

CHARITON VALLEY ELECTRIC COOPERATIVE
REGULAR MONTHLY BOARD MEETING
DECEMBER 19, 2025

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 December 19, 2025, at 1:00 p.m.

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

Consent Agenda

The Board reviewed the items included in the consent agenda. A motion was made, seconded and carried to approve the meeting agenda, the minutes of the regular board meeting held on November 21, 2025, and the New Member List for November 2025.

SEE ATTACHED MEMBER LIST

Human Resources Report

Human Resources Coordinator/Administrative Assistant Ashley Duley reported that during November, three member rebate applications were processed, including two appliance rebates and one central air conditioner rebate, totaling \$350. All rebates were issued through CVEC.

November also involved preparation for various year-end responsibilities. This included compiling "No Tax on Overtime" data for non-exempt employees in advance of W-2 issuance, with the IRS allowing added flexibility by designating 2025 as an estimate year.

Additionally, annual employee hearing tests were scheduled to take place during the November safety meeting. HR staff also attended a one-day CLIP Alumni training centered on communication skills, clarity and professional development.

Operations Report

Line Superintendent Jared Shaw reported that in November there were 19 unplanned outages affecting 280 members and 15 planned outages impacting 63 members. Progress on the Construction Work Plan was limited, with one remaining pole replacement in the Trail Substation area and several minor underground maintenance items identified. No trimming or spraying activities occurred during the month.

Crews focused on new construction projects, addressed issues identified through routine line patrols and began breaker maintenance at the Weller Substation. Some work experienced weather-related delays.

Safety Report

The Board reviewed the Safety Report and accompanying statistics included in the board packet. Following review, a motion was made, seconded and carried to accept the November 2025 Safety Report as presented.

Communications

Executive Assistant/Communications Coordinator Anna See reported that registration is open for the Iowa Directors' Update conference, scheduled for February 5–6, 2026, at the West Des Moines Marriott. Directors identified those planning to attend, and lodging arrangements will be coordinated.

She also reported that Access Energy Cooperative has scheduled a joint Capitol visit with Southern Iowa Electric Cooperative and Chariton Valley Electric Cooperative for February 24, 2026. Directors indicated their intent to participate.

IT/Cyber Security Report

The board packet included a written report from Network Administrator Nathan Norton outlining recent IT updates. General Manager Amoss asked if there were any questions regarding the report. A discussion followed concerning the KnowBe4 Cyber Security Training and Phishing Awareness Dashboard results, including whether the organization's overall risk score has shown improvement over time.

Finance Report

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

- a) Financial Statements – The board packet included the November 2025 financial activities and statements, which were reviewed by Trudy. She reported monthly margins of \$31,955.68, exceeding both budgeted amounts and prior-year results, with year-to-date margins also above budget and the previous year. Trudy reviewed the balance sheet and statement of cash flows with the Board.

The Board discussed economic development loan activity, with management noting limited inquiries, policy considerations and the impact of lending on the Cooperative's borrowing capacity. Trudy and General Manager Troy Amoss also reported that the RUS loan application process is underway, work plan funds have been fully utilized, and current construction costs are being cash-flowed pending loan approval.

A motion was made, seconded and carried to approve the November 2025 Financial Statements as presented

- b) Credit Cards – The credit card expenses were reviewed, and it was noted that the credit card statements reflected a different format this month. A motion was made, seconded and carried to approve the Cooperative's credit card and CEO/GM expenses for the month of November 2025.

Old or Unfinished Business

The Chairman invited discussion of old or unfinished business, including Iowa Association of Electric Cooperative (IAEC) meetings and director training opportunities. Directors shared positive feedback regarding the AI training session and noted that both the meeting format and reception setup were effective. The Board also expressed interest in incorporating NRECA Governance Talk videos into future board meetings.

New Business

- a) Director Expense Report – The Board reviewed the Board Expense Report. A motion was made, seconded and carried to approve the report as presented.
- b) 2026 Budget – General Manager Troy Amoss presented the 2026 budget, highlighting a slightly lower capital budget, a higher construction budget, modest tier adjustments and a proposed 3% rate increase. The proposed rate adjustment is intended to address rising demand-related costs while continuing to control expenses. The Board discussed rate impacts, margins, future facility needs and patronage retirement, and expressed satisfaction with management's cost controls and the Cooperative's current financial position. Upon motion and second, the Board approved the 2026 budget, including a 3% rate increase effective April 1, 2026.

Executive Session

At this time, the Chairman asked if there was a need for an executive session and there was none.

Staff members Ashley, Jared and Trudy left the meeting.

Legal Report

Attorney James reported on recent Iowa Utilities Commission actions, including lifting the prohibition on aggregators of retail customers for IOUs, updates on Duane Arnold Energy Center's Generating Certificate docket, approval of ITC Midwest's Tranche 1 transmission line project and ongoing rulemakings affecting high-voltage transmission and REC and municipal utility administrative chapters. Chair VandenBerg also summarized legal developments involving Camp 365 in Minnesota.

Director Reports

- a) Northeast Power Report – A written report concerning the December 17, 2025, Northeast Power board meeting was included in the packet.
- b) Iowa Association of Electric Cooperatives Report – The board packet included a written report concerning the IAEC board meeting held December 12, 2025.

Discussion Items

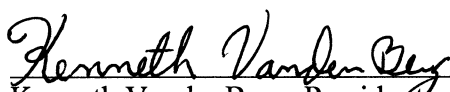
Director VandenBerg asked if there were any discussion items and there were none.

Calendar Dates and Events

Chairman VandenBerg noted the calendar of events included in the board packet. The next board meeting is scheduled for January 22, 2026, at 1:00 p.m.

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 2:53 p.m.


Kenneth VandenBerg, President


Norm Major, Secretary