

Utilities District of Western Indiana  
Regular Meeting of the Board of Directors  
Minutes for July 23, 2018

The regular meeting of the Board of Directors of the Utilities District of Western Indiana Rural Electric Membership Corporation was held at the office of the Corporation, Bloomfield, Indiana, at 6:30 p.m. on July 23, 2018.

The meeting was called to order by President Michael Williams followed by the invocation given by Sophie Haywood.

The following Directors were in attendance:

Dax Collins	Sophie Haywood	John Royal
David Burger	Ronald Thompson	Todd Carpenter
Michael E. Williams		

Attendees:

Members of Management: Doug Childs (CEO), Kim Todd, Shane Smith, and Michael Sullivan

Staff: Amanda Graves and Zack Sowiejka

Other: Amanda Craft

Members/Media: Genie Bowers, Jeff Ryser, and Patti Danner (Greene County Daily World)

Absent: James A. Jackson

Mr. Williams called for any additions or corrections to the meeting agenda. Hearing none, David Burger made a motion for approval, Ron Thompson seconded, and all approved.

Mr. Williams read a statement from the Board of Directors regarding legal proceedings.

Doug Childs spoke on behalf of member Scott Carmichael, who was unable to attend, regarding internet access to rural communities. They have been in contact with the IU Business School to put together costs and feasibility of offering fiber in our service area with limited risk.

Mr. Williams called for any additions or corrections to the minutes of the June 18, 2018 regular board meeting. Hearing none, a motion was made by Todd Carpenter to approve the minutes as written, Dax Collins seconded, and all approved.

Michael Sullivan, CFO, presented the Statement of Cash Flows and reports revenue is up 10% for the year based on weather and the power bill is up by 18% for the year. UDWI has received over \$108,000 in tax refunds to due amended tax returns for the 990-T. Mr. Sullivan also reviewed the Capital Budget and the Variance Report. He reports overtime for the first 6 months has been reduced by a little over 1000 hours, which is equivalent to about \$50 thousand worth of wages being reduced.

Kim Todd, Director of Member Services, presented the 2018 Sales and Revenue Report. She reports kilowatts for January through June is the highest it has been since 2014. Ms. Todd stated Mr. Childs emailed IEC to give notice of cancelling the Electric Consumer. We are not held to a contract with them, but they are holding firm that we give a 12-month notice per their policy.

Dax Collins made a motion for Michael Williams to be acting IEC Representative, John Royal seconded, Mr. Williams abstained, and all others approved.

Ms. Todd states she, with the help of Amanda Craft, have been working to update UDWI's website. The current website is through Co-op Web Builder and is four upgrades behind. The new upgrades will be a significant change with a more modern look. The upgrade is free and will save money not having to build a new site. They are currently working on designing and writing it, will have the developmental side ready to start building within a month, and looking to have the new site up and running in about three months.

Mr. Royal states one of the biggest complaints he has heard is about our phone system when reporting outages. Mr. Childs states he and Mr. Smith have been discussing ideas on how the outage system can be improved.

Shane Smith, Chief of Operations and Engineering, reviewed the Operations Report. He plans to have a drone presentation at the next meeting regarding what we are doing, and what we plan to do in the future. He reports HHM is currently at 6+ miles a week. Mr. Smith also reviewed the Outage Report which shows the last 2 months have had an increase in outages.

Mr. Smith reports 2<sup>nd</sup> shift in June showed an improvement in response time, but he wants another month of information before drawing a conclusion. From the customer service side, it has been beneficial with service orders such as connects, disconnects, and miscellaneous repairs being able to be taken care of.

Doug Childs, CEO, reports indications are good that HHM is getting more production. They have weekly planning sessions and we are getting daily reports. He feels we have made some progress but still a long way to go, and not to the point we have a final business model. HHM has an outside accounting firm, but Mr. Childs approves the Purchase Orders and signs some checks for them. Mr. Childs states the HHM board authorized Lonetree to do some spraying to get caught up. He will check into setting up a tour for the UDWI board to see the work HHM has done.

Mr. Childs discussed a customer service issue that was brought to the boards attention the week prior. He, and Ms. Todd, have addressed the issue.

NRECA provided UDWI with their customer satisfaction survey results. Copies of the survey will be made available for the employees to review.

Shane Smith reports the Building and Equipment Committee met July 10<sup>th</sup>. The Digger Derrick truck has received two bids. Dave Burger motioned to accept the lowest bid, Dax Collins seconded, and all approved. The tanks at the fuel island are at the end of their life and the committee has decided to move them above ground. They have also approved the location and have reached out to 4 firms to design. It will probably be 2019 before completion. It was suggested that UDWI creates its own training yard which will vastly improve the training of linemen and employees. Todd Carpenter made a motion to give up to \$20,000 in expenditures for this project, Dax Collins seconded, and all approved.

The Budget Committee reports they plan to meet over the next month to go over a long-term capital plan.

The board reviewed suggested changes from UDWI management of Policy No. 100.0 (Policy Origin and Approval), Policy No. 101.0 (Terms and Conditions of Membership), Policy No. 101.1 (Patronage Allocations), Policy No. 102.0 (Membership Fee), and Policy No. 103.0 (Service Security Deposit). Ron Thompson motioned to approve all five policies, John Royal seconded, and all approved.

John Royal contacted the Community Fund Committee members about contributing to the Greene County 4-H livestock sale and scholarship. He contributed \$500 to 9 different 4-H members and 1 scholarship. Michael Williams states they just considered it last week and would like to branch out for next year. Sophie Haywood agrees it is important to distribute fairly across our service area.

Todd Carpenter went over the minutes of the July 9<sup>th</sup> Hoosier Energy board meeting. He reports Donna Walker has been named the new Hoosier Energy CEO.

IEC's next meeting will be held August 15, 2018. Michael Williams, as the UDWI representative, will attend with Doug Childs.

The next UDWI board meeting will be August 15, 2018. Mr. Williams states he will be unable to attend so Todd Carpenter, as Vice President, will lead the meeting.

Mr. Williams recessed the regular meeting for 5 minutes at 8:23 p.m. to reconvene into Executive Session.

There being no further business upon adjourning the Executive Session, Mr. Williams adjourned the meeting at approximately 9:00 p.m.

APPROVED:

---

Michael E. Williams, President

---

Sophie Haywood, Secretary