CHARITON VALLEY ELECTRIC COOPERATIVE
REGULAR MONTHLY BOARD MEETING
September 24, 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 September 24, 2026, at 1:00 p.m.

Secretary Norm Major reported all directors were present in person, except Kevin Halbmaier who was participating remotely and Kelcie Hindman who was absent. 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 Attorney Dennis L. Puckett of Sullivan & Ward, P.C.

Consent Agenda
The Board approved the consent agenda, including the agenda, minutes from the regular board meeting held August 27, 2026, and the August 2026 New Member List. The motion was seconded and carried.

SEE ATTACHED MEMBER LIST

Human Resources Report
Ashley Duley presented provided an update on human resources matters, noting approximately $1,400 in member rebates for August. Open enrollment for employe benefit plans is underway, with the IAEC Health Insurance Plan announcing a 12.5% rate increase for 2027. NRECA's transition to Voya for its 401(k) plan has gone smoothly. Ashley also reviewed upcoming staff training opportunities through the IAEC fall conferences.

Operations Report
Line Superintendent Jared Shaw presented the Operations Report, noting 23 unplanned outages and 20 planned outages during August. He also provided updates on vegetation management activities, including trimming and spray crews, and reviewed the recent work completed by the line crews. Jared offered to answer any questions regarding the report.

Safety Report
The Board reviewed the August 2026 Safety Report and accompanying statistics included in the board packet. A motion was made, seconded, and carried to accept the report as presented.

Reliability Plan, Inspection and Maintenance Plan, and Meter Testing Plan Review
The Board reviewed the Reliability Plan, Inspection and Maintenance Plan, and Meter Testing Plan included in the board packet. Directors were given an opportunity to ask questions. With no amendments to the plans, there was no Board action required.

Member Communications and Engagement Report
Executive Assistant/Communications Coordinator Anna See provided updates on registrations for the IAEC Annual Meeting, an upcoming Electric Cooperative 101 training opportunity, and tour opportunity at Associated Electric Cooperative's Thomas Hill power plant. The Board was also

informed that the IRS mileage reimbursement rate increased from $0.725 to $0.76 per mile effective July 1, 2026, and the new rate will be used for expense reimbursements going forward.

Policy Review

Executive Assistant/Communications Coordinator Anna See presented Policies E-102, E-104, F-101, and F-102 as part of the ongoing comprehensive board policy review, along with new Policy G-106 addressing AI usage. The Board reviewed and discussed the proposed revisions and new policy. Motions were made, seconded, and carried to approve all five policies as presented following discussion of AI usage and the purpose of the new policy.

IT/Cyber Security Report

The Board reviewed the written IT updated provided by Network Administrator Nathan Norton in the board packet. CEO/General Manager Amoss provided additional comments regarding the work of the IT staff and invited questions from the Board regarding the report.

Finance Report

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

a) Financial Statements – Finance Manager Trudy Grade presented the August 2026 financial statements, reporting approximately $1.392 million in revenue and $171,745 in margins. Margins were 12.6% above budget and approximately 1.3% higher than the prior year. The Board reviewed the balance sheet, including variances, key transactions, and equity levels, and discussed upcoming projects that may impact future financial ratios. Economic development activities were also discussed. The check register and ACH payments (check numbers 61168 through 61221) were reviewed. A motion was made, seconded, and carried to approve the August 2026 financial statements as presented.

b) Credit Cards – The Board reviewed the Cooperative's credit card expenses and CEO/General Manager's expenses for August 2026. A motion was made, seconded, and carried to approve the expenses as presented.

c) Audit Engagement Letter – The Board reviewed the audit engagement letter from Forvis Mazars, which projected an approximately 4% increase in audit costs. Following discussion, a motion was made, seconded, and carried to approve the audit engagement and adopt the resolution.

SEE ATTACHED RESOLUTION

Following the staff reports, Trudy Grade, Ashley Duley, and Jared Shaw left the meeting.

CEO/General Manager Report

CEO/General Manager Troy Amoss provided updates on the status of bids for the fuel tanks and building repairs, as well as sales through Purple Wave. He discussed the IAEC online training being utilized by him and staff, the timing of his departure, and ongoing cooperative work plans and operational needs.

Old or Unfinished Business

The Chairman called for any old or unfinished business to come before the Board. There was none.

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) 2027 Annual Meeting Format – The Board discussed the format and location for the 2027 Annual Meeting. Staff recommended maintaining the current format while increasing the number of meals prepared and providing attendees with a tangible gift. Following discussion, a motion was made, seconded, and carried to approve the staff recommendation.

c) RUS Loan Contract and Resolution – The Board was informed that all documents had been received for the $11,840,000 Rural Utilities Service (RUS) construction work plan loan. Loan materials were included in the board packet, and Attorney Puckett reviewed the loan summary and explained the associated documents. Following review of the resolution included in the board packet, a motion was made, seconded, and carried to adopt the resolution as presented.

SEE ATTACHED RESOLUTION

The officers of the Cooperative were directed to execute the necessary documents at the conclusion of the meeting.

Executive Session

Chairman VandenBerg recessed the meeting into executive session at 2:30 p.m. to discuss the CEO/General Manager search process, with directors and Attorney Puckett present. CEO/General Manager Amoss joined the session at 3:00 p.m. Following discussion, a motion was made, seconded, and carried to resume the regular session, with directors, CEO/General Manager Amoss, and Attorney Puckett present.

CEO/General Manager Search Process

Following discussion during executive session, a motion was made, seconded, and carried to proceed with the CEO/General Manager search process as discussed.

Anna See rejoined the meeting.

Legal Report

Attorney Puckett provided an update on the ongoing Camp 365 collection matters. During the meeting, Camp 365 CEO Kevin McGregor requested an opportunity to meet with the Board in Albia. Following discussion, the Board reached a consensus to decline the meeting request and continue with collection efforts.

Director Reports

a) Northeast Power Report – The Board was informed that Northeast Power CEO search process is ongoing. A meeting was scheduled for September 25 to review the candidates and narrow the list for in-person interviews.

b) Iowa Association of Electric Cooperatives Report – The Board reviewed the report included in the board packet regarding the IAEC board meeting held September 2, 2026.

c) NRECA Regional Meeting – Directors provided updates on the NRECA Regional Meeting held in Minneapolis, along with the RESCO and CFC meetings held in conjunction with the event. It was noted that Federated's insurance rates are expected to increase approximately 20-25% due to rising claims. The 2027 Regional is scheduled to be held in Des Moines.

Discussion Items

a) Governance Talk Video – The Board reviewed an NRECA Governance Talk video titled *AI: Separating the Hype from Reality*, which addressed the topic of artificial intelligence.

Calendar Dates and Events

Chairman VandenBerg reviewed the calendar of events included in the board packet. The October board meeting is scheduled for October 22, 2026, at 1:00 p.m., with KRTA training at 11:30 a.m. The November meeting will include the report from CFC on KRTA ratios and a presentation from Homestead Funds representatives.

The Board also discussed potentially moving the January and February 2027 meeting dates to January 26 and February 23, respectively. It was decided to revisit the proposed changes at the next Board meeting.

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 4:02 p.m.

Kenneth VandenBerg, President

Norm Major, Secretary