

CHARITON VALLEY ELECTRIC COOPERATIVE, INC.  
ANNUAL MEETING OF BOARD OF DIRECTORS  
AUGUST 4, 2025

The Annual Meeting of the Board of Directors of Chariton Valley Electric Cooperative, Inc. was held at the Cooperative's Headquarters, located at 2090 Highway 5 in Albia, Iowa, at 7:22 p.m. on August 4, 2025, pursuant to a waiver of notice by all directors.

The meeting was called to order by Kenny Vandenberg, President, who served as Chairman of the meeting. Secretary Norman Major served as 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:

Marchelle Brown	Karla Heffron	Norm Major
Dale Clark	Kelcie Hindman	Kenny Vandenberg
Randy Gottschalk	John Houser	Richard Welsh

These individuals constituted all of the directors. Also present was Attorney Dennis L. Puckett. General Manager Troy Amoss joined the meeting in progress.

All directors waived notice of the meeting, and the waiver is attached hereto.

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

The Chairman stated 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 have been elected and qualified.

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

Nominating ballots for the office of president were distributed and completed by each director. The ballots were collected and counted, with the results as follows:

Kenny Vandenberg	6 Nominating Ballots
Richard Welsh	1 Nominating Ballot
Norm Major	2 Nominating Ballots

Having found an absolute majority on the nominating ballot, a motion was made, seconded and carried to have the nominating ballot serve as the election ballot. Kenny Vandenberg was thereupon declared duly elected to the office of president to serve a term of one year and until his successor has been duly elected and qualified.

Nominating ballots for the office of vice president were distributed and completed by each director. The ballots were collected and counted, with the results as follows:

Richard Welsh	1 Nominating Ballot
Randy Gottschalk	1 Nominating Ballot
John Houser	1 Nominating Ballot
Marchelle Brown	4 Nominating Ballots
Karla Heffron	1 Nominating Ballot
Norm Major	1 Nominating Ballot

Upon announcement of the nominations, Richard Welsh, Norm Major, Randy Gottschalk and John Houser declined their nominations. An election was then held between the remaining nominees, with the results as follows:

Marchelle Brown	6 Votes
Karla Heffron	3 Votes

Marchelle Brown was thereupon declared duly elected to the office of vice president to serve a term of one year and until her successor has been duly elected and qualified.

Nominating ballots for the office of secretary were then distributed and completed by each director. The ballots were collected and counted, with the results as follows:

Norm Major	7 Nominating Ballots
Karla Heffron	2 Nominating Ballots

Having found an absolute majority on the nominating ballot, a motion was made, seconded and carried to have the nominating ballot serve as the election ballot. Norm Major was thereupon declared duly elected to the office of secretary to serve a term of one year and until his successor has been duly elected and qualified.

Nominating ballots for the office of treasurer were distributed and completed by director. The ballots were collected and counted, with the results as follows:

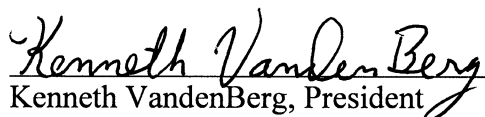
Karla Heffron	8 Nominating Ballots
Randy Gottschalk	1 Nominating Ballot

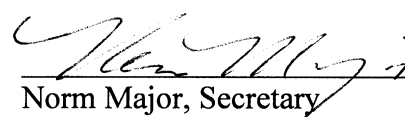
Having found an absolute majority on the nominating ballot, a motion was made, seconded and carried to have the nominating ballot serve as the election ballot. Karla Heffron was thereupon declared duly elected to the office of treasurer to serve a term of one year and until her successor has been duly elected and qualified.

A motion was made, seconded and carried to appoint Troy Amoss as executive vice president.

A discussion was then held concerning upcoming meeting dates.

There being no further business to come before the meeting, a motion was duly made, seconded and unanimously carried to adjourn the meeting.

  
Kenneth VandenBerg, President

  
Norm Major, Secretary