

CHARITON VALLEY ELECTRIC COOPERATIVE
SPECIAL BOARD MEETING

December 7, 2022

A special meeting of the Chariton Valley Electric Cooperative, Inc. (CVEC) Board of Directors was called to order at the Cooperative office in Albia, Iowa, on December 7, 2022, at 4:00 p.m. by President Michael Miller. Notice of the meeting had been provided to all Directors.

Secretary Norm Major reported all directors were present in person, except Jerry Durian who was absent. The Cooperative's attorney Dennis Puckett was also present in person.

Agenda

It was noted that the primary purpose of the meeting was to continue with the CEO performance review that had commenced during the November 28, 2022 Regular Board meeting.

Executive Session

The Board recessed into executive session at 4:01 p.m., with all Directors who were present at the Special meeting and attorney Puckett participating in the Executive Session. The Executive session concluded and the meeting returned to regular session at 5:35 p.m.

CEO/General Manager Review

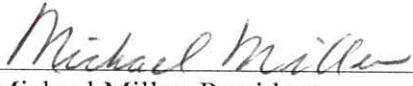
A motion was made to direct Chairman Miller and attorney Puckett to communicate to the CEO/General Manager the results of the performance review as discussed in executive session, with the intent to request action as described in executive session. The motion was seconded and carried, with Directors VandenBerg and Brown dissenting, and asking that their dissention be noted in the minutes.

Recess.

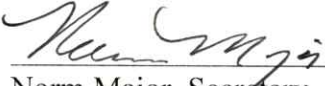
The Chairman recessed the meeting at 5:45 p.m., so that he and attorney Puckett could meet with CEO/General Manger Leilani Todd and the meeting resumed at 6:07 p.m., with all those present as were present prior to the recess.

Adjournment

As there was no further business to come before the board, a motion was duly made, seconded and carried to adjourn the meeting at 6:15 p.m.



Michael Miller, President



Norm Major, Secretary