

CHARITON VALLEY ELECTRIC COOPERATIVE, INC.
ANNUAL MEETING OF BOARD OF DIRECTORS
AUGUST 2, 2021

The Annual Meeting of the Board of Directors of Chariton Valley Electric Cooperative, Inc. was held at the office of the Cooperative in Albia, Iowa, at 6:30 P.M. on the 2nd day of August, 2021, pursuant to waiver of notice of all of the directors.

The meeting was called to order by Kenneth Vandenberg, who served as Chairman of the meeting and Secretary Norman Major served as acting Secretary of the Meeting and kept the minutes thereof.

The Secretary then called the roll and reported that the following directors, including those elected at the Annual Meeting of the Members, were present:

Randy Gottschalk	Marchelle Brown
Jerry Durian	Michael Miller
Wesley Green	Kenneth Vandenberg
Norm Major	Richard Welsh
	John Houser

said persons being all of the directors. Also present were General Manager Leilani Todd, Attorney Dennis L. Puckett, and retired Director Bill Moore and his spouse.

All directors waived notice of the meeting.

The Chairman thereupon declared the meeting duly organized for the transaction of business.

The Chairman recognized Bill Moore for his 39 years of service as a Director. Attorney Puckett read a Resolution of Appreciation that was presented to Bill Moore and others provided comments. Following the remarks, Bill Moore and his spouse left the meeting.

The Chairman then stated that the next order of business would be the election of officers to hold office until the first meeting of the Board of Directors following the adjournment of the next Annual Meeting of the Members, and until their respective successors shall have been elected and shall have qualified.

The Chairman then turned to Attorney Puckett to conduct the election of officers.

Nominating ballots for the office of President were then distributed and completed by each of the directors. The ballots were collected and counted. The results of such nominating ballot for the office of President were reported as follows:

Kenny Vandenberg	8 Nominating Ballots
Norm Major	1 Nominating Ballot

Finding an absolute majority on the nominating ballot, a motion was made, seconded and carried to have the nominating ballot serve as an election ballot. Kenneth VandenBerg was thereupon declared to have been duly elected to the office of President to serve for a term of one year and until his successor shall have been duly elected and qualified.

Nominating ballots for the office of Vice President were then distributed and completed by each of the directors. The ballots were collected and counted. The results of such nominating ballot for the office of Vice President were reported as follows:

Wesley Green	2 Nominating Ballots
Norman Major	2 Nominating Ballots
Mike Miller	2 Nominating Ballots
Randy Gottschalk	3 Nominating Ballots

Following announcement of the nomination ballot results, Norm Major and Mike Miller withdrew from nomination. An election was then held and the ballots were collected and counted. The results of the election ballot were reported as follows:

Randy Gottschalk	7 Votes
Wesley Green	2 Votes

Randy Gottschalk was thereupon declared to have been duly elected to the office of Vice President to serve for a term of one year and until his successor shall have been duly elected and qualified.

Nominating ballots for the office of Secretary were then distributed and completed by each of the directors. The ballots were collected and counted. The results of such nominating ballot for the office of Secretary were reported as follows:

Norman Major	7 Nominating Ballots
Marchelle Brown	2 Nominating Ballots

Finding an absolute majority on the nominating ballot, a motion was made, seconded and carried to have the nominating ballot serve as an election ballot. Norman Major was thereupon declared to have been duly elected to the office of Secretary, to serve for a term of one year and until his successor shall have been duly elected and qualified.

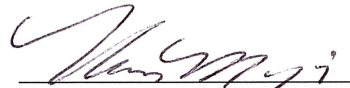
Nominating ballots for the office of Treasurer were then distributed and completed by each of the directors. The ballots were collected and counted. The results of such nominating ballot for the office of Treasurer were reported as follows:

Marchelle Brown	7 Nominating Ballots
Richard Welsh	1 Nominating Ballot
Norm Major	1 Nominating Ballot

Finding an absolute majority on the nominating ballot, a motion was made, seconded and carried to have the nominating ballot serve as an election ballot. Marchelle Brown was thereupon declared to have been duly elected to the office of Treasurer to serve for a term of one year and until her successor shall have been duly elected and qualified.

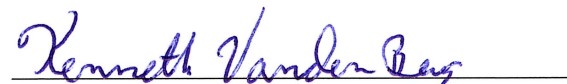
A motion was made, seconded and carried to appoint Kenny VandenBerg as the Cooperative's voting representative at the Chariton Valley Services Company Annual Shareholder Meeting.

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting adjourned.



Norman Major, Secretary

Approved:



Kenneth VandenBerg, Chairman

CHARITON VALLEY ELECTRIC COOPERATIVE, INC.

WAIVER OF NOTICE

We, the undersigned directors of Chariton Valley Electric Cooperative, Inc., an incorporated cooperative association organized under the laws of the State of Iowa, do hereby waive notice of the time, place and purpose of the Annual Meeting of the Board of Directors of the Cooperative, and do hereby expressly consent that said meeting may be held at the office of the Cooperative in Albia, Iowa at 6:30 P. M., on the 2nd day of August, 2021, for the following purposes:

1. To elect officers; and for the transaction of such other business as may come before said meeting or any adjournment or adjournments thereof.

IN WITNESS WHEREOF, we have hereunto set our hands this 2nd day of August, 2021.

Jerry Durian
Marchese Brown
Randy Dattsch
Kan Saji
Wesley Green

John L. House
Michael Milk
Richard Webb
Kenney Vanden Berg

BEING A QUORUM OF THE DIRECTORS OF
CHARITON VALLEY ELECTRIC COOPERATIVE, INC.