

CHARITON VALLEY ELECTRIC COOPERATIVE
REGULAR MONTHLY BOARD MEETING
APRIL 23, 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 April 23, 2026, at 1:00 P.M.

Secretary Norm Major reported all directors were present in person. Also present were General Manager Troy Amoss, Finance Manager Trudy Grade, Communications Coordinator/Executive Assistant Anna See and Line Superintendent Jared Shaw. Attorney Dennis L. Puckett of Sullivan & Ward, P.C. participated remotely by video conference.

Audit Presentation

Forvis Mazars, LLP representative Todd Thorson joined the meeting remotely and presented the audit report for the fiscal year ending December 31, 2025. He reviewed the audit process and the procedures completed by the audit team. Mr. Thorson also reviewed the audited financial statements and reported that an unmodified "clean" audit opinion would be issued.

Discussion followed regarding the AWOL Outdoors receivable write-off. Mr. Thorson explained that the determination that collection had become doubtful occurred in 2025, requiring recognition for audit purposes in the 2025 financial statements, although the actual accounting entry would be recorded in 2026.

Additional discussion was held regarding long-term debt and Footnote 7 related to cash balances exceeding FDIC insurance limits.

The Chair then recessed the meeting into executive session to allow the Board to meet independently with the auditor. The meeting resumed in regular session at 1:15 p.m., with all directors, staff and guests present as prior to the executive session.

Upon return to regular session, a motion was made, seconded and carried to approve the audit report as presented. Following Board action, Todd Thorson left the meeting.

Consent Agenda

The Board reviewed the items included in the consent agenda. A motion was made, seconded and carried to approve the consent agenda, including the meeting agenda, the minutes of the regular Board meeting held on March 26, 2026, and the New Member List for March 2026.

SEE ATTACHED MEMBER LIST

Human Resources Report

The Human Resources Report was included in the Board packet. In the absence of Ashley Duley, CEO/General Manager Troy Amoss offered to answer any questions regarding the report.

Discussion followed regarding participation in the Centerville High School career fair and the status of summer intern applications.

Operations Report

Line Superintendent Jared Shaw presented the Operations Report. He reviewed recent outage activity, noting 14 unplanned outages affecting 1,070 members. He reported that wet weather had limited progress on the construction work plan and pole replacement projects. He also noted that the pole inspection contractor had completed work in the Harvard Substation area.

Safety Report

The Board reviewed the Safety Report and accompanying statistics included in the Board packet. The Cooperative has achieved 5,387 safe working days since March 27, 2014. A motion was made, seconded and carried to accept the March 2026 Safety Report as presented.

Member Communications and Engagement Report

Executive Assistant/Communications Coordinator Anna See presented the Member Communications and Engagement Report. She reported on upcoming meetings and gathered attendance information for the Associated Annual Meeting.

Anna noted that 20 scholarship applications were received and four scholarships were awarded. No applications were received for the lineworker scholarship program.

Applications for director candidates were distributed, and two applications from District 5 had been received to date. Community donations, along with director education and training opportunities, were also reviewed.

Policy Review

The comprehensive review of Board policies continued, with the Board reviewing Policies A-107, A-108, A-110 and A-110.01. Copies of the policies, along with 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 policy revisions as discussed during this meeting.

Operation Round Up

The Board reviewed Operation Round Up activities. It was noted that a donation to the Centerville Volunteer Firefighters Association had been approved.

IT/Cyber Security Report

The Board packet included a written report from Network Administrator Nathan Norton on IT and cybersecurity updates. CEO/General Manager Troy Amoss asked whether there were any questions concerning the report, and none were raised.

Finance Report

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

- a) Financial Statements – The March 2026 financial statements were included in the Board packet and reviewed. The income statement, balance sheet and statement of cash flows were reviewed. A small loss of approximately \$7,800 was reported for March, which was attributed primarily to timing differences related to certain expenses. End-of-quarter loan

payments were made, and loan balances were reviewed and discussed. It was also reported that the construction work plan loan application had been submitted.

Checks were reviewed beginning with check number 60875 through check number 60930. A patronage payment from Federated Rural Electric Insurance Exchange was received. Discussion was also held regarding economic development loans, Achieva (Honey Creek) and the winter moratorium.

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

- b) Credit Cards – The Cooperative credit card expenses were reviewed. A motion was made, seconded and carried to approve the Cooperative credit card expenses and CEO/General Manager expenses for March 2026.
- c) Capital Budget Quarterly Update – Finance Manager Trudy Grade reviewed year-to-date capital spending through March 2026 compared to budget.
- d) Long-Term Debt – The Board packet included a summary of all long-term debt, which was reviewed and discussed.

At this time, Trudy Grade and Jared Shaw left the meeting.

CEO/General Manager Report

CEO/General Manager Troy Amoss presented his report to the Board. His report included an update on Honey Creek Resort, which remains closed. He also reported that the construction work plan had been submitted to Rural Utilities Service (RUS).

Mr. Amoss further reported on the Iowa Association of Electric Cooperatives Managers Conference and other training sessions related to rate design and additional industry topics. He noted that the IAEC also conducted customer service training.

CEO/General Manager Amoss shared observations regarding the audit process and audit work completed.

Old or Unfinished Business

The Chairman called for any old or unfinished business. There was none.

New Business

- a) Review and Acceptance of March 2026 Board Expense Report – The Board reviewed the March 2026 Board Expense Report. Following review, a motion was made, seconded and carried to approve the report as presented.

Executive Session

The Chairman inquired whether there was a need for an executive session. No executive session was requested.

Legal Report

Attorney Dennis L. Puckett provided a Legal Report. He reported on legal work completed for the Cooperative during the prior month. He also provided updates regarding the Camp365 mortgage foreclosure action and cases involving utility use of the road right-of-way and railroad crossings. Mr. Puckett then offered to answer any questions regarding his report.

Promise City RLF Loan Request

At this time, Allie Bennett of Northeast Power joined the meeting via Zoom. Ms. Bennett introduced herself and explained her role with Northeast Power.

Ms. Bennett reviewed a request for a revolving loan fund (RLF) loan in the amount of \$35,000 from Promise City for street seal coating projects. The loan would be secured by an irrevocable letter of credit (ILOC) from Farmers Bank. The proposed terms included an interest rate of 4.2%, a 1% administrative fee, borrower responsible for attorney fees and costs, a 10-year repayment term with a proposed one-year deferral period and monthly payments. It was noted that the borrower desired to close the loan in May or June 2026.

Following discussion, a motion was duly made, seconded and carried to approve the loan with the ILOC serving as collateral.

Additional discussion followed regarding the proposed one-year payment deferral. A motion was then made, seconded and carried to amend the approval to remove the deferral period.

Director Reports

- a) Northeast Power Report – It was noted that the Northeast Power Board meeting had not yet been held for the month.

- b) Iowa Association of Electric Cooperatives Report – The Board packet included a written report regarding the Iowa Association of Electric Cooperatives Board meeting held on April 3, 2026.

Discussion Items

- a) Governance Talk Videos – A video from the National Rural Electric Cooperative Association (NRECA) concerning benefit programs was presented as part of ongoing director education. Discussion followed regarding the differences between benefit programs offered by cooperatives and investor-owned utilities, including the potential impact on employee recruitment and retention.

Calendar Dates and Events

Chairman VandenBerg reviewed the calendar of events included in the Board packet. He noted that the next Board meeting would be held on May 21, 2026, beginning 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 3:25 P.M.



Kenneth VandenBerg, President



Norm Major, Secretary