NEW MEMBERSHIPS

The board reviewed the new membership list at this time (itemized in the December 2024 Board Minutes addendum, and made a part of these minutes).

SIPC INVESTED CAPITAL TAX

President Kroeger gave an update on the status of the Invested Capital Tax being returned to the CCEC membership.

DISTRICT 2 VACANCY

At this time, the Vacancy Committee presented the names of Jeff McCray, Jeff Schulte and John Winter as possible candidates to fill the District 2 vacancy. After some discussion, the board voted to appoint Jeff Schulte.

KEVIN KAMPWERTH MEMORIAL SCHOLARSHIP

At this time, Chairman Gerstenecker appointed Trustees Becker, Kalmer and Timmermann to a committee to consider the goals and criteria to establish the Kevin Kampwerth Memorial Scholarship. The committee will report to the board at the January board meeting.

FEDERATED DIRECTORS OFFICERS AND MANAGERS LIABILITY PROTECTION

After some discussion, it was decided to leave the Federated Directors, Officers and Managers Liability Protection at $3,000,000.

NRECA VOTING REPRESENTATIVE

Upon motion by Trustee Hanke, seconded and a vote taken thereon, Trustee Gerstenecker was approved as the Voting Representative and Trustee Timmermann as the Alternate for the 2025 NRECA PowerXchange.

CRC VOTING REPRESENTATIVE

Upon motion by Trustee Dickinson, seconded and a vote taken thereon, Trustee Gerstenecker was appointed as the CRC Voting Representative and Trustee Timmermann was appointed as Alternate Voting Representative for the upcoming 2025 CRC Annual Meeting to be held Sunday, March 9, 2025, in Atlanta, GA in conjunction with the 2025 PowerXchange.

NISC VOTING REPRESENTATIVE

At this time, President Kroeger informed the board that NISC has moved their annual meeting to a virtual platform rather than hosting at the NRECA PowerXchange. NISC will be sending out a follow-up notice with further detail including any voting instructions, should there be any requirement to vote.

NRTC VOTING REPRESENTATIVE

Upon motion by Trustee Kalmer, seconded and a vote taken thereon, Trustee Gerstenecker was appointed as the NRTC Voting Representative and Trustee Timmermann the Alternate Voting Representative at the 2025 NRTC Annual Meeting to be held Sunday, March 9, 2025, in Atlanta, GA in conjunction with the 2025 PowerXchange.

SIPC ANNUAL MEETING

Upon motion by Trustee Hanke, seconded and a vote taken thereon, the board approved attendance for all CCEC Trustees to attend the Southern Illinois Power Cooperative Annual Meeting to be held March 27, 2025.

SIPC VOTING REPRESENTATIVE

Upon motion by Trustee Becker, seconded and a vote taken thereon, Trustee Hanke was appointed as the SIPC Voting Representative and Trustee Kalmer as the Alternate Voting Representative at the 2025 SIPC Annual Meeting.

NRECA CLASS 903 "THE ROLE OF THE BOARD CHAIR IN CONDUCTING EFFECTIVE MEETINGS"

At this time, there was a discussion about the NRECA Class 903 "The Role of the Board Chair in Conducting Effective Meetings" attended by Trustee Wiegmann.

2025 NRECA DIRECTOR'S CONFERENCE

Upon motion by Trustee Timmermann, seconded and a vote taken thereon, the board approved Trustee Gerstenecker to attend the 2025 NRECA Director's Conference being held in Ponte Vedra Beach, FL on January 26-28, 2025.

AIEC MANAGER'S MEETING REPORT

Next, President Kroeger provided a report on the AIEC Manager's Meeting held via Zoom on December 3, 2024.

ICWCG / RSI MEETING REPORT

President Kroeger requested that the report on the ICWCG / RSI Meeting held on December 4, 2024, be deferred until after the ICWCG / RSI Annual Meeting being held on January 27, 2025.

AIEC DIRECTOR'S REPORT

Trustee Wiegmann reported on recent happenings at the AIEC.

SIPC DIRECTOR'S REPORT

Trustees Hanke, Kalmer and Dickinson in addition to President Kroeger, reported on recent activities at Southern Illinois Power Cooperative.

SISTER COOPERATIVE'S LLC

Next, the board received reports on Sister Cooperatives.

OTHER BUSINESS

Due to a conflict with the 2025 NRECA Director's Conference, the January board meeting will be held on January 22, 2025, at 6:30pm.

EXECUTIVE SESSION WITH PRESIDENT/COO

No executive session with President Kroeger took place.

EXECUTIVE SESSION WITHOUT PRESIDENT KROEGER

No executive session without President Kroeger took place.

FORM 990

Forms to record Form 990 hours were then circulated.

ADJOURNMENT

There being no further business to come before this board, upon motion by Trustee Kalmer, seconded and a vote taken thereon, Chairman Gerstenecker adjourned the meeting at 8:17 p.m. The next regular meeting of the Board of Trustees of Clinton County Electric Cooperative, Inc. will be held on Tuesday, January 28, 2025, beginning at 6:30 p.m.

Kevin Wiegmann, Secretary

APPROVED:

Rob Gerstenecker, Chairman