

CHARITON VALLEY ELECTRIC COOPERATIVE
REGULAR MONTHLY BOARD MEETING
August 27, 2026

A meeting of the Chariton Valley Electric Cooperative, Inc. (CVEC) Board of Directors was called to order by President Kenny VandenBerg at the Cooperative office in Albia, Iowa, on August 27, 2026, at 1:00 p.m.

Secretary Norm Major reported all directors were present in person. Also present were CEO/General Manager Troy Amoss, Finance Manager Trudy Grade, Communications Coordinator/Executive Assistant Anna See, Human Resources/Administrative Assistant Ashley Duley, Line Superintendent Jared Shaw and Network Administrator Nathan Norton. Attorney Diana S. Machir of Sullivan & Ward, P.C. participated remotely via video conference.

Consent Agenda

The Board reviewed the items included in the consent agenda. Regarding the meeting agenda, Chairman VandenBerg noted that an Executive Session was scheduled for 3:30 p.m. A motion was made, seconded and carried to approve the consent agenda, including the meeting agenda, the minutes of the regular board meeting held July 23, 2026, the minutes of the Annual Meeting of the Board of Directors held August 3, 2026, and the New Member List for July 2026.

SEE ATTACHED MEMBER LIST

Human Resources Report

Ashley Duley presented a report on human resources-related matters. She reported that eight rebates were paid to five members during July.

Ashley reported that she was beginning preparations for open enrollment and that premium increases are expected across all insurance tiers. She also provided an update on the transition to Voya, including the webinars offered to employees, and noted that employees will have access to additional retirement account information through Voya.

Ashley noted that the two summer interns have returned to school, concluding their time with the Cooperative.

Operations Report

Line Superintendent Jared Shaw presented the Operations Report. He reviewed outage activity for July, reporting 33 unplanned outages affecting 1,031 members. Several substations were out of service for an extended period during a storm. An additional 15 outages were attributed to routine maintenance and construction, affecting 29 members.

Jared reported that crews have been busy with new builds, pole changeouts and storm repairs. Regarding the Rizerville and Harvard pole changeouts, he indicated that only a few pole changeouts remain.

The Board reviewed the 2026 trim/spray map and discussed the Cooperative's five-year rotation for tree trimming and spraying.

Safety Report

The Board reviewed the Safety Report and accompanying statistics included in the board packet. The Cooperative has achieved 5,509 safe working days since March 27, 2014.

A safety meeting was held July 28, with Scott Meinecke serving as the instructor. On July 30-31, employees Mike Gibler and Marc Smiarowski attended a Safety Coordinator Workshop in Des Moines. The workshop included instruction from the statewide IAEC team, as well as safety teams from Mississippi and Michigan.

A motion was made, seconded and carried to accept the July 2026 Safety Report as presented.

Member Communications and Engagement Report

Executive Assistant/Communications Coordinator Anna See highlighted her written report on member communications and engagement activities for July, which included radio and newspaper.

Additional communication channels included the Cooperative's website and social media platforms. Social media metrics included 2,146 Facebook followers and 68 Instagram followers, with 17,779 Facebook views and 1,297 Instagram views. Website traffic included 1,284 organic sessions and 839 direct sessions.

Policy Review

Executive Assistant/Communications Coordinator Anna See presented the policies as part of the comprehensive review of Board policies. The Board reviewed Policies D-105, D-106, D-107 and E-101. Copies of the policies, including suggested edits and comments, were included in the board packet and reviewed by the Board.

Following discussion, a motion was made, seconded and carried to approve the proposed changes to all policies presented.

Annual Meeting

Executive Assistant/Communications Coordinator Anna See provided a recap of the Annual Meeting held August 3, 2026. For the election, 786 ballots were cast to elect the following directors to three-year terms: District 2 - Kevin Halbmaier; District 4 - Karla Heffron; and District 5 - Richard Welsh. This exceeded the number of ballots cast in 2025.

Anna reported that 708 individual members participated in the drive-through, constituting 13.75% of the Cooperative's 5,150 total memberships and exceeding participation in 2025. A total of 552 vehicles passed through the Annual Meeting, and the Cooperative served more meals than anticipated, with 1,832 meals served, or an average of 2.6 meals per participating membership. At the conclusion of the event, 64 members received energy credits in lieu of meals.

Survey results indicated that members prefer the drive-through meeting format, followed by virtual meetings and, lastly, in-person meetings.

IT/Cyber Security Report

Network Administrator Nathan Norton provided an overview of IT operations and the current system upgrade, as outlined in his written report included in the board packet. Following the report, the Board discussed spam and phishing.

Finance Report

Finance Manager Trudy Grade presented the financial report, which included the following:

- a) Financial Statements – The July 2026 financial statements were included in the board packet and reviewed. July revenue was approximately \$1.56 million, with margins reflecting a gain of \$319,636. Trudy reviewed key financial data in detail, including electric sales, cash flow and financial ratios. She also discussed the power cost-to-revenue ratio and its significance to lenders.

The Board discussed a drawdown of USDA funds for tree trimming and labor to avoid issues associated with operating on low margins. The check register and ACH payments were reviewed, beginning with check number 61102 and continuing through check number 61162.

Following review, a motion was made, seconded and carried to approve the July 2026 financial statements as presented.

- b) Credit Cards – Credit card expenses were reviewed. A motion was made, seconded and carried to approve the Cooperative's credit card expenses and the CEO/General Manager's expenses for July 2026.

CEO/General Manager Report

CEO/General Manager Troy Amoss presented his report to the Board. He reported on the use of Purple Wave Auction to sell equipment as part of the Cooperative's strategic equipment replacement program. He also discussed listing the fuel tanks for sale through a sealed-bid process.

Manager Amoss outlined the chronology and details from the USDA Economic Development Audit. He indicated that the Cooperative's paperwork was in order but that a couple of additional documents were needed that the USDA now considers important.

Executive Session

Chairman VandenBerg called an Executive Session at 3:30 p.m. At that time, all staff members left the meeting.

At the conclusion of the Executive Session, a motion was made, seconded and carried for the Board to meet on September 15, 2026, at 6:00 p.m. to discuss the transition and replacement of Manager Amoss following his resignation in February 2027 to accept a position with another cooperative.

CEO/General Manager Report Continued

CEO/General Manager Troy Amoss returned to the meeting and continued his report. He shared information regarding Associated Electric Cooperative's large-load contract with a data center. CEO/General Manager Amoss also reported that the Cooperative will be utilizing a new program for listing checks, ACH payments and bank drafts. The new program will provide additional information and ensure the transactions are listed in proper order.

CEO/General Manager Amoss announced that Associated Electric Cooperative established a new summer peak on July 26, marking the fourth new summer peak in five years.

Old or Unfinished Business

The Chairman called for any old or unfinished business to come before the Board. No old or unfinished business was presented.

New Business

- a) Director Expense Report – The Board reviewed the Board Expense Report. Following review, a motion was made, seconded and carried to approve the report as presented.
- b) Voting Delegates – The voting delegates and alternates for upcoming CFC, Federated, NRECA, RESCO and IAEC meetings were determined. Following discussion, a motion was made, seconded and carried to approve the delegates.
- c) Enclosing of the East Building – CEO/General Manager Amoss presented the contractor's estimate to repair the damage to the east building caused by high winds and enclose the building to help prevent similar damage in the future. A motion was made, seconded and carried to approve the work.
- d) 2026 Christmas Party – The date for the 2026 Christmas Party was shared with the directors so they could mark it on their calendars. The party will be held on Thursday, December 10, 2026, beginning at approximately 5:30-6:00 p.m.
- e) Annual Notification and Signing of Conflict of Interest/Ethics Policy A-112 – All directors were provided a copy of Conflict of Interest/Ethics Policy A-112 for review and signature. Following review and execution, all signed copies were returned.
- f) Iowa Electric Cooperative Excellence Awards – Information regarding the Iowa Electric Cooperative Excellence Awards was provided in the board packet. Applications are due to the statewide organization by September 30.

Legal Report

Attorney Machir presented the Legal Report. She reported that oral arguments before the Iowa Supreme Court in the Swan Lake case are scheduled for September 10, 2026, at 1:30 p.m. A link to view the arguments virtually is available through the Iowa Supreme Court's website.

She also reported that the Court ruled in favor of the utilities in the Hawkeye case and outlined several of the Court's findings regarding the statutory pay-as-you-go railroad crossing fee of \$750.

Director Reports

- a) Northeast Power Report – The Board discussed the Northeast Power meeting held on July 29. In the search for a new CEO, approximately three to four interviews have been scheduled to date.
- b) Iowa Association of Electric Cooperatives Report – No report was provided. It was noted that the IAEC did not meet in August. The District 1 and 2 meeting was discussed and reported to have gone well.

Discussion Items

- a) Governance Talk Video – The Board reviewed an NRECA Governance Talk video titled *Preparing for the Board Meeting*, which addressed the importance of due diligence, reviewing the board packet in advance and understanding directors' responsibilities and obligations.

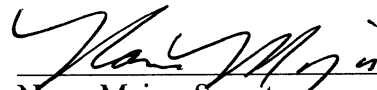
Calendar Dates and Events

Chairman VandenBerg reviewed the calendar of events included in the board packet. It was noted that a special board meeting is scheduled for September 15, 2026, at 6:00 p.m. The next regular monthly board meeting is scheduled for September 24, 2026, at 1:00 p.m. It was noted that Director VandenBerg and Director Halbmaier will participate in the meeting virtually.

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 4:54 p.m.


Kenneth VandenBerg, President


Norm Major, Secretary