

Central Electric Cooperative, Inc.

Annual Meeting Minutes

August 20, 2021

The 84th Annual Meeting of the Members of Central Electric Cooperative, Inc., was held at Central Electric Cooperative, near Parker, Pennsylvania, on Friday, August 20, 2021.

President Nancy Lendyak greeted the attendees in the meeting room and stated the meeting was not the usual meeting because of COVID-19 pandemic. Mrs. Lendyak stated this is a business meeting without the physical presence of the membership. Mrs. Lendyak introduced herself as the Armstrong County board member then the other attendees introduced themselves seated at the tables.

Jody P. Weaver, Clarion County board member introduced himself, Kenneth D. Etzel, Venango County board member, introduced himself, John Campbell, Forest County board member, Robert W. Smith, Butler County board member, introduced himself, Attorney Mike Sloat introduced himself, Althea Smith, Venango County board member, Kenneth D. Durrett, Butler County board member introduced himself, Richard Weaver Clarion County board member introduced himself, Mr. Matt Boshaw, CEO and General Manager of the Cooperative introduced himself.

Mrs. Lendyak called the meeting to order at 6:33 p.m. Mrs. Lendyak then announced that the Bylaws of the Cooperative specify that a quorum for the transaction of business at any meeting of the members shall consist of at least one hundred fifty (150) members. Members voting by mail or by electronic means, shall be counted for the purpose of establishing a quorum. There were 3,109 members vote establishing a quorum.

The Cooperative's Secretary, Althea M. Smith, then read the official notice of the meeting with proof of mailing which was mailed July 16, 2021, by Survey & Ballot Systems. Said notice with proof of mailing is on file at the cooperative attached hereto and made a part of these minutes.

Mrs. Lendyak then stated included with the members' ballots and election materials was a copy of the 2020 Annual Meeting minutes. On the ballots was a place to participate in dispensing with the reading and approving of the minutes of the 2020 Annual Meeting of the members. Therefore, a motion was made by: Nancy Monaci of Harrisville Member #10314 and seconded by Robert Gates of Emlenton; Member #10812 to dispense with the reading of the minutes of the 2020 Annual Meeting. Motion carried. Move to disperse of reading of minutes.

Mrs. Lendyak then stated included with the members' ballots and election materials was a copy of the Central Electric's Balance Sheet and Operating Statement. Again, on the ballots was a place to participate in dispensing with the reading and approving the Balance Sheet and Operating Statement. Therefore, a motion was made by Mark Porter of Zelienople; Member #11372 and seconded by Michael Phillips of Tionesta; Member #12597 to approve the financial statements and to waive the reading thereof. Motion carried. Move to accept financial statements.

Mr. Boshaw highlighted some points in 2020. Mr. Boshaw stated this is the second year that the meeting has been impacted by the COVID-19 pandemic. Mr. Boshaw stated that the board of directors provided input and support needed for those of us working on their behalf to be successful. Mr. Boshaw recognized our dedicated

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employees during the stressful circumstances presented by the pandemic. Mr. Boshaw thanked our membership for their patience and willingness to work with us during the pandemic. Mr. Boshaw said that safety is our highest priority, and we continue our mandatory safety compliance trainings and we followed strict protocols. Our goal was to maintain a healthy and available workforce in order to maintain and restore the essential service we provide. Our right of way clearance efforts were recognized as essential and were able to continue throughout the year. We inspected 6069 poles and replaced 101 poles. We had a strong financial position and retired \$1,624,338 to our members in the form of capital credit.

We expanded electronic bill payments; we have 58 percent of payments were electronic in 2020. We rolled out an outage communication program. We gave out 10 Good Neighbor Scholarships totaling \$25,000. We offered bill payment assistance to our members in the amount of nearly \$300,000; this reached 800 families.

We asked for any member questions in the March Power Lines and 12 member questions were answered by staff and Mr. Boshaw. There were questions about solar panels, frequency of electricity outages, peak alerts, and voluntarily conserving electricity.

Mrs. Lendyak introduced Mike Sloat, the Cooperative's attorney, who reviewed the mail balloting procedures, explained the conduct of the election, and gave the report of the Nominating Committee a copy of which is on file at the cooperative. Mr. Sloat also described the eligibility requirements to be a director. There were two qualifying candidates nominated to run for the Clarion County director seat - Jody P. Weaver and Bob Gourley. There was one qualifying candidate nominated to run for the Venango County director seat - Ken Etzel. The said Nominating Committee Members and Report of Nominating Committee is attached hereto and made a part of these minutes.

The tellers for this year's election were as follows:

M. Dewey Rearick	Margaret Studebaker
Margaret Boyer	Deborah Showers (absent at meeting)

The nominating committee members for this year's election were as follows:

Harvey W. Loose	Joe Gibson
Ronald Morrison	James M. Reed
Randy Tharan	Dennis Lamb
Carl E. Gadsby	Ron Paranick

Mrs. Lendyak introduced Mr. Clint Mattern, Judge of Elections, and asked him to announce the election results. Mr. Mattern announced the results of the election as follows:

Venango County
Ken Etzel 2,767

Clarion County
Jody P. Weaver 1,981
Bob Gourley 1,030

Ken Etzel and Jody P. Weaver were elected.

A bill credit giveaway was established to encourage participation within the business meeting through submitting a ballot. The level at which a member completed the ballot did not determine eligibility. Members were eligible for the giveaway simply by submitting a ballot. The 20 winners of the \$100 bill credits will be announced following the adjournment of this meeting by Renee Tritten.

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There being no further business, Mrs. Nancy Lendyak declared the 84th annual meeting adjourned at 7:00pm.

The 20 winners of the \$100 bill credits are:

- James Stewart of Oil City
- Ronald Lucas of Butler
- Darlene Hodgkiss of Butler
- Fred Finello of Coropolis
- Debra Kahle of Knox
- Robert Mitts of Pittsburgh
- Larry Felix of Parker
- Thomas Pierce of Butler
- Chad Karenbauer of East Brady
- James Thompson of Butler
- Thomas Nolan of Chicora
- Vincent Neff of Chicora
- Sara Hall of Clarion
- Albert Kantz of Wexford
- Philip Cozad of Cranberry
- Kevin Snyder of Chicora
- Douglas Baine of Shippenville
- William Henry Jr. of Butler
- Cecelia Reges of Butler
- Dennis Moyer of Butler