

**COMMONWEALTH OF KENTUCKY
BEFORE THE
KENTUCKY PUBLIC SERVICE COMMISSION**

In the Matter of:

Electronic Application of Licking Valley)
Rural Electric Cooperative Corporation for)
a General Adjustment of Rates and Other) Case No. 2024-00211
General Relief)

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION'S
VERIFIED RESPONSE TO
COMMISSION STAFF'S THIRD REQUESTS FOR INFORMATION
ENTERED OCTOBER 2, 2024

Comes now Licking Valley Rural Electric Cooperative Corporation (Licking Valley), by counsel, and does hereby tender its Verified Response to Commission Staff's Third Request for Information entered October 2, 2024.

Entered: October 16, 2024

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

THE ELECTRONIC APPLICATION OF LICKING)
VALLEY RURAL ELECTRIC COOPERATIVE) CASE NO.
CORPORATION FOR A GENERAL ADJUSTMENT) 2024-00211
OF RATES)

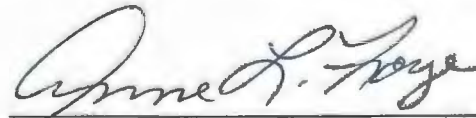
VERIFICATION OF JOHN WOLFRAM

COMMONWEALTH OF KENTUCKY)
)
COUNTY OF JEFFERSON)

John Wolfram, being duly sworn, states that he has supervised the preparation of responses to certain data requests in the above-referenced case and that the matters and things set forth therein are true and accurate to the best of his knowledge, information and belief, formed after reasonable inquiry.


John Wolfram

The foregoing Verification was signed, acknowledged and sworn to before me this 7 day of October 2024, by John Wolfram.


Commission expiration: 6-12-2025

ANNE L FOYE
Notary Public - State at Large
Kentucky
My Commission Expires June 12, 2025
Notary ID KYNP29156



Witness: Sandy Bradley and John Wolfram

Licking Valley Rural Electric Cooperative Corporation
Case No. 2024-00211
Commission Staff's Third Request for Information

Request 1: Refer to Application, Direct Testimony of Sandra Bradley (Bradley Direct Testimony), page 7, and refer to Schedule 1.06.

a. Bradley's Direct Testimony includes a statement that the cooperative pays 89.63 percent of the full premiums for coverage level for all employees and the 1.06 schedule shows that the cooperative pays 100 percent of single coverage and 89.63 percent of family coverage. Explain the discrepancy and identify the correct contribution percentages.

b. As of September 19, 2024, the U.S. Bureau of Labor Statistics (BLS) has updated its average annual employee contribution percentages. Provide an updated version of the previously submitted 1.06 Schedule adjustment calculation that was provided with the application that factors in the most recently updated average BLS percentages.

Response 1(a): The Bradley Direct Testimony contains the correct percentage of premiums the Cooperative pays, 89.63%. Schedule 1.06 contained a typo and should have indicated 10.37%.

Response 1(b): The latest update to the BLS employee share of medical plan premiums is that workers should contribute 20 percent of premiums for single coverage and 32 percent of premiums for family coverage. The updated BLS amounts change this pro forma adjustment from \$178,890 to \$170,893. This reduces the expense reduction or increases the revenue deficiency by \$7,997. Please see Attachment PSC 3-1(b) for an updated Schedule 1.06.

ATTACHMENT PSC 3-1(b)

Reference Schedule: 1.06

Revised 10-16-2024

LICKING VALLEY R.E.C.C.

For the 12 Months Ended December 31, 2023

Health Insurance Premiums

#	Option (1)	Total Cost \$ (2)	Employee % (3)	Employee \$ (4)	Utility % (5)	Utility \$ (6)	As Filed (7)	Incr(Decr) (8)
	<u>Normalized Test Year</u>							
1	Employee	127,619	0.00%	-	100.00%	127,619	127,619	-
2	Employee & Family	672,073	10.37%	69,694	89.63%	602,379	602,379	-
3	Total	799,692		69,694		729,998	729,998	-
4								
5	<u>Pro Forma Year</u>							
6	Employee	127,619	20.00%	25,524	80.00%	102,095	100,819	(1,276)
7	Employee & Family	672,073	32.00%	215,063	68.00%	457,010	450,289	(6,721)
8	Total	799,692		240,587		559,105	551,108	(7,997)
9								
10	Adjustment					(170,893)	(178,890)	(7,997)

Licking Valley Rural Electric Cooperative Corporation
Case No. 2024-00211
Commission Staff's Third Request for Information

Request 2: Refer to Application, Schedule 1.08, and Licking Valley RECC's response to Commission Staff's Second Request for Information (Staff's Second Request), Item 12, Attachment 2-12. Provide the line items associated with the removal of the Donations amount of \$6,285, the Membership Dues amount of \$66,306, the Annual Meeting amount of \$28,103, and the Miscellaneous amount of \$111,679.

Response 2: For the items listed, the values in Schedule 1.08 should be revised.

The items associated with Schedule 1.08, Donations \$6,285 are listed in Attachment 2-12 under Account 426 for the full amount \$6,285.16. This amount is correct on Schedule 1.08.

The items associated with Schedule 1.08, Membership Dues \$66,306 are listed in Attachment 2-12 under Account 932.20. The amount in Schedule 1.08 should be revised to equal that listed in Attachment 2-12, or \$63,078.98.

The items associated with Schedule 1.08, Annual Meeting \$24,086.80 are listed in Attachment 2-12 under Account 930.30. The amount of Schedule 1.08 should be revised to equal \$20,768.31, which is the Attachment 2-12 total of \$30,832.37 less the cost of the Buckets and Bulbs item, which is \$10,064.06.

The items associated with Schedule 1.08, Miscellaneous \$111,679 are listed in Attachment 2-12 under Account 930.40 with the total of \$111,679. The amount is correct on Schedule 1.08.

Licking Valley Rural Electric Cooperative Corporation
Case No. 2024-00211
Commission Staff's Third Request for Information

Request 3: Refer to Application, Schedule 1.09 and Licking Valley RECC's response to Staff's Second Request, Item 12, Attachment 2-12. Provide the line items that make up the \$53,031.14 of test year Directors Expense and the lines items that make up the \$24,086.80 that was removed from Directors Expense.

Response 3: The items associated with Schedule 1.09 Directors Expense are listed in Attachment 2-12. 930.11 through 930.27. The items included in Schedule 1.09 that are removed for ratemaking purposes are listed in Attachment 2-12 as NRECA Life Insurance, Christmas Gift, KEC Annual Meeting (Director Williams and Hill only), EKPC Special Board Meeting (Director Holbrook only), KEC Board Meeting (Director Hill only), Summer School (Howard only), Winter School (Williams, Hill, Oldfield and Howard), and Rural Electric Magazine. The other items including Fee & Mileage remain and are included in the revenue requirement.

Licking Valley Rural Electric Cooperative Corporation
Case No. 2024-00211
Commission Staff's Third Request for Information

Request 4: Refer to Licking Valley RECC's response to Staff's Second Request, Item 12, Attachment 2-12. Describe the purpose of the Federated Rural Insurance listed in account 930.40.

Response 4: The purpose of the Federated Rural Insurance is the general liability insurance for the Cooperative. The amount is allocated to different accounts, one being Account No. 930.40.

Licking Valley Rural Electric Cooperative Corporation
Case No. 2024-00211
Commission Staff's Third Request for Information

Request 5: Provide all Licking Valley RECC board meeting minutes for any meetings held from May 1, 2021, through August 31, 2024.

Response 5: Please see Attachment PSC 3-5.

ATTACHMENT PSC 3-5

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

May 20, 2021

The May Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, May 20, 2021, at 6:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room or by way of ZOOM Video Communication included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Alan Oldfield, Philip R. Williams, General Manager / CEO Kerry K. Howard, and Attorney Gregory D. Allen. Directors Kevin Howard and J. Frank Porter acted on all items noted on the agenda via telephone and approved the same.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY TED A. HOLBROOK, SECONDED BY TOMMY HILL, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD APRIL 15, 2021, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR MARCH 2021 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

EKPC REPORT

LVRECC Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave an update on the recent EKPC meeting video conference.

LVRECC BOARD MEETING

May 20, 2021

Page 02 of 05

The EKPC Board of Directors discussed reenergized efforts to launch government policies limiting carbon dioxide (CO₂) emissions and growing renewables to address climate change.

Ann Bridges, EKPC's CFO and Executive Vice President, reported March margins \$2.4 million under budget with year-to-date margins \$3.3 million over budget.

One of the major items discussed was the acquisition of Kentucky Power Company. The EKPC Board of Directors voted to direct management to conduct an investigation of the potential acquisition and authorized management to enter into a Non-Disclosure Agreement with AEP, enlist outside support, and further examine the potential acquisition.

Kentucky Power Company is serves 165,000 retail customers in twenty eastern Kentucky counties and has owned and contracted generation capacity of 1,468 MW. Has 1,326 miles of transmission and 10,060 miles of distribution.

KEC REPORT

Mr. Tommy Hill, Director representing LVRECC on the Kentucky Electric Cooperatives Board, gave a report on the recent KEC video conferences.

The Federal Court system has issued a ruling on 911 fee collections by electric cooperatives. The final resolution of the federal court litigation has not been made at this time. If it goes through, electric cooperatives will be subject to all collections including trash, water, etc.

An update on Broadband implementation and deployment was given by Chris Perry. A little in Breathitt County will be all that affects us.

The July KEC Board Meeting will be in person with limited seating.

LVRECC BOARD MEETING

May 20, 2021

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ATTNY RPT

Attorney Gregory D. Allen reported no new legal matters to report to the LVRECC Board of Directors during the May 20, 2021 Board Meeting.

Licking Valley RECC employee James Hinton gave depositions for a couple of hours in the Bobby Dale Howard Case. Mediation is scheduled for June 24, 2021.

CPR APPRVL

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TED A. HOLBROOK, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #592 IN THE AMOUNT OF \$32,718.70 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE MAY 20, 2021 BOARD MEETING MINUTES. MOTION CARRIED.

FINANCIAL REPORT

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For March 2021, we had negative margins of approximately four hundred fifty-eight thousand, eight hundred twenty-four dollars, which brings us to negative year-to-date margins of approximately two hundred fifty-five thousand, four hundred twenty-nine dollars compared to March 2020 positive margins of approximately two hundred forty-two thousand, eight hundred forty-four dollars for the year.

TIER for the month of March was (20.51), year-to-date (2.74), budget 3.67. Total bank draft accounts in May 2021 was 1,954, totaling \$212,523.38. Recurring credit card accounts for the same period was 450, totaling \$52,710.84, with 21 accounts rejected in the total amount of \$3,604.66.

LVRECC BOARD MEETING

May 20, 2021

Page 04 of 05

ENVIRONMENTAL SURCHARGE

The Environmental Surcharge from East Kentucky Power Cooperative for the month of March was 9.53%. April fuel adjustment charge was 0.00167.

REPORT FROM THE GENERAL MANAGER/CEO

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors.

RATE CASE

We filed for a rehearing on our Rate Case. The Attorney General's Office agreed with Licking Valley and requested that the PSC grant additional time to file a general rate case. The Commission switched charges from \$17.09 to \$16.00 on the monthly residential customer charge that we proposed. We do not have to go in for a full general rate increase for three years from the date of the 2020-00338 Order, May 10, 2021.

FORM 990

The Return of Organization Exempt From Income Tax, Form 990, was presented to the LVRECC Board of Directors for review by General Manager/ CEO Kerry K. Howard prior to submission to the Internal Revenue Service by Jones, Nale & Mattingly PLC, Certified Public Accountants and Advisors of Louisville, Kentucky.

LVRECC ANN MTG

Licking Valley RECC's 81st Annual Meeting of Members will be held Wednesday, June 16, 2021 at our Malone Warehouse Office. Once again , because of social distancing and following State guidelines, our Annual Meeting registration will be by drive-thru registration at our Malone Warehouse Office. Registration will begin at 9:00 a.m. – 4:00 p.m., with the Business Meeting at 4:00 p.m.

CFC SCTC INTEREST

Licking Valley RECC received a check from the National Rural Utilities Cooperative Finance Corporation in the amount of \$14,657.80 for semiannual interest earned for investment in CFC subordinated certificates.

LVRECC BOARD MEETING

May 20, 2021

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— **SAFETY AND
LOSS CONTROL**

General Manager / CEO Kerry K. Howard presented the directors a copy of of the May 10, 2021 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on May 14, 2021 stating there had been one new incident reported by employees which resulted in loss time from work since our previous update on April 06, 2021. Employee Charles Brand turned his ankle causing a fracture, but has since returned to work on light duty.

**CYBER
SECURITY**

Cyber Security is closely monitored on a daily basis at our Licking Valley RECC West Liberty Headquarter and Malone Warehouse Offices.

**BID
CONTRACTING**


We have a couple of contractors interested in bidding on jobs with Licking Valley RECC. CW Services Engineering and Construction out of Rush, Kentucky, and 5 Star Electric LLC out of Clay, Kentucky.

— **ADJOURN-
MENT**

UPON MOTION BY ALAN OLDFIELD, SECONDED BY TED A. HOLBROOK, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD OF DIRECTORS OF LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION, THE MAY 2021 BOARD MEETING ADJOURNED AT APPROXIMATELY 9:00 P.M. MOTION CARRIED.



DARRELL CUNDIFF
President

— 

TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
2021 ANNUAL MEETING OF MEMBERS

Wednesday, June 16, 2021

The 81st Annual Meeting of Members of Licking Valley Rural Electric Cooperative Corporation was held four (4) miles South of West Liberty, Kentucky, on Highway Route Number 191, Malone, Kentucky, on Wednesday, June 16, 2021, with the business session beginning at 4:00 p.m.

The business meeting was called to order by Darrell Cundiff, President of the Cooperative and Secretary/Treasurer Tommy Hill, kept the minutes thereof.

INVOCATION

Greg Chaney, Licking Valley RECC Meter Department Supervisor and pastor of the Daysboro Church of Christ gave invocation prior to the commencement of business.

**NATNL ANTHEM
& PLEDGE OF
ALLEGIANCE**

Due to the Covid-19 Pandemic and measures to protect the health and safety of our members and employees, the United States National Anthem was played by means of social media. President Darrell Cundiff led the United States Pledge of Allegiance.

**INTRDCTN
OF DIRS,
GEN MGR,
& ATTNY**

President Darrell Cundiff introduced the Board of Directors of Licking Valley Rural Electric Cooperative Corporation, General Manager / CEO. and Attorney for the Cooperative to the membership.

**QUORUM OF
MEMBERSHIP**

President Darrell Cundiff called upon Secretary/Treasurer Tommy Hill for the determination of a quorum present. After checking the official registration slips, the Secretary/Treasurer reported more than one percent (1%) of the total membership present, thereby constituting a lawful quorum for the meeting. The same is attached hereto as Exhibit A.

LVRECC 2021 ANNUAL MEETING OF MEMBERS

June 16, 2021

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**— READING OF
NOTICE &
PROOF OF
PUBLICITN**

The reading of the official notice of the meeting, together with the proof of due mailing thereof were read by Secretary/Treasurer Hill and the same ordered ordered to be annexed to the minutes of the meeting. The same is attached hereto as Exhibit B.

**READING
OF 2020
MINUTES**

Upon motion duly made, seconded and by a unanimous vote of the members voting, the reading of the unapproved 2020 minutes of the members was waived. The minutes of the previous meeting stand approved.

**TREASURER'S
REPORT**

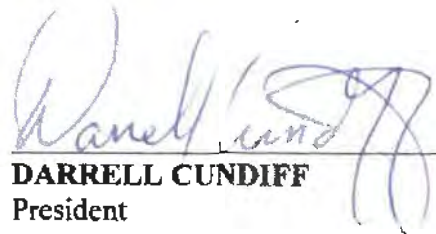
President Darrell Cundiff called upon Secretary / Treasurer Hill for the the presentation of the Treasurer's Report. Secretary/Treasurer Hill announced the Treasurer's Report was published in the June 2021 issue of the *Kentucky Living Magazine*. The same is attached hereto as Exhibit C.

**— UNFNISHD
& NEW
BUSINESS**

The next few items on the agenda were the consideration of unfinished business, new business, and the transaction of all other business that may properly come before the meeting. The same is attached hereto as Exhibit D.

ADJOURNMENT

There being none, the business meeting stood adjourned at approximately 4:21 p.m.



DARRELL CUNDIFF
President



TED A. HOLBROOK
Vice-President

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
SPECIAL BOARD MEETING

Wednesday, June 16, 2021

A Special Board Meeting was held Wednesday, June 16, 2021, at 4:39 p.m., E.D.T., in the Malone Office, following the business session of the 2021 Annual Meeting of Members for the purpose of being sworn to perform the duties of office and to elect officers for the ensuing period and until LVRECC's next annual meeting covering portions of the years 2021 - 2022.

The Honorable Gregory D. Allen called the Special Board Meeting to order, naming himself as Interim President of the Special Board Meeting to solicit votes for officers for the upcoming year.

**ELECTION
OF
OFFICERS**

UPON MOTION OF PHILIP R. WILLIAMS, SECONDED BY KEVIN HOWARD, ALL BOARD OFFICERS FOR THE PERIOD YEARS 2020-2021 SHALL BE RE-NOMINATED AND RETAINED IN THEIR POSITIONS FOR THE ENSUING PERIOD AS STATED ABOVE IN PARAGRAPH NUMBER ONE, TO-WIT, DARRELL CUNDIFF, PRESIDENT; TED A. HOLBROOK, VICE-PRESIDENT; TOMMY HILL, SECRETARY/TREASURER. MOTION AND NOMINATIONS WERE CARRIED BY UNANIMOUS VOTE.

Pursuant to Article III, Section 3, of the By-Laws of the Cooperative, Gregory D. Allen as Attorney for the Cooperative administered an oath to the newly elected directors, as above stated, to faithfully perform the duties of office during the ensuing period as stated above in paragraph one.

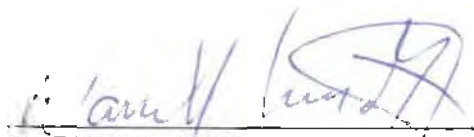
LVRECC SPECIAL BOARD MEETING

June 16, 2021

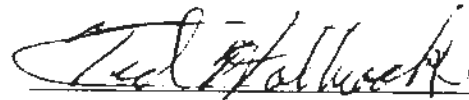
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**ADJOURN-
MENT**

UPON MOTION BY KEVIN HOWARD, SECONDED BY PHILIP R.
HOWARD, THE SPECIAL BOARD MEETING OF THE LICKING VALLEY
RURAL ELECTRIC COOPERATIVE CORPORATION STOOD ADJOURNED
AT 4:45 P.M.



DARRELL CUNDIFF
President



TED A. HOLBROOK
Vice-President

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

June 16, 2021

The June Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Wednesday, June 16, 2021, at 5:00 p.m., in the Malone Warehouse Office Conference Room. Those attending the Board Meeting via the Malone Warehouse Office Conference Room or by way of ZOOM Video Communication included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Kevin Howard, Alan Oldfield, J. Frank Porter, Philip R. Williams, General Manager / CEO Kerry K. Howard, General Superintendent Chris Murphy, Manager of Administrative Services John R. May, and Attorney Gregory D. Allen.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY J. FRANK PORTER, SECONDED BY TED A. HOLBROOK, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD MAY 20, 2021, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR APRIL 2021 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

EKPC REPORT

LVRECC Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave a report on recent EKPC video conferences.

LVRECC BOARD MEETING

June 16, 2021

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Craig Johnson, EKPC Senior Vice President of Power Production, reported sixteen planned maintenance outages were scheduled for the spring season and fourteen have been completed. The other two should be completed by next week.

A major turbine overhaul was completed at Smith Station, Unit 2. Units 4 and 5 was subjected to a hot gas path inspection. Smith Station Unit 9 revealed damage to the supercore and power turbine and repaired.

All of the bags in Spurlock Station Unit 3 baghouse was changed out.

A planned outage is scheduled for both Cooper Station Units.

Don Mosier, EKPC COO and Executive Vice President, reported PJM recent auction of capacity for 2022 and 2023 delivery cleared at \$50 per megawatt-day. Auction price in 2018 produced a price of \$140 per megawatt-day.

Mosier reported 8,175 fewer megawatts of coal-fueled capacity cleared this year auction compared to the last auction, nuclear generation gained 4,460 MW and natural gas generation gained 3,414 MW. noting this was the fourth time since 2008 capacity prices have cleared at \$50 or less.

On Tuesday the EKPC Board reviewed several safety incidents that occurred in April. Inattention or lack of focus on safety played a role in each incident.

Ann Bridges, EKPC CFO and Executive Vice President, reported margins for April down \$3.3 million, which was \$7.6 million over budget, with year-to-date margins over budget by \$10.9 million.

Several directors and CEO's were recognized for their years of service on the EKPC Board. Joe Spaulding and Landis Cornett were each recognized for ten years of service, Boris Haynes for five years, and Licking Valley RECC General

LVRECC BOARD MEETING

June 16, 2021

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Manager/CEO Kerry K. Howard received his 15-year pin for his dedicated service on the EKPC Board.

After considerable discussion, all agreed not to put a bid in to Kentucky Power Company. The EKPC Board voted to send a letter to Kentucky Power Company stating our interest and addressing concerns about the KPC current proposal.

ATTNY RPT

Attorney Gregory D. Allen gave the Board an update on the Bobby Dale Howard Case in Magoffin County as Co-Counsel with English, Lucas, Priest & Owsley, LLP. Allen stated he has received a demand letter. We are not required to do anything with the demand letter with includes an understanding of the dispute's risks and rewards. Acknowledgment of damages due to Mr. Howard's negligence was noted in the letter. Mediation is set for next week with trial next February 2022.

WRITE-OFF

UPON MOTION BY TOMMY HILL, SECONDED BY PHILIP R. WILLIAMS, THE LVRECC BOARD OF DIRECTORS APPROVED TO WRITE OFF UNCOLLECTIBLE ACCOUNTS FOR THE FOURTH QUARTER OF 2020, OCTOBER, NOVEMBER, AND DECEMBER IN THE AMOUNT OF \$42,963.48. MOTION CARRIED.

CPR APPRVL

UPON MOTION BY KEVIN HOWARD, SECONDED BY TOMMY HILL, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #593 IN THE AMOUNT OF \$8,237.95 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE JUNE 16, 2021 BOARD MEETING MINUTES. MOTION CARRIED.

LVRECC BOARD MEETING

June 16, 2021

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**WORK
ORDER
APPROVAL**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY KEVIN HOWARD, THE LVRECC BOARD OF DIRECTORS APPROVED THE FOLLOWING RUS FORM 219 INVENTORIES OF WORK ORDERS:

JANUARY 2021	\$216,216.87
FEBRUARY 2021	\$ 32,012.80
MARCH 2021	\$110,429.14

MOTION CARRIED.

**RUS FORM 675
CERT OF
AUTHORITY**

UPON MOTION BY KEVIN HOWARD, SECONDED BY PHILIP R. WILLIAMS. THE LVRECC BOARD OF DIRECTORS APPROVED THE THE FOLLOWING RUS RESOLUTION:

RESOLUTION

WHEREAS, that any three (3) of the officers or employees of Licking Valley Rural Electric Cooperative Corporation (LVRECC) listed below are (is) authorized to sign Rural Utilities Service documents in connection with requisitioning and accounting for loan funds for this Corporation with the Rural Utilities Service and that said Rural Utilities Service be and is authorized to pay checks so drawn to the account of this Corporation;

Darrell Cundiff President	\$Unlimited
Tommy Hill Secretary/Treasurer	\$Unlimited
Kerry K. Howard General Manager/CEO	\$Unlimited

BE IT, THEREFORE RESOLVED, that any one (1) of the officers of the Corporation listed are (is) authorized to effect loans for an on behalf of this Corporation from the Rural Utilities Service and to renew or extend such loans from time to time; and for such loans in the amount of not exceeding \$UNLIMITED (any and all renewals and extensions thereof) to make and deliver promissory notes, endorsements, mortgages and other obligations of the Corporation to said Rural Utilities Service, and to pledge as security for such loans (and any and all renewals and extensions and/or any and all assets of this Corporation); to accept notice and grant waivers in behalf of this Corporation in any and all matters between the said Rural Utilities Service and this Corporation; and

LVRECC BOARD MEETING

June 16, 2021

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RESOLVED, that Rural Utilities Service is authorized to rely upon the foregoing resolution until receipt by it of written notice of any change or revocation thereof; and

RESOLVED FURTHER, that this resolution was properly authorized and adopted on behalf of Licking Valley Rural Electric Cooperative Corporation by the Board of Directors during the duly regular monthly Board Meeting held June 16, 2021.

MOTION CARRIED.

**COVID-19
VACCINATION
PERSONAL DAY**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY KEVIN HOWARD, THE LVRECC BOARD OF DIRECTORS APPROVED TO REWARD LICKING VALLEY RECC EMPLOYEES WITH A PERSONAL DAY TO USE AT HIS/HER DISCRETION IF THEY HAVE RECEIVED THE CORONA VIRUS VACCINATION OR HAVE AT LEAST RECEIVED THE FIRST VACCINATION SHOT AND CAN SHOW PROOF BY LICKING VALLEY RECC'S REOPENING DATE OF WEDNESDAY, JULY 14, 2021. MOTION CARRIED.

**RIGHT-OF-
WAY PROJECT
BIDDING**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY ALAN OLDFIELD, AFTER DISCUSSION THE LVRECC BOARD OF DIRECTORS APPROVED TO CONTINUE WORKING WITH BMC CONTRACTING, LLC FOR RIGHT-OF-WAY CLEARING PROJECTS. MOTION CARRIED.

**CONSTRUCTION
PROJECT
BIDDING**

UPON MOTION BY TOMMY HILL, SECONDED BY ALAN OLDFIELD, AFTER DISCUSSION THE LVRECC BOARD OF DIRECTORS APPROVED TO CONTINUE WORKING WITH HIGH LINE SERVICES, LLC FOR LINE CONSTRUCTION PROJECTS. MOTION CARRIED.

**VEHICLE
BIDDING**

General Manager / CEO Kerry K. Howard discussed recent difficulties from vendors receiving Vehicles as per bidding. Licking Valley RECC ordered two

LVRECC BOARD MEETING

June 16, 2021

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trucks the first of the year and can not get them. After consideration the Board of Directors agreed with General Manager/CEO Howard to expand the location for the purchase of required vehicles as needed.

FINANCIAL REPORT

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For April 2021, we had negative margins of approximately six hundred twenty-nine dollars, which brings us to negative year-to-date margins of approximately two hundred forty-four thousand, six hundred thirty-nine dollars compared to April 2020 positive margins of approximately eight hundred ninety-two thousand, two hundred fifty-seven dollars for the year.

TIER for the month of April was (0.97), year-to-date (1.77), budget 3.84. Total bank draft accounts in June 2021 was 1,995, totaling \$222,681.52. Recurring credit card accounts for the same period was 442, totaling \$51,036.53, with 10 accounts rejected in the total amount of \$636.19.

ENVIRONMENTAL SURCHARGE

The Environmental Surcharge from East Kentucky Power Cooperative for the month of April was 10.53%. May fuel adjustment charge was (0.00662).

REPORT FROM THE GENERAL MANAGER/CEO

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors.

SAFETY AND LOSS CONTROL

General Manager / CEO Kerry K. Howard presented the directors a copy of the June 02, 2021 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on June 10, 2021 stating there had been zero new incidents reported by employees which resulted in loss time from work since our previous update on May 10, 2021.

LVRECC BOARD MEETING

June 16, 2021
Page 07 of 07

LVRECC employee Scotty Spencer should be able to come back to work in July on light duty.

CYBER SECURITY

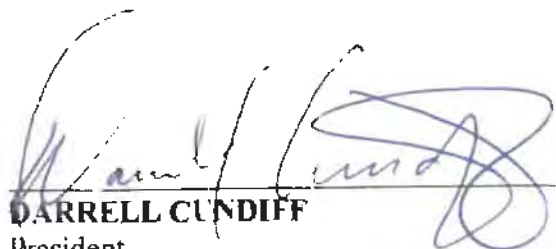
Cyber Security is closely monitored on a daily basis at our Licking Valley RECC West Liberty Headquarter and Malone Warehouse Offices.


LVRECC ANN MTG

Licking Valley RECC's 81st Annual Meeting of Members was held today, Wednesday, June 16, 2021 at our Malone Warehouse Office. Because of social distancing and following State guidelines, our Annual Meeting registration was by drive-thru registration at our Malone Warehouse Office. Registration started at 9:00 a.m. – 4:00 p.m., with the Business Meeting at 4:00 p.m.

ADJOURNMENT

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TOMMY HILL, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD OF DIRECTORS OF LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION, THE JUNE 2021 BOARD MEETING ADJOURNED AT APPROXIMATELY 6:00 P.M. MOTION CARRIED.


DARRELL CUNDIFF
President


TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

July 15, 2021

The July Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, July 15, 2020, at 6:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room included Darrell Cundiff, Tommy Hill, Kevin Howard, Alan Oldfield, J. Frank Porter, Philip R. Williams, General Manager/CEO Kerry K. Howard, Manager of Administrative Services John R. May, and Attorney Gregory D. Allen. Director Ted A. Holbrook acted on all items noted on the agenda via telephone and approved the same.

**BOARD
MEMBERS/
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY TOMMY HILL, SECONDED BY PHILIP R. WILLIAMS, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD JUNE 16, 2021, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR MAY 2021 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

EKPC REPORT

LVRECC General Manager/CEO Kerry K. Howard gave the report on the East Kentucky Power Cooperative Board Meeting.

LVRECC BOARD MEETING

July 15, 2021

Page 02 of 06

The EKPC Board of Directors received a briefing on the results of the PJM capacity auction for 2022-23. A mix of factors resulted in lower prices in PJM Interconnection's recent capacity auction.

David Crews reports a drop in the clearing price to \$50 per megawatt-day from the current \$140 resulting from the auction for delivery in 2022-23. Analysts had expected the clearing prices to drop but the final price was lower than most projected.

Some of the factors that resulted in lower prices were a lower forecasted demand led to a lower reserve requirement, lower load reduced the reserve requirement and offer prices were mostly lower than prior auctions. In order to meet electricity needs in PJM's 13-state service area, the auction procures power supply resources in advance of the delivery year.

For the June 2022 through May 2023 delivery period, the lower prices are projected to result in approximately 4.3 million less revenue for EKPC than budgeted.

Eighty-one solar projects totaling nearly 7,600 megawatts have requested interconnection to EKPC's high voltage transmission system. Mary Jane Warner stated that so far only four projects have executed agreements with EKPC.

The Board approved Chairman Alan Ahrman and President & CEO Tony Campbell to serve on the board of ACES, with Joe Spalding and Don Mosier as alternates.

Chief Financial Officer and Executive Vice President Ann Bridges reported May margins over budget approximately \$7.6 million with year-to-date margins 18.6

LVRECC BOARD MEETING

July 15, 2021

Page 03 of 06

million over budget mainly due to lower than expected operating and maintenance expenses.

Approved revisions to Board Policies 302 Transmission Facilities, 404 Transaction Authority Limits for Energy and Energy-related Commodities and Transportation, 204 Credit Policy, 106 Executive Committee Charter, 103 Delegation of Authority From and Relation Between the Board and the CEO, 111 Directors Compensation, Benefits and Expense Reimbursement, 113 Legal Representation and Use of Attorneys, and The Governance Objective of EKPC's Strategic Plan.

ATTNY RPT

Attorney Gregory D. Allen reported no new legal matters to report to the LVRECC Board of Directors during the July 15, 2021 Board Meeting.

General Manager/CEO Kerry K. Howard was present for mediation for the Bobby Dale Howard case with no action taken.

CPR APPRVL

UPON MOTION BY TOMMY HILL, SECONDED BY PHILIP WILLIAMS, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #594 IN THE AMOUNT OF \$38,822.41 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE JULY 15, 2021 BOARD MEETING MINUTES. MOTION CARRIED.

**RCCU, NRECA
VOTING
DELEGATES**

UPON MOTION BY J. FRANK PORTER, SECONDED BY PHILIP R. WILLIAMS, THE LVRECC BOARD OF DIRECTORS UNANIMOUSLY APPROVED THE FOLLOWING RESOLUTIONS:

LVRECC BOARD MEETING

July 15, 2021
Page 04 of 06

RESOLUTION

I hereby certify that the following Resolution was duly passed at a Regular Meeting of the Board of Directors of Licking Valley Rural Electric Cooperative, held at its office in Morgan County, Kentucky on the 15th day of July 2021, a quorum being present and voting.

AND BE IT RESOLVED, that the Manager, President and CEO and authorized persons Acknowledged by the Manager, President and CEO of this Corporation be and are hereby authorized to initiate Corporate Visa Accounts with Rural Cooperatives Credit Union for the use of the Corporation assigned to individuals through the Corporation and payable in full monthly by the Corporation. The limit of the Corporate Visa Accounts may not exceed an aggregate amount of \$67,500; and each Corporate Visa Account may not exceed an individual limit of \$N/A per account and shall not have cash advance authority. These Corporate Visa Accounts will be for the purpose of business use and receipts must be submitted to the Corporation accounting department on a monthly basis to offset all usage appearing on the monthly statements. The Manager, President and CEO and authorized person acknowledged by the Manager, President and CEO have the authority to retract such privilege at any time without reason.

BE IT FURTHER RESOLVED, all acts or things previously done by authorized officers of the Corporation are hereby ratified and confirmed.

RESOLUTION

WHEREAS, the Licking Valley Rural Electric Cooperative Corporation (LVRECC) Board of Directors (Board) hereby authorized Tommy Hill, Board Member of LVRECC to serve as National Rural Electric Cooperative Association (NRECA) Representative and further appoints as its' Alternate Representative, Kerry K. Howard. The Board hereby empowers the above Representative and Alternate Representative to vote as they deem necessary on all business which may be submitted for a vote of the Members of the NRECA during its 2021 NRECA Director Election scheduled to be held July 20, 2021 in Louisville, Kentucky; and

WHEREAS, the Board of LVRECC further stipulates, this resolution is in effect only for the time period specified in the above paragraph; and

BE IT, THEREFORE RESOLVED that this resolution was properly authorized and adopted on behalf of LVRECC by the Board during the duly regular monthly Board Meeting held July 15, 2021.

MOTION CARRIED.

LVRECC BOARD MEETING

July 15, 2021

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**FINANCIAL
REPORT**

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For May 2021, we had positive margins of approximately eight hundred twenty-one thousand, three hundred sixty-nine dollars, which brings us to positive year-to-date margins of approximately five hundred seventy-six thousand, seven hundred thirty dollars compared to May 2020 positive margins of approximately nine hundred eighty-two thousand, one hundred thirty dollars for the year.

TIER for the month of May was 41.85, year-to-date 6.32, budget 3.87. Total bank draft accounts in July 2021 was 1,968, totaling \$224,815.55. Recurring credit card accounts for the same period was 459, totaling \$54,933.96, with 19 accounts rejected in the total amount of \$1,852.45.

**ENVIRONMENTAL
SURCHARGE**

The Environmental Surcharge from East Kentucky Power Cooperative for the month of May was 14.96%. June fuel adjustment charge was (0.01153).

**REPORT FROM
THE GENERAL
MANAGER/CEO**

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors.

**SAFETY AND
LOSS CONTROL**

General Manager / CEO Kerry K. Howard presented the directors a copy of the July 06, 2021 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on July 09, 2021 stating there had been zero new incidents reported by employees which resulted in loss time from work since our previous update on June 02, 2021.

**CYBER
SECURITY**

Cyber Security continues to be closely monitored at our Licking Valley RECC Offices. Phishing emails are received and discovered daily.

LVRECC BOARD MEETING

July 15, 2021


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**ADJOURN-
MENT**

UPON MOTION BY ALAN OLDFIELD, SECONDED BY TOMMY HILL,
THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD
DIRECTORS OF LICKING VALLEY RURAL ELECTRIC COOPERATIVE
CORPORATION, THE JULY 2021 BOARD MEETING ADJOURNED AT
APPROXIMATELY 7:30 P.M. MOTION CARRIED.



DARRELL CUNDIFF
President



TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

August 19, 2021

The August Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, August 19, 2021, at 7:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Kevin Howard, J. Frank Porter, Philip R. Williams, Alan Oldfield, General Manager / CEO Kerry K. Howard and Attorney Gregory D. Allen.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TED A. HOLBROOK, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD JULY 15, 2021, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR JUNE 2021 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

EKPC REPORT

LVRECC Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave a report on recent EKPC video conference.

Ann Bridges reported that the EKPC's rate case application is now pending final approval.

LVRECC BOARD MEETING

August 19, 2021

Page 02 of 07

According to Tony Campbell, EKPC implemented a new policy requiring masks at all locations.

Ann Bridges reported that EKPC's June margin was \$4.5 million over budgeted margin, due to higher net revenue and lower operating and maintenance expenses. Year-to-date margin was \$23 million over budget. Member systems cost was above target for June but still remained below target for year-to-date.

Jena Baker McNeill has been named as EKPC's Director of Legislative and Government Relations.

KEC REPORT

Mr. Tommy Hill, Director representing LVRECC on the Kentucky Electric Cooperatives Board, gave a report on the recent KEC video conference.

Chris Perry gave updates on broadband deployment, pole attachments, Kentuckians for the Commonwealth, supply chain impacts and state park infrastructure issues.

A strategic planning session was held in Louisville and the six strategic goals and objectives were reviewed. Develop a best-in-class safety program, seek a more favorable regulatory environment, provide resources to assist cooperatives to be the trusted energy advisor, facilitate education and training for local cooperative staff and board, maintain financial health and understand and embrace emerging technologies.

The Safety Committee reported that their safety trailer is almost complete. There are several basic skills workshops scheduled. The Safety Conference will be held December 2-3 in Lexington.

The Youth Leadership Summit was held on August 3.

LVRECC BOARD MEETING

August 19, 2021

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The Kentucky Electric Cooperative Annual Meeting is scheduled to be held November 15th and 16th in Louisville.

ATTNY RPT

Attorney Gregory D. Allen reported no new legal matters to report to the LVRECC Board of Directors during the August 19, 2021 Board Meeting.

CPR APPRVL

UPON MOTION BY KEVIN HOWARD, SECONDED BY TED A. HOLBROOK, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #595 IN THE AMOUNT OF \$33,276.25 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE AUGUST 19, 2021 BOARD MEETING MINUTES. MOTION CARRIED.

**2022 NRECA
MEDICAL
INSURANCE**

UPON MOTION BY J. FRANK PORTER, SECONDED BY TOMMY HILL, THE LVRECC BOARD OF DIRECTORS APPROVED THE 2022 NRECA GROUP BENEFITS PROGRAM RENEWAL AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD. MOTION CARRIED.

**SUZANNE
LAMBERT VANCE**

UPON MOTION MADE BY TOMMY HILL, SECONDED BY PHILIP R. WILLIAMS, THE LVRECC BOARD OF DIRECTORS UNANIMOUSLY APPROVED AND ADOPTED THE FOLLOWING RESOLUTION HONORING LVRECC EMPLOYEE SUZANNE LAMBERT VANCE:

**Licking Valley Rural Electric Cooperative Corporation
Resolution of Appreciation for
Suzanne Lambert Vance**

Whereas, the Board of Directors of Licking Valley Rural Electric Cooperative Corporation expresses its appreciation for the many contributions and sacrifices made by Suzanne Lambert Vance for the period of May 17, 1976 – July 7, 2021, for her dedication and support of Licking Valley Rural electric Cooperative Corporation, for her forty-five plus years of superior performance as an employee and for always keeping in mind the “Cooperative Way” for her untiring efforts in building a strong rural electric program in Kentucky and America.

LVRECC BOARD MEETING

August 19, 2021

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Be It, Therefore Resolved that this resolution was properly authorized and adopted on behalf of Licking Valley Rural Electric Cooperative Corporation by the Board during the duly regular scheduled monthly Board Meeting held August 19, 2021.

MOTION CARRIED.

**GREGORY
D. CHANEY**

UPON MOTION MADE BY TED A. HOLBROOK, SECONDED BY TOMMY HILL, THE LVRECC BOARD OF DIRECTORS UNANIMOUSLY APPROVED AND ADOPTED THE FOLLOWING RESOLUTION HONORING LVRECC EMPLOYEE GREGORY D. CHANEY:

**Licking Valley Rural Electric Cooperative Corporation
Resolution of Appreciation for
Gregory D. Chaney**

Whereas, the Board of Directors of Licking Valley Rural Electric Cooperative Corporation expresses its appreciation for the many contributions and sacrifices made by Gregory D. Chaney for the period of September 7, 1976 – September 7, 2021, for his dedication and support of Licking Valley Rural electric Cooperative Corporation, for his forty-five years of superior performance as an employee and for always keeping in mind the “Cooperative Way” for his untiring efforts in building a strong rural electric program in Kentucky and America.

Be It, Therefore Resolved that this resolution was properly authorized and adopted on behalf of Licking Valley Rural Electric Cooperative Corporation by the Board during the duly regular scheduled monthly Board Meeting held August 19, 2021.

MOTION CARRIED.

**FINANCIAL
REPORT**

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For June 2021, we had positive margins of approximately twenty-five thousand, nine hundred eighty-seven dollars, which brings us to positive year-to-date margins of approximately six hundred two thousand, seven hundred seventeen

LVRECC BOARD MEETING

August 19, 2021

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dollars compared to June 2020 positive margins of approximately twelve thousand, nine hundred thirty-seven dollars for the year.

TIER for the month of June was 1.95, year-to-date 5.44, budget 3.72. Total bank draft accounts in August 2021 were 2,010, totaling \$254,189.47. Recurring credit card accounts for the same period was 457, totaling \$63,614.85, with 22 accounts rejected in the total amount of \$3,205.03.

ENVIRONMENTAL SURCHARGE

The Environmental Surcharge from East Kentucky Power Cooperative for the month of June was 13.54%. July fuel adjustment charge was (0.00503).

REPORT FROM THE GENERAL MANAGER/CEO

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors.

SAFETY AND LOSS CONTROL

General Manager / CEO Kerry K. Howard presented the directors a copy of the August 03, 2021 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on August 13, 2021 stating there had been one new incident reported by employees which resulted in loss time from work since our previous update on July 06, 2021.

CYBER SECURITY

Cyber Security continues to be closely monitored at our Licking Valley RECC Offices. We still discover phishing emails daily.

EXECUTIVE SESSION

At this point LVRECC Board President Darrell Cundiff asked for a motion to go into Executive Session.

LVRECC BOARD MEETING

August 19, 2021

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UPON MOTION BY TED A. HOLBROOK, SECONDED BY PHILIP R. WILLIAMS, THE LVRECC BOARD OF DIRECTORS RECESSED THE REGULAR SESSION TO AN EXECUTIVE CLOSED SESSION TO DISCUSS PERSONAL MATTERS. MOTION CARRIED.

General Manager/CEO Kerry K. Howard was asked to excuse himself from the Board Room.

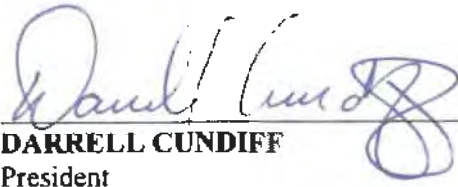
**DIRECTOR
NOMINATION**

UPON NOMINATION AND MOTION BY TED A. HOLBROOK, SECONDED BY PHILIP R. WILLIAMS, MR. C.K. STACY OF WEST LIBERTY, KENTUCKY, WAS APPOINTED BY THE LVRECC BOARD OF DIRECTORS TO SUCCEED MR. JONATHAN TRAVIS STACY AS DIRECTOR REPRESENTING MORGAN COUNTY ON THE LVRECC BOARD OF DIRECTORS EFFECTIVE AUGUST 19, 2021. MOTION AND NOMINATION CARRIED.

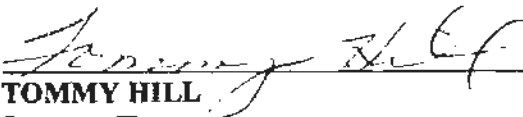
**ADJOURN-
MENT**

UPON MOTION BY TED A. HOLBROOK, SECONDED BY TOMMY HILL, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD OF DIRECTORS OF LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION, THE AUGUST 2021 BOARD MEETING ADJOURNED AT APPROXIMATELY 8:40 P.M. MOTION CARRIED.

LVRECC BOARD MEETING
August 19, 2021
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DARRELL CUNDIFF
President



TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION

BOARD OF DIRECTORS MEETING

September 16, 2021

The September Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, September 16, 2021, at 7:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room or by way of ZOOM Video Communication included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Kevin Howard, Alan Oldfield, J. Frank Porter, C.K. Stacy, Philip R. Williams, General Manager/CEO Kerry K. Howard, Manager of Administrative Services John R. May, General Superintendent Chris Murphy, and Attorney Gregory D. Allen.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TOMMY HILL, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD AUGUST 19, 2021, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR JULY 2021 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

EKPC REPORT

LVRECC Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave a report on recent EKPC video conference.

LVRECC BOARD MEETING

September 16, 2021

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EKPC's Board of Directors honored former director Eddie Martin who passed away August 19. They also approved a resolution accepting Harold Dupuy, Grayson RECC's board chairman, as a new director to represent Grayson RECC.

The Board also voted to accept Britt Roarx to serve as an external member of the Board Risk Oversight Committee, replacing Patrick Sterling.

Currently with the Spurlock Station project they are lowering the water level of the plant's ash pond and removing coal combustion residuals from the compound. A section of the pond will be repurposed as a water mass balance pond. This is expected to be completed by late 2022.

Dr. Rita Baranwal, Vice President of Nuclear and Chief Nuclear Officer of the Electric Power Research Institute, gave an update on nuclear reactor technologies under development.

Ann Bridges reported July margins \$2.7 million over budget. Mainly driven by lower-than-expected operating and maintenance expenses. Year-to-date margins through July was \$25.8 million over budget, due to lower operating and maintenance expenses offsetting the decline in net sales.

ATTNY RPT

Attorney Gregory D. Allen gave his legal report to the LVRECC Board of Directors noting no new legal matters to be discussed during the September 16, 2021 Board Meeting. As reported during the August meeting, the Bobby Dale Howard Case in Magoffin County continues to be in discovery at this time. A court date is scheduled for February 2022.

LVRECC BOARD MEETING

September 16, 2021

Page 03 of 05

**WORK
ORDER
APPROVAL**

UPON MOTION BY TED A. HOLBROOK, SECONDED BY PHILIP R. WILLIAMS, THE LVRECC BOARD OF DIRECTORS APPROVED THE FOLLOWING RUS FORM 219 INVENTORIES OF WORK ORDERS:

APRIL 2021	\$167,644.19
MAY 2021	\$176,657.63
JUNE 2021	\$163,911.69

MOTION CARRIED.

WRITE-OFF

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TOMMY HILL, THE LVRECC BOARD OF DIRECTORS APPROVED TO WRITE OFF UNCOLLECTIBLE ACCOUNTS FOR THE FIRST QUARTER OF 2021, JANUARY, FEBRUARY, AND MARCH IN THE AMOUNT OF \$65,454.57

CPR APPRVL

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TOMMY HILL, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #596 IN THE AMOUNT OF \$78,279.20. AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE SEPTEMBER 10, 2021 BOARD MEETING MINUTES. MOTION CARRIED.

**FINANCIAL
REPORT**

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For July 2020, we had positive margins of approximately forty-seven thousand, seven hundred forty-eight dollars, which brings us to positive year-to-date margins of approximately six hundred fifty thousand, four hundred sixty-five dollars compared to July 2020 positive margins of approximately one million, sixty-five thousand, one hundred twenty dollars for the year.

LVRECC BOARD MEETING

September 16, 2021

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TIER for the month of July was 3.06, year-to-date 5.09, budget 3.79. Total bank draft accounts in September 2021 was 2,017, totaling \$268,582.60. Recurring credit card accounts for the same period was 469, totaling \$68,349.39, with 9 accounts rejected in the total amount of \$1,333.33.

ENVIRONMENTAL SURCHARGE

The Environmental Surcharge from East Kentucky Power Cooperative for the month of July was 12.19%. August fuel adjustment charge was (0.00316).

REPORT FROM THE GENERAL MANAGER/CEO

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors. At the Malone Office, Scott Spencer is back to work in the maintenance department. Ward Dickey is having shoulder surgery and is off until further notice. Jeff Lumpkins is back to work in the meter department. Zach Trent is continuing to recover from his accident. In the business office, Tammy Standafer resigned August 23, 2021.

SAFETY AND LOSS CONTROL

General Manager / CEO Kerry K. Howard presented the directors a copy of of the September 08, 2021 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on September 10, 2021 stating there had been zero new incidents reported by employees which resulted in loss time from work since our previous update on August 03, 2021.

CYBER SECURITY

Cyber Security continues to be closely monitored at our Licking Valley RECC Offices.


LVRECC BOARD MEETING

September 16, 2021

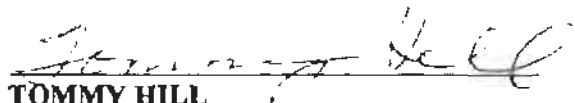
Page 05 of 05

**ADJOURN-
MENT**

There being no further business to come before the Board of Directors of Licking Valley Rural Electric Cooperative Corporation, the September 2021 Board Meeting adjourned at approximately 8:30 p.m.



DARRELL CUNDIFF
President



TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

October 21, 2021

The October Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by Director Ted A. Holbrook on Thursday, October 21, 2021, at 7:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room included Ted A. Holbrook, Kevin Howard, C.K. Stacy and J. Frank Porter, General Manager/ CEO Kerry K. Howard, General Superintendent Chris Murphy, and Attorney Gregory D. Allen. LVRECC President Darrell Cundiff and Directors Philip R. Williams, Tommy Hill and Alan Oldfield acted on all items noted on the agenda via telephone and approved the same.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY C.K. STACY, SECONDED BY J. FRANK PORTER, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD SEPTEMBER 16, 2021, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR AUGUST 2021 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

EKPC REPORT

LVRECC Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave an update on challenges that coal producers are facing. They are having a decreased demand for their product,

LVRECC BOARD MEETING

October 21, 2021

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increased regulations from the federal government and price competition from natural gas.

Over the past 10 years, 88.7 gigawatts, or 28 percent, of U.S. coal-fired power plant capacity has retired while 93.5 GW of natural gas capacity was added. Hydraulic fracturing has made an abundant new reserve of natural gas.

Coal producers have reached their lowest point since 1965. Now, mines cannot quickly respond to increased demand due to regulations to develop new mines or bring idled production back online.

Ann Bridges reported EKPC's August margin of \$10.9 million was \$6.6 million over budget, mainly due to lower-than expected operating and maintenance expenses, along with higher-than-expected net revenue. YTD margin was over budget by \$32.5MM. Cost to member systems was over budget for the month but remained below target for YTD.

The Board approved changes to Board Policy 118- Enterprise Risk Management, 102- Director Duties, Responsibilities, Standards of Conduct and Professional Development, 106- Governance Committee Charter and EKPC Bylaws, Article VI, Section 6.02, regarding the election process for Board Directors.

**KEC
REPORT**

General Manager/CEO Kerry K.Howard representing LVRECC on the Kentucky Electric Cooperatives Board, gave a report on the recent KEC video conference held September 21st.

The 2021 KEC Annual Meeting is scheduled to be held in-person or virtually on November 15-16, 2021.

LVRECC BOARD MEETING

October 21, 2021

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There was extensive discussion on pole attachments. A working tariff templates is complete. McLean Engineering has preliminary rate calculations for coops.

Broadband update was given but there is still not much clarity on how they are going to do the updates. The first 50 MM is to be awarded April 2022.

ATTNY RPT

Attorney Gregory D. Allen gave his legal report to the LVRECC Board of Directors.

CPR APPRVL

UPON MOTION BY J. FRANK PORTER, SECONDED BY C.K. STACY, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #597 IN THE AMOUNT OF \$35,919.55 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE OCTOBER 21, 2021 BOARD MEETING MINUTES. MOTION CARRIED.

**2021 KEC
ANN MTG
DELEGATES**

UPON MOTION BY J. FRANK PORTER, SECONDED BY C.K. STACY, THE FOLLOWING RESOLUTION WAS AUTHORIZED AND ADOPTED BY THE BOARD OF DIRECTORS OF LVRECC:

RESOLUTION

WHEREAS, the Licking Valley Rural Electric Cooperative Corporation (LVRECC) Board of Directors (Board) hereby authorizes Philip R. Williams, Board Member of LVRECC to serve as Kentucky Electric Cooperatives (KEC) Representative and further appoints as its' Alternate Representative, LVRECC Board Member Kevin Howard. The Board hereby empowers the above Representative and Alternate Representative to vote as they deem necessary on all business which may be submitted for a vote of the Members of KEC for the meeting scheduled to be held November 15-16, 2021; and

WHEREAS, the Board of LVRECC further stipulates, this resolution is in effect only for the time period specified in the above paragraph; and

LVRECC BOARD MEETING

October 21, 2021

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BE IT, THEREFORE RESOLVED that this resolution was properly authorized and adopted on behalf of LVRECC by the Board during the duly regular monthly Board Meeting held October, 2021.

MOTION CARRIED.

**2021
AUDIT**

UPON MOTION BY J. FRANK PORTER, SECONDED BY C.K.

STACY, THE LVRECC BOARD APPROVED THE ANNUAL AUDIT EXAMINATION FEE OF \$14,000, PLUS EXPENSES, AS PROPOSED BY ALAN M. ZUMSTEIN OF JONES, NALE & MATTINGLY PLC, CERTIFIED PUBLIC ACCOUNTANTS AND ADVISORS OF LOUISVILLE, KENTUCKY, FOR THE PREPARATION AND PRESENTATION OF LICKING VALLEY RECC'S FINANCIAL AUDIT ENDING OCTOBER 31, 2021. MOTION CARRIED.

2021 NRECA DUES

UPON MOTION BY KEVIN HOWARD, SECONDED BY J.

FRANK PORTER, THE LVRECC BOARD OF DIRECTORS APPROVED 2021 NRECA MEMBERSHIP DUES IN THE AMOUNT OF \$21,880.00. MOTION CARRIED.

**FINANCIAL
REPORT**

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For August 2021, we had negative margins of approximately seventeen thousand, four hundred ninety-four dollars, which brings us to positive year-to-date margins of approximately six hundred thirty-two thousand, nine hundred seventy-one dollars compared to August 2020 positive margins of approximately one million, one hundred and four thousand, eight hundred ninety-five dollars for the year.

LVRECC BOARD MEETING

October 21, 2021

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TIER for the month of August was 0.27, year-to-date 4.46, budget 3.72. Total bank draft accounts in October 2021 was 2,025, totaling \$262,231.47. Recurring credit card accounts for the same period was 471, totaling \$66,733.28, with 9 accounts rejected in the total amount of \$1,280.90.

ENVIRONMENTAL SURCHARGE

The Environmental Surcharge from East Kentucky Power Cooperative for the month of August was 11.05%. September fuel adjustment charge was (0.00309).

REPORT FROM THE GENERAL MANAGER/CEO

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors.

United States Postal Service is increasing postal rates which will increase our periodical rate for our Kentucky Living publication. For 2022, there will be a postal increase of \$1,253.00.

We have a crypto mining company that is interested in locating to our area. We have submitted a tariff for new larger power rates to the PSC for review.

EMPLOYEES

UPON MOTION BY C.K. STACY, SECONDED BY J. FRANK PORTER, AFTER CONSIDERABLE DISCUSSION IN REGARD TO CHRISTMAS EVENTS BEING CANCELLED FOR THE LAST TWO YEARS DUE TO COVID-19, THE LVRECC BOARD OF DIRECTORS APPROVED A ONE TIME BONUS IN THE AMOUNT OF FOUR HUNDRED DOLLARS (\$400.00) FOR EACH EMPLOYEE. MOTION CARRIED.

KEC

September 15, 2021 received a check from the Kentucky Electric Cooperatives in the amount of \$1,623.00 for our 2020 patronage dividends.

UUS

September 15, 2021 received a check from the United Utility Supply in the amount of \$4,072.00 for our 2020 patronage dividends.

LVRECC BOARD MEETING

October 21, 2021

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**SAFETY AND
LOSS CONTROL**

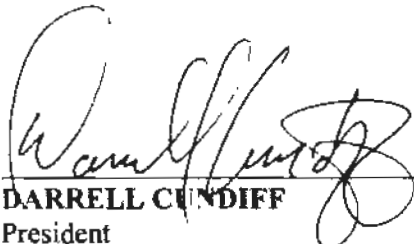
General Manager / CEO Kerry K. Howard presented the directors a copy of of the October 04, 2021 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on October 15, 2021 stating there had been zero new incidents reported by employees which resulted in loss time from work since our previous update on September 08, 2021.

**CYBER
SECURITY**

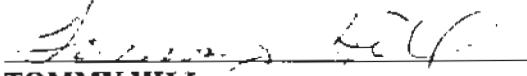
Cyber Security continues to be closely monitored at our Licking Valley RECC Offices. We are currently getting cost estimates for more monitoring and cyber protection.

**ADJOURN-
MENT**

There being no further business to come before the Board of Directors of Licking Valley Rural Electric Cooperative Corporation, the October 2021 Board Meeting adjourned at approximately 9:00 p.m.



DARRELL CUNDIFF
President



TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

November 18, 2021

The November Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, November 18, 2021, at 6:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Kevin Howard, Alan Oldfield, C.K. Stacy, Philip R. Williams, General Manager/ CEO Kerry K. Howard, General Superintendent Chris Murphy, Manager of Corporate Services Travis Stacy, and Attorney Gregory D. Allen. LVRECC Director J. Frank Porter acted on all items noted on the agenda via telephone and approved the same.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TED A. HOLBROOK, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD OCTOBER 21, 2021, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR SEPTEMBER 2021 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

EKPC REPORT

LVRECC Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave an update on the recent EKPC video conference.

LVRECC BOARD MEETING

November 18, 2021

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The EKPC leaders are trying to gain interest in work safety again. Excitement for safety has declined in the last few years. The COVID-19 pandemic has also repeatedly disrupted efforts to bring attention to safety.

The Board revamped the EKPC's Strategic Plan in 2019 but they are looking at making some additional changes to address various issues, including increasing regulatory focus on reducing carbon emissions.

Craig Johnson provided an update on EKPC's generation fleet, including its strong reliability performance. Spurlock Station is still the main baseload resource, however Cooper, Smith and Bluegrass stations have all seen increased production this year. EKPC's fleet is in the middle of its fall planned maintenance outage season.

Ann Bridges reported that EKPC's September margin was \$1.1 million under budget but year-to-date margin through September was \$31.3 million over budget.

In other business, Spurlock Station landfill received a two-year extension on the contract and three acres of surplus property at a substation in Jackson County are being sold. Also there were changes to Board Policy 203- Strategic Financial Management and Board Policy 601- Political and Legislative Activity.

**POWER
PULSE VIDEO**

The Licking Valley RECC Board watched an EKPC Power Pulse Fall 2021 Video narrated by Sha Phillips.

**KEC
REPORT**

Mr. Tommy Hill, Director representing LVRECC on the Kentucky Electric Cooperatives Board, gave a report on the recent KEC annual conference.

The 2021 KEC Annual Meeting was held on Monday, November 15th and Tuesday, November 16. An election of the Kentucky Electric Cooperatives Board for the 2022 year was conducted. LVRECC Director Philip R. Williams nominated

LVRECC BOARD MEETING

November 18, 2021

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representatives Tommy Hill and Kerry K. Howard to serve another year as director representatives on the 2022 Kentucky Electric Cooperatives Board.

Service Awards for 2021 from Licking Valley RECC included Alan Oldfield and C.K. Stacy as a new Director and General Manager/CEO Kerry K. Howard received a thirty-year award.

ATTNY RPT

Attorney Gregory D. Allen gave his legal report to the LVRECC Board of Directors. The Bobby Dale Howard case is still set to go to court in February 2022.

CPR APPRVL

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TOMMY HILL THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #598 IN THE AMOUNT OF \$19,190.20 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE NOVEMBER 18, 2021 BOARD MEETING MINUTES. MOTION CARRIED.

WRITE-OFF

UPON MOTION BY TOMMY HILL, SECONDED BY PHILIP R. WILLIAMS, THE LVRECC BOARD OF DIRECTORS APPROVED TO WRITE OFF UNCOLLECTIBLE ACCOUNTS FOR THE SECOND QUARTER OF 2021, APRIL, MAY, AND JUNE IN THE AMOUNT OF \$13,520.58. MOTION CARRIED.

**2022
GENERAL
LIABILITY
INSURANCE**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY KEVIN HOWARD, THE LVRECC BOARD OF DIRECTORS APPROVED LVRECC'S GENERAL LIABILITY INSURANCE PREMIUM COVERAGE FOR 2022 IN THE AMOUNT OF \$148,849 AS PROPOSED BY FEDERATED RURAL

LVRECC BOARD MEETING

November 18, 2021

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ELECTRIC INSURANCE EXCHANGE AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD. MOTION CARRIED.

**APPLICANT
AGENT**

UPON MOTION BY TED A. HOLBROOK, SECONDED BY PHILIP R. WILLIAMS, THE LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION BOARD OF DIRECTORS UNANIMOUSLY APPROVED THE FOLLOWING RESOLUTION AUTHORIZING ITS APPLICATION TO THE FEDERAL EMERGENCY MANAGEMENT AGENCY FOR GENERATORS:

RESOLUTION

WHEREAS, LVRECC Board of Directors hereby authorizes Kerry K. Howard, General Manager/CEO of LVRECC is hereby authorized to execute for and in behalf of LVRECC, a public entity established under the laws of the State of Kentucky, this application and to file it in the appropriate State office for the purpose of obtaining certain Federal financial assistance under the Disaster Relief Act (Public Law 288, 93rd Congress) or otherwise available from the President Disaster Relief Fund.

That LVRECC public entity established under the laws of the State of Kentucky, hereby authorizes its agents to provide to the State and to the Federal Emergency Management Agency (FEMA) for all matters pertaining to such Federal disaster assistance the assurance and agreements printed on the reverse side hereof.

BE IT, THEREFORE RESOLVED that this resolution was properly authorized and adopted on behalf of LVRECC by the Board during the duly regular monthly Board Meeting held November 18, 2021.

MOTION CARRIED.

**FINANCIAL
REPORT**

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For September 2021, we had positive margins of approximately eighty-four thousand nine hundred ninety-seven dollars, which brings us to positive year-to-date margins of approximately seven hundred seventeen thousand, nine hundred sixty-eight dollars compared to September 2020 positive margins of approximately nine hundred sixteen thousand, nine hundred ninety-seven dollars for the year.

LVRECC BOARD MEETING

November 18, 2021

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TIER for the month of September was 4.73, year-to-date 4.49, budget 3.22. Total bank draft accounts in November 2021 was 2,022, totaling \$220,345.25. Recurring credit card accounts for the same period was 487, totaling \$57,230.63, with 14 accounts rejected in the total amount of \$2,429.71.

ENVIRONMENTAL SURCHARGE

The Environmental Surcharge from East Kentucky Power Cooperative for the month of September was 10.37%. October fuel adjustment charge was (0.00294).

REPORT FROM THE GENERAL MANAGER/CEO

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors.

Licking Valley RECC has two crypto mining companies that are interested in locating to our service areas.

EMPLOYEES

Licking Valley RECC employee Stacey L. Stacy has announced her resignation effective Monday, November 29. Brandy Skeens will begin employment effective November 22. Charlie Brand announced his resignation effective Tuesday, November 16. Dylan Adkins will begin employment November 29.

SAFETY AND LOSS CONTROL

General Manager / CEO Kerry K. Howard presented the directors a copy of of the November 01, 2021 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on November 12, 2021 stating there had been zero new incidents reported by employees which resulted in loss time from work since our previous update on October 04, 2021.

Ward Dickey has had surgery and still doing physical therapy at this time. Zach Trent continues to be off due to an injury he sustained on his personal time.

LVRECC BOARD MEETING

November 18, 2021

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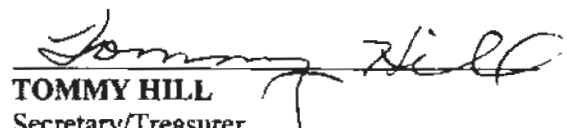
**CYBER
SECURITY**

Cyber Security continues to be closely monitored at our Licking Valley RECC Offices.

**ADJOURN-
MENT**

UPON MOTION BY TOMMY HILL, SECONDED BY PHILIP R. WILLIAMS, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD OF DIRECTORS OF LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION, THE NOVEMBER 2021 BOARD MEETING ADJOURNED AT APPROXIMATELY 8:30 P.M. MOTION CARRIED.


DARRELL CUNDIFF
President


TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

December 16, 2021

The December Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, December 16, 2021, at 6:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Kevin Howard, Alan Oldfield, J. Frank Porter, C.K. Stacy, Philip R. Williams, General Manager/ CEO Kerry K. Howard, General Superintendent Chris Murphy, Manager of Administrative Services John R. May, and Attorney Gregory D. Allen.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TED A. HOLBROOK, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD NOVEMBER 18, 2021, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR OCTOBER 2021 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

LVRECC BOARD MEETING

December 16, 2021

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EKPC REPORT

LVRECC Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave an update on the recent EKPC video conference.

Economic development efforts have led to more than \$1 billion in investment and almost 2,500 new jobs this year. Thirty-two new facilities that are planned or under construction are located in the service areas of 10 of EKPC's owner-member cooperatives.

Because of Kentucky's relatively low energy costs, several cryptocurrency mining firms are considering locating to Eastern Kentucky.

The Board approved EKPC's financial work plan and budget for 2022, along with three-year construction work plans for Transmission and Power Production.

Ann Bridges reported a loss of \$6.5 million in October, which was \$1 million over budget. However, year-to-date margin through October was \$32.3 million above budget.

The Board approved revisions to Board Policy 120- Attendance, 113- Selection of General Counsel and 205- Investments.

**KEC
REPORT**

The KEC meeting was cancelled due to a weekend storm that involved a tornado touching down in western Kentucky. Video conferencing providing updates of storm damage was conducted instead.

ATTNY RPT

Attorney Gregory D. Allen gave his legal report to the LVRECC Board of Directors. Served new case in the Stapleton power outage case in Magoffin County. The documents have been sent to Federated Rural Electric Insurance Exchange.

Howard case was settled.

LVRECC BOARD MEETING

December 16, 2021

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CPR APPRVL

UPON MOTION BY J. FRANK PORTER, SECONDED BY TOMMY HILL, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #599 IN THE AMOUNT OF \$23,880.75 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE DECEMBER 16, 2021 BOARD MEETING MINUTES. MOTION CARRIED.

**2022
PROPOSED
BUDGET**

UPON MOTION BY C.K. STACY, SECONDED BY ALAN OLDFIELD THE LVRECC 2022 PROPOSED BUDGET WAS APPROVED AS PRESENTED TO THE LVRECC BOARD OF DIRECTORS BY LVRECC GENERAL MANAGER/CEO KERRY K. HOWARD. MOTION CARRIED.

**FINANCIAL
REPORT**

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For October 2021, we had positive margins of approximately two hundred thirty-three thousand, nine hundred sixty-seven dollars, which brings us to positive year-to-date margins of approximately nine hundred fifty-one thousand, nine hundred thirty-five dollars compared to October 2020 positive margins of approximately one million, nine thousand, five hundred forty-nine dollars for the year.

TIER for the month of October was 10.65, year-to-date 5.14, budget 3.39. Total bank draft accounts in December 2021 was 2,051, totaling \$244,182.76. Recurring credit card accounts for the same period was 493, totaling \$62,363.62, with 11 accounts rejected in the total amount of \$2,390.70.

**ENVIRONMENTAL
SURCHARGE**

The Environmental Surcharge from East Kentucky Power Cooperative

LVRECC BOARD MEETING

December 16, 2021

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for the month of October was 12.40%. November fuel adjustment charge was (0.00197).

**SAFETY AND
LOSS CONTROL**

General Manager / CEO Kerry K. Howard presented the directors a copy of the December 2, 2021 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on December 10, 2021 stating there had been zero new incidents reported by employees which resulted in loss time from work since our previous update on November 01, 2021.

**CYBER
SECURITY**

Cyber Security continues to be closely monitored at our Licking Valley RECC Offices.

**REPORT FROM
THE GENERAL
MANAGER/CEO**

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors. We have a company called Horizon that is looking to locate a crypto mining facility to a site in Zacharia and Maytown.

**2022 LVRECC
WAGE/SALARY
CONSIDERATION**

General Manager/CEO Kerry K. Howard discussed the 2022 Wage and Salary consideration with LVRECC Board of Directors. Howard recommended a 0% to 5% increase, requesting approval to give increases based on individual employee performance evaluations.

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TOMMY HILL, THE LVRECC BOARD APPROVED A 0% TO 7.5% PER HOUR WAGE AND SALARY INCREASE EFFECTIVE JANUARY 01, 2022 FOR ELIGIBLE LVRECC EMPLOYEES CONSIDERED ON LVRECC'S REGULAR ANNUAL INCREASE REVIEW PROGRAM AND ALSO TO GIVE DISCRETION TO GENERAL MANAGER/CEO KERRY K. HOWARD TO

LVRECC BOARD MEETING

December 16, 2021

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MAKE THIS DECISION BASED ON INDIVIDUAL EMPLOYEE PERFORMANCE EVALUTIONS AS RECOMMENDED BY GENERAL MANAGER/CEO KERRY K. HOWARD. ALSO, A STARTING WAGE INCREASE WAS APPROVED FROM \$13 TO \$15 PER HOUR. MOTION CARRIED.

**EXECUTIVE
SESSION**

At this point LVRECC Board President Darrell Cundiff asked for a motion to go into Executive Session.

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY J. FRANK PORTER, THE LVRECC BOARD OF DIRECTORS RECESSED THE REGULAR SESSION TO AN EXECUTIVE CLOSED SESSION TO DISCUSS PERSONNEL MATTERS. MOTION CARRIED.

General Manager/CEO Kerry K. Howard, General Superintendent Chris Murphy, and Manager of Administrative Services John R. May was asked to excuse themselves from the Board Room.

MOTION BY C.K. STACY, SECONDED BY TOMMY HILL, THE LVRECC BOARD OF DIRECTORS APPROVED A TEN THOUSAND DOLLAR SALARY INCREASE EFFECTIVE JANUARY 01, 2022 FOR LVRECC GENERAL MANAGER/CEO KERRY K. HOWARD. MOTION CARRIED.

UPON MOTION BY TED HOLBROOK, SECONDED BY PHILIP R. WILLIAMS, THE LVRECC BOARD OF DIRECTORS VOTED TO GO OUT OF EXECUTIVE SESSION AND RESUME THE REGULAR SESSION. MOTION CARRIED.

LVRECC BOARD MEETING

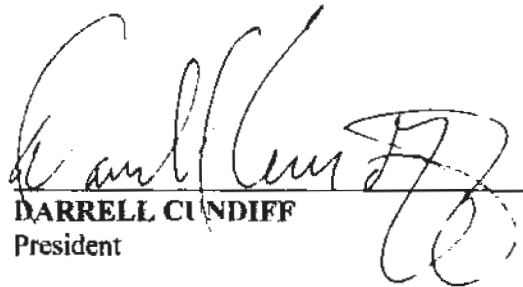
December 19, 2020

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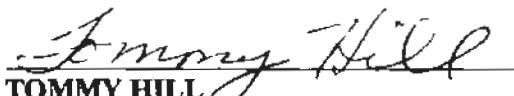
There upon General Manager/CEO Kerry K. Howard assumed his duties as LVRECC General Manager/CEO residing over the board meeting.

**ADJOURN-
MENT**

UPON MOTION BY TOMMY HILL, SECONDED BY PHILIP R. WILLIAMS, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD OF DIRECTORS OF LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION, THE DECEMBER 2021 BOARD MEETING ADJOURNED AT APPROXIMATELY 8:30 P.M. MOTION CARRIED.



DARRELL CUNDIFF
President



TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

January 20, 2022

The January Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, January 20, 2022, at 6:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room or by way of ZOOM Video Communication included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Kevin Howard, J. Frank Porter, C.K. Stacy, Philip R. Williams, Alan Oldfield General Manager/ CEO Kerry K. Howard, General Superintendent Chris Murphy, Manager of Administrative Services John R. May, Manager of Corporate Services Travis Stacy and Attorney Gregory D. Allen.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TED HOLBROOK, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD DECEMBER 16, 2021, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR NOVEMBER 2021 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

LVRECC BOARD MEETING

January 20, 2022

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**— KEC
REPORT**

Mr. Tommy Hill, Director representing LVRECC on the Kentucky Electric Cooperatives Board, gave a report on the recent KEC video conference held January 18, 2022.

Rebecca Goodman, Energy and Environment Cabinet Secretary, outlined potential federal monies that Kentucky could receive from the infrastructure bill signed into law by President Biden in November. Allocations include: \$69 million toward EV infrastructure, \$55 million for weatherization of Kentucky homes and businesses, \$19 million for “energy resiliency”, \$18 million to prevent cyberattacks vs electric infrastructure and \$8 million for “conservation and reliability.”

Also, there is \$11 billion in the infrastructure law for abandoned mine lands across the country. The distribution rate is based on number of tons of coal historically mined. Therefore, Kentucky could receive more than \$1 billion over the next 15 years to help coal communities in both eastern and western Kentucky.

The 2022 Statewide 76th Annual Meeting has been moved to August 15 and 16 at the Louisville Marriott Downtown.

In the legislative report, they discussed repealing the provision exempting residential utility use from state sales tax. The electric cooperative portion of this is roughly \$60M.

A tariff regarding pole attachments must be filed no later than February 28, 2022.

A tentative date of March 16th has been proposed for an evening Legislative Reception event in Frankfort.

ATTNY RPT

Attorney Gregory D. Allen reported no new legal matters to report to the LVRECC Board of Directors during the January 20, 2022 Board Meeting.

LVRECC BOARD MEETING

January 20, 2022

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— **CPR APPRVL**

UPON MOTION BY J. FRANK PORTER. SECONDED BY PHILIP R. WILLIAMS, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #600 IN THE AMOUNT OF \$86,435.87 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE JANUARY 20, 2022 BOARD MEETING MINUTES. MOTION CARRIED.

WORK ORDER APPROVAL

UPON MOTION BY TED A. HOLBROOK, SECONDED BY PHILIP R. WILLIAMS, THE LVRECC BOARD OF DIRECTORS APPROVED THE FOLLOWING RUS FORM 219 INVENTORIES OF WORK ORDERS:

JULY 2021	\$218,726.59
AUGUST 2021	\$345,940.65
SEPTEMBER 2021	\$214,143.46

— MOTION CARRIED.

LVRECC BOARD POLICY NO 217 & RESOLUTION

UPON MOTION BY J. FRANK PORTER. SECONDED BY TED A. HOLBROOK, THE LVRECC BOARD OF DIRECTORS UNANIMOUSLY APPROVED THE FOLLOWING RESOLUTION AND REVISION OF LVRECC BOARD POLICY NUMBER 217, BUSINESS EXPENSE, AS EXHIBITED WITH THE JANUARY 20, 2022 MINUTES:

RESOLUTION

WHEREAS, Licking Valley Rural Electric Cooperative Corporation, (hereinafter referred to as LVRECC), reimburses directors and employees for business use of personal vehicles at rates consistent with Internal Revenue Service allowances; and

WHEREAS, reimbursement rates for directors and employees using their personal vehicle(s) on LVRECC business have been changed. The new rate, which is consistent with Internal Revenue Service Rates, is 58.5 cents per mile for all business miles driven; and

LVRECC BOARD MEETING

January 20, 2022

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BE IT, THEREFORE RESOLVED, that the General Manager/CEO is authorized to revise the director and employees' mileage reimbursement rates for business use of personal vehicles to 58.5 cents per mile for all business miles driven, to be effective January 01, 2022.

MOTION CARRIED.

FINANCIAL REPORT

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For November 2021, we had negative margins of approximately one hundred fifty thousand, eight hundred eleven dollars, which brings us to positive year-to-date margins of approximately eight hundred one thousand, one hundred twenty-four dollars compared to November 2020 positive margins of approximately one million, two hundred ninety-five thousand, nine hundred fifty-seven dollars for the year.

TIER for the month of November was -0.06, year-to-date 4.20, budget 3.62. Total bank draft accounts in January 2022 was 2,077, totaling \$295,587.93. Recurring credit card accounts for the same period was 505, totaling \$74,711.93, with 26 accounts rejected in the total amount of \$4,367.94.

ENVIRONMENTAL SURCHARGE

The Environmental Surcharge from East Kentucky Power Cooperative for the month of November was 12.32%. December fuel adjustment charge was (0.01203).

REPORT FROM THE GENERAL MANAGER/CEO

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors.

SAFETY AND LOSS CONTROL

General Manager / CEO Kerry K. Howard presented the directors a copy of the January 05, 2022 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board

LVRECC BOARD MEETING

January 20, 2022

Page 05 of 05

meeting materials on January 14, 2022 stating there had been zero new incidents reported by employees which resulted in loss time from work since our previous update on December 02, 2021.

Ward Dickey is set to return to work on January 25, 2022.

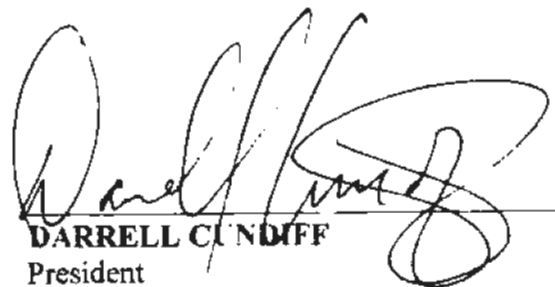
Zach Trent is still off until further notice.

**CYBER
SECURITY**

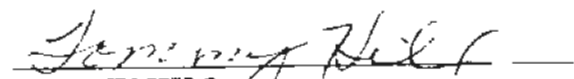
Cyber Security is closely monitored at our Licking Valley RECC West Liberty Headquarter and Malone Warehouse Offices.

**ADJOURN-
MENT**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TED A. HOLBROOK, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD OF DIRECTORS OF LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION, THE JANUARY 2022 BOARD MEETING ADJOURNED AT APPROXIMATELY 7:00 P.M. MOTION CARRIED.



DARRELL CUNDIFF
President



TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

February 17, 2022

The February Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, February 17, 2022, at 6:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room or by way of ZOOM Video Communication included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Kevin Howard, J. Frank Porter, C.K. Stacy, General Manager/ CEO Kerry K. Howard, Manager of Administrative Services John R. May, and Attorney Gregory D. Allen. Special ZOOM guest included Joseph Michael Legel, and Jason Garman of Jones, Nale & Mattingly PLC, Certified Public Accountants and Advisors of Louisville, Kentucky.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**2021
AUDIT**

The 2021 Audit Report for the period ending October 31, 2021 was completed by Joseph Michael Legel, and Jason Garman of Jones, Nale & Mattingly PLC, Certified Public Accountants and Advisors of Louisville, Kentucky, and presented to the LVRECC Board of Directors by Mr. Joseph Michael Legel along with the management letter.

UPON MOTION BY C.K. STACY, SECONDED BY J. FRANK PORTER, THE LVRECC BOARD OF DIRECTORS APPROVED THE 2021 AUDIT FOR THE YEAR ENDING OCTOBER 31, 2021 AND AS PRESENTED BY MR. JOSEPH MICHAEL LEGEL. MOTION CARRIED.

LVRECC BOARD MEETING

February 17, 2022

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**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY TED HOLBROOK, SECONDED BY J. FRANK PORTER, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD JANUARY 20, 2022, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR DECEMBER 2021 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

EKPC REPORT

LVRECC Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave an update on the recent EKPC meeting video conference.

EKPC's Board of Directors approved strategic plan changes that include the addition of a new decarbonization strategic objective. It targets reducing carbon dioxide emissions and increasing renewable resources.

The Board reviewed information about rising market prices for natural gas and purchased power. In return, these price increases have passed through to cooperative members due to additional costs EKPC charges its owner-member cooperatives.

Approved revisions to Board Policies 116 Conflict of Interest and 110 CEO Search and Selection. All policies are revised yearly as needed.

ATTNY RPT

Attorney Gregory D. Allen gave his legal report to the LVRECC Board of Directors updating the board on the Vanessa Stapleton Case.

LVRECC BOARD MEETING

February 17, 2022

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CPR APPRVL

UPON MOTION BY CK STACY, SECONDED BY J. FRANK PORTER. THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #601 IN THE AMOUNT OF \$86,517.68 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE FEBRUARY 17, 2022 BOARD MEETING MINUTES. MOTION CARRIED.

WRITE-OFF

UPON MOTION BY C.K. STACY, SECONDED BY J. FRANK PORTER, THE LVRECC BOARD OF DIRECTORS APPROVED TO WRITE OFF UNCOLLECTIBLE ACCOUNTS FOR THE THIRD QUARTER OF 2021, JULY, AUGUST, AND SEPTEMBER IN THE AMOUNT OF \$17,050.02. MOTION CARRIED.

**ONEIDA
C. HANEY**

UPON MOTION BY C.K. STACY, SECONDED BY KEVIN HOWARD, THE LVRECC BOARD OF DIRECTORS UNANIMOUSLY APPROVED AND ADOPTED THE FOLLOWING RESOLUTION HONORING LVRECC EMPLOYEE ONEIDA C. HANEY:

**Licking Valley Rural Electric Cooperative Corporation
Resolution of Appreciation for
Oneida C. Haney**

Whereas, the Board of Directors of Licking Valley Rural Electric Cooperative Corporation expresses its appreciation for the many contributions and sacrifices made by Oneida C. Haney for the period of February 16, 1972 – February 16, 2022, for her dedication and support of Licking Valley Rural Electric Cooperative Corporation, for her fifty years of superior performance as an employee and for always keeping in mind the “Cooperative Way” for her untiring efforts in building a strong rural electric program in Kentucky and America.

Be It, Therefore Resolved that this resolution was properly authorized and adopted on behalf of Licking Valley Rural Electric Cooperative Corporation by the Board during the duly regular scheduled monthly Board Meeting held February 17, 2022.

MOTION CARRIED.

LVRECC BOARD MEETING

February 17, 2022

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**CFC/RUS
CERTIFI-
CATION**

UPON MOTION BY TED A. HOLBROOK, SECONDED BY J. FRANK PORTER, THE LVRECC BOARD OF DIRECTORS ACKNOWLEDGE RECEIPT OF THE FINANCIAL RECORDS AND REPORTS OF THE ACTIVITY AND PERFORMANCE OF LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION FOR THE YEAR ENDING DECEMBER 31, 2021, UNDER THE LOAN AND SECURITY DOCUMENTS CONFIRMING AND SECURING OUTSTANDING INDEBTEDNESS OF THE CORPORATION TO THE NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION AND RURAL UTILITIES SERVICE AS EXHIBITED IN THE FEBRUARY 17, 2022 LVRECC BOARD MEETING MINUTES. MOTION CARRIED.

**EMERGENCY
RESPONSE PLAN**

General Manager / CEO Kerry K. Howard presented the Emergency Response Plan to the Board of Directors.

**FINANCIAL
REPORT**

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For December 2021, we had positive margins of approximately nine hundred forty-nine thousand, four hundred ninety-eight dollars, which brings us to positive year-to-date margins of approximately one million, seven hundred fifty thousand, six hundred twenty-two dollars compared to December 2020 positive margins of approximately two million, twenty-one thousand, eight hundred sixty-three dollars for the year.

LVRECC BOARD MEETING

February 17, 2022

Page 05 of 06

TIER for the month of December was 42.06, year-to-date 8.67, budget 3.38. Total bank draft accounts in February 2022 was 2,097, totaling \$360,422.50. Recurring credit card accounts for the same period was 506, totaling \$88,417.91, with 30 accounts rejected in the total amount of \$6,485.38.

ENVIRONMENTAL SURCHARGE

The Environmental Surcharge from East Kentucky Power Cooperative for the month of December was 8.45%. January fuel adjustment charge was 0.01925.

REPORT FROM THE GENERAL MANAGER/CEO

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors.

2022 LVRECC ANNUAL MEETING

Preparations for our 82nd Annual Meeting of Members are already being made. Buckets and bulbs have been ordered. The 2022 Meeting is scheduled to be held on Wednesday, June 15, 2022.

SAFETY AND LOSS CONTROL

General Manager / CEO Kerry K. Howard presented the directors a copy of of the February 01, 2022 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on February 11, 2022 stating there had been zero new incidents reported by employees which resulted in loss time from work since our previous update on January 05, 2022.

CYBER SECURITY

Cyber Security is closely monitored at our Licking Valley RECC West Liberty Headquarter and Malone Warehouse Offices.

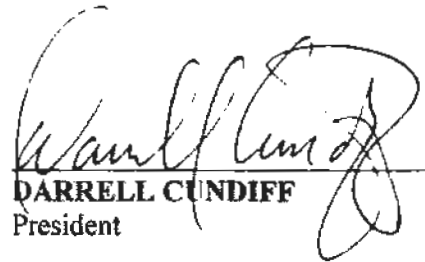
LVRECC BOARD MEETING

February 17, 2022


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**ADJOURN-
MENT**

UPON MOTION BY J. FRANK PORTER, SECONDED BY TED A. HOLBROOK, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD OF DIRECTORS OF LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION, THE FEBRUARY 2022 BOARD MEETING ADJOURNED AT APPROXIMATELY 7:30 P.M. MOTION CARRIED.



DARRELL CUNDIFF
President



TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

March 17, 2022

The March Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by Vice President Ted Holbrook on Thursday, March 17, 2022, at 6:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room or by way of ZOOM Video Communication included Darrell Cundiff, Ted A. Holbrook, Kevin Howard, Alan Oldfield, Tommy Hill, J. Frank Porter, Philip R. Williams, C.K. Stacy, General Manager/ CEO Kerry K. Howard, Manager of Administrative Services John R. May, Manager of Corporate Services Travis Stacy, General Superintendent Chris Murphy, and Attorney Gregory D. Allen.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY KEVIN HOWARD, SECONDED BY PHILIP R. WILLIAMS, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD FEBRUARY 17, 2022. AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR JANUARY 2022 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

EKPC REPORT

LVRECC Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave an update on the recent EKPC meeting video conference.

LVRECC BOARD MEETING

March 17, 2022

Page 02 of 05

The EKPC Board of Directors will return to in-person meetings starting in April. Directors and CEOs of owner-member cooperatives will have the option to attend virtually. Number of personnel attending in-person will be limited. Committee meetings will continue to be conducted virtually. EKPC's annual meeting on June 14 will be conducted in-person. It will not be open to guests and attendance of staff will be limited.

Craig Johnson, Senior Vice President of Power Production, gave an overview of how EKPC plans and performs maintenance projects on its power plants. Maintenance projects from 2021 were reviewed.

Ann Bridges reported preliminary results for EKPC's 2021 financial performance. The margin through December exceeded budget by \$13.3 million. Final results are subject to an independent annual audit, which is ongoing.

Due to reprioritized projects and timing of those projects, capital expenditures were \$42.5 million under budget. EKPC ended the year exceeding their target for cost to member systems, due in large part to higher costs of natural gas and purchased power.

EKPC's January margin was \$5.3 million under budget.

EKPC submitted the Integrated Resource Plan that is due to the Kentucky Public Service Commission every three years.

ATTNY RPT

Attorney Gregory D. Allen gave his legal report to the LVRECC Board of Directors updating the board in the Vanessa Stapleton Case. Also, Glen Holbrook requested to attend a Board Meeting. The request was denied and a letter was sent via certified mail informing Mr. Holbrook of this decision.

LVRECC BOARD MEETING

March 17, 2022

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CPR APPRVL

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY KEVIN HOWARD, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #602 IN THE AMOUNT OF \$12,078.36 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE MARCH 17, 2022 BOARD MEETING MINUTES. MOTION CARRIED.

**WORK
ORDER
APPROVAL**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY KEVIN HOWARD, THE LVRECC BOARD OF DIRECTORS APPROVED THE FOLLOWING RUS FORM 219 INVENTORIES OF WORK ORDERS:

OCTOBER 2021	\$208,891.03
NOVEMBER 2021	\$229,433.54
DECEMBER 2021	\$221,414.92

MOTION CARRIED.

**LVRECC
ANN MTG
PRIZES**

UPON MOTION BY ALAN OLDFIELD, SECONDED BY PHILIP R. WILLIAMS, THE LVRECC BOARD OF DIRECTORS APPROVED THE PURCHASE OF PRIZES TO BE AWARDED TO CONSUMERS DURING THE JUNE 15, 2022 LVRECC ANNUAL MEETING OF MEMBERS. MOTION CARRIED.

**ANN MTG
CAPS &
SHIRTS**

UPON MOTION BY ALAN OLDFIELD, SECONDED BY PHILIP R. WILLIAMS, THE LVRECC BOARD OF DIRECTORS APPROVED THE PURCHASE OF SHIRTS AND CAPS TO BE WORN BY LVRECC EMPLOYEES, DIRECTORS, AND MANAGEMENT DURING THE JUNE 15, 2022 LVRECC ANNUAL MEETING. MOTION CARRIED.

LVRECC BOARD MEETING

March 17, 2022

Page 04 of 05

**82ND LVRECC
ANN MTG**

Licking Valley RECC's 82nd Annual Meeting of Members will be held Wednesday, June 15, 2022 at our Malone Warehouse Office. The meeting will be basically the same as in 2021. Annual Meeting registration will be via drive-thru registration at our Malone Warehouse Office. Registration will begin at 9:00 a.m. – 4:00 p.m., with the Business Meeting at 4:00 p.m.

**FINANCIAL
REPORT**

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For January 2022, we had positive margins of approximately eight hundred four thousand, one hundred one dollars, which brings us to positive year-to-date margins of approximately eight hundred four thousand, one hundred one dollars compared to January 2021 positive margins of approximately three hundred ninety-six thousand, nine hundred eighty dollars for the year.

TIER for the month of January was 54.12, year-to-date 54.12, budget 24.11. Total bank draft accounts in March 2022 was 2,133, totaling \$439,578.94. Recurring credit card accounts for the same period was 504, totaling \$110,774.90, with 23 accounts rejected in the total amount of \$5,759.17.

**ENVIRONMENTAL
SURCHARGE**

The Environmental Surcharge from East Kentucky Power Cooperative for the month of January was 8.54%. February fuel adjustment charge was 0.00749.

**REPORT FROM
THE GENERAL
MANAGER/CEO**

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors. Blake Halsey has submitted his resignation effective March 29, 2022.

LVRECC BOARD MEETING

March 17, 2022

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**SAFETY AND
LOSS CONTROL**


General Manager / CEO Kerry K. Howard presented the directors a copy of of the March 01, 2022 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on March 11, 2022 stating there had been zero new incidents reported by employees which resulted in loss time from work since our previous update on February 01, 2022.

**CYBER
SECURITY**

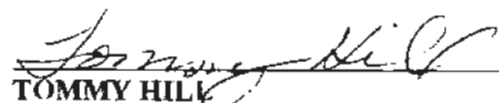
Cyber Security is being closely monitored at our Licking Valley RECC West Liberty Headquarter and Malone Warehouse Offices.

**ADJOURN-
MENT**

UPON MOTION BY PHILIP R. WILLIAMS. SECONDED BY KEVIN HOWARD, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD OF DIRECTORS OF LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION, THE MARCH 2022 BOARD MEETING ADJOURNED AT APPROXIMATELY 8:30 P.M. MOTION CARRIED.



DARRELL CUNDIFF
President



TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

April 21, 2022

The April Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, April 21, 2022, at 7:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room or by way of ZOOM Video Communication included Darrell Cundiff, Tommy Hill, Ted A. Holbrook, Kevin Howard, J. Frank Porter, C.K. Stacy, Philip R. Williams, General Manager / CEO Kerry K. Howard, General Superintendent Chris Murphy, Manager of Administrative Services John R. May, Manager of Corporate Service Travis Stacy and Attorney Gregory D. Allen. LVRECC Director Alan Oldfield acted on all items noted on the agenda via telephone and approved the same.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TOMMY HILL, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD MARCH 17, 2022, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR FEBRUARY 2022 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED

LVRECC BOARD MEETING

April 21, 2022

Page 02 of 07

EKPC REPORT

LVRECC Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave an update on the recent EKPC meeting.

EKPC's Board of Directors approved agreement to purchase solar power. Most of the power will serve a new Marion County distillery in the Inter-County Energy Cooperative area. The solar farm is planned for construction in Hardin County.

Global events and domestic policies are some of the trends that are influencing energy prices and driving up power costs. The Ukraine war is causing Russian energy sales to be moved away from the West. Also, U.S. policymakers are continuing to push for renewables and decarbonization. So, U.S. natural gas and coal producers are exporting more fuel overseas.

Supply chain disruptions, uncertainty of continued tax incentives and a lengthy backlog of PJM's study process are delaying the construction and startup of a significant amount of renewable resources.

EKPC's safety program is still being worked on to revamp it. Current employees are receiving updates on EKPC's safety leadership.

February margin was 8.4 million below budget, primarily due to lower-than-expected net revenue, partially offset by lower-than-expected O&M expenses. Year-to-date margin through February was 13.7 million under budget due to the same reasons. Cost to member systems was below target for February.

Approved revisions to Board Policy 117, Whistleblower Reporting Procedure and Anti-Retaliation Protection and Board Policy 501- Equal Employment Opportunity, Affirmative Action and Recruitment and Employment Practices.

LVRECC BOARD MEETING

April 21, 2022

Page 03 of 07

**KEC
REPORT**

Mr. Tommy Hill, Director representing LVRECC on the Kentucky Electric Cooperatives Board, gave a report on the recent KEC video conferences.

There was lots of discussion about the legislative bills. Most concerning to cooperatives and our members is HB 315, broadband bill. It looks like it will become law. More funding will be secured to expand broadband in Kentucky especially in rural areas.

CFC presented two checks. NCSC \$3,200.00. which is used for the Washington Youth Tour. CFC Education \$14,800.00, which is used to support Director training during the annual meeting.

The legislative reception was held. There were approximately 122 in attendance including 22 legislators.

The annual statewide meeting will be held August 15-16th.

ATTNY RPT

Attorney Gregory D. Allen reported no new legal matters to report to the LVRECC Board of Directors during the April 21, 2022 Board Meeting.

**EKP DIRECTOR
NOMINATION**

UPON MOTION BY TOMMY HILL, SECONDED BY C.K. STACY
THE LVRECC BOARD OF DIRECTORS UNANIMOUSLY APPROVED THE
FOLLOWING EAST KENTUCKY POWER COOPERATIVE DIRECTOR
NOMINATION RESOLUTION:

LVRECC BOARD MEETING

April 21, 2022

Page 04 of 07

RESOLUTION

WHEREAS, Licking Valley Rural Electric Cooperative Corporation engaged HireRight, LLC (HireRight) to conduct a background check of Ted Auburn Holbrook in accordance with parameters set by East Kentucky Power Cooperative Bylaws relating to director qualifications to determine whether said Candidate meets the qualifications that EKPC has established to serve as a Director on the EKPC Board for the one-year term beginning in June 2022;

WHEREAS, Licking Valley Rural Electric Cooperative Corporation agrees, based upon the opinion of legal counsel, to approve the nomination of Ted Auburn Holbrook pending the contingent receipt of HireRight, LLC conclusions and evidenced attached copy of the Director Candidate Self-Certification to agree to abide as mandated by Section 4.02 of EKPC Bylaws and Corporate Board Polices, including but not limited to Board Policy 102, related to director roles and responsibilities for the position of Director on the Board of EKPC for the one year term beginning in June 2022;

WHEREAS, Licking Valley Rural Electric Cooperative Corporation, hereby, nominates Ted Auburn Holbrook to be said Director representing Licking Valley Rural Electric Cooperative Corporation for the one-year term beginning in June 2022;

BE IT, THEREFORE RESOLVED that this resolution was properly authorized and adopted on behalf of Licking Valley RECC by the Board of Directors during a regular monthly Board Meeting held April 21, 2022.

MOTION CARRIED.

**EKP ANNUAL
MTG REPS**

UPON MOTION BY TOMMY HILL, SECONDED BY PHILIP R.

WILLIAMS, THE BOARD OF DIRECTORS APPROVED THE FOLLOWING

RESOLUTION:

RESOLUTION

WHEREAS, it shall be the objective of Licking Valley Rural Electric Cooperative Corporation (hereinafter referred to as LVRECC) Board of Directors (hereinafter referred to as Board) to provide a Member of the present Board to serve the ensuing year, 2022-2023, on the East Kentucky Power Cooperative (EKPC); and

WHEREAS, LVRECC Board Member Philip R. Williams or alternate LVRECC Board Member Tommy Hill, shall serve in the capacity of nominator during the EKPC Annual Meeting; and

LVRECC BOARD MEETING

April 21, 2022

Page 05 of 07

WHEREAS, the LVRECC Board has selected Mr. Ted A. Holbrook to be nominated to serve as Board Member for the stated Corporation of EKPC as so declared in paragraph number one (1) of this resolution:

BE IT, THEREFORE RESOLVED that the LVRECC Board hereby approves and adopts this resolution during the monthly Board Meeting held at the West Liberty Headquarters Office on Thursday, April 21, 2022.

MOTION CARRIED.

CPR APPRVL

UPON MOTION BY C.K. STACY, SECONDED BY TED A. HOLBROOK, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #603 IN THE AMOUNT OF \$29,174.56 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE APRIL 21, 2022 BOARD MEETING MINUTES. MOTION CARRIED.

VEHICLE BIDS

LVRECC solicited bids for a Bucket Truck, and received bids from Altec, Inc. and Terex Utilities, Inc.

LVRECC Board President Darrell Cundiff along with LVRECC General Manager/CEO Kerry K. Howard opened bids as offered by the above.

Altec, Inc.	\$320,000
Terex Utilities, Inc.	\$313,662

UPON MOTION BY J. FRANK PORTER, SECONDED BY PHILIP R. WILLIAMS, THE BID OFFERED BY ALTEC, INC. IN THE AMOUNT OF \$320,000 FOR THE BUCKET TRUCK WAS ACCEPTED PROVIDING THE BID MEETS SPECIFICATIONS AS SOLICITED. MOTION CARRIED.

LVRECC BOARD MEETING

April 21, 2022

Page 06 of 07

**FINANCIAL
REPORT**

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For February 2022, we had negative margins of approximately ninety-three thousand, eight hundred fifty-three dollars, which brings us to positive year-to-date margins of approximately seven hundred ten thousand, two hundred forty-eight dollars compared to February 2021 positive margins of approximately two hundred three thousand, three hundred ninety-six dollars for the year.

TIER for the month of February was (3.83), year-to-date 21.54, budget 15.58. Total bank draft accounts in April 2022 was 2,119, totaling \$297,368.41. Recurring credit card accounts for the same period was 509, totaling \$75,338.83, with 27 accounts rejected in the total amount of \$3,625.54.

**ENVIRONMENTAL
SURCHARGE**

The Environmental Surcharge from East Kentucky Power Cooperative for the month of February was 6.48%. March fuel adjustment charge was 0.00370.

**REPORT FROM
THE GENERAL
MANAGER/CEO**

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors.

**LVRECC
ANN MTG**

Licking Valley RECC's 82nd Annual Meeting of Members will be held Wednesday, June 15, 2022 at our Malone Warehouse Office. Once again , because of social distancing, our Annual Meeting registration will be by drive-thru registration at our Malone Warehouse Office. Registration will begin at 9:00 a.m. – 4:00 p.m., with the Business Meeting at 4:00 p.m.

LVRECC BOARD MEETING

April 21, 2022

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**SAFETY AND
LOSS CONTROL**

General Manager / CEO Kerry K. Howard presented the directors a copy of the April 04, 2022 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on April 14, 2022 stating there had been zero new incidents reported by employees which resulted in loss time from work since our previous update on March 01, 2022.

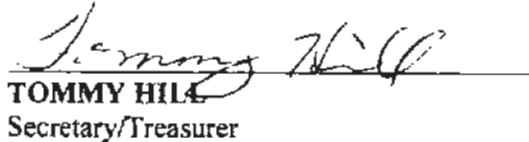
**CYBER
SECURITY**

Cyber Security is being closely monitored at our Licking Valley RECC West Liberty Headquarter and Malone Warehouse Offices.

**ADJOURN-
MENT**

UPON MOTION BY KEVIN HOWARD, SECONDED BY J. FRANK PORTER, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD OF DIRECTORS OF LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION, THE APRIL 2022 BOARD MEETING ADJOURNED AT APPROXIMATELY 9:00 P.M. MOTION CARRIED.


DARRELL CUNDIFF
President


TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

May 19, 2022

The May Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, May 19, 2022, at 7:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room or by way of ZOOM Video Communication included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Kevin Howard, Alan Oldfield, J. Frank Porter, Philip R. Williams, General Manager / CEO Kerry K. Howard, Manager of Administrative Services John May, Manager of Corporate Services Travis Stacy, General Superintendent Chris Murphy and Attorney Gregory D. Allen. Director C.K. Stacy acted on all items noted on the agenda via telephone and approved the same.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TED A. HOLBROOK, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD APRIL 21, 2022, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR MARCH 2022 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

LVRECC BOARD MEETING

May 19, 2022

Page 02 of 05

EKPC REPORT

LVRECC Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave an update on the recent EKPC meeting.

The EKPC Board of Directors discussed ways that they are constantly trying to combat cyber-criminals. After potential cyber-attacks from hackers based in Russia, EKPC has taken a number of actions to limit access and improve cyber-defenses.

Ann Bridges, EKPC's CFO and Executive Vice President, reported March margins \$1.8 million was \$2.6 million over budgeted margin with year-to-date margins \$11 million under budget.

Board policy changes included Policy 109- Nepotism, Policy 113- Legal Representation and Use of Attorneys and Policy 121- Retention of Recorded Meetings.

KEC REPORT

Mr. Tommy Hill, Director representing LVRECC on the Kentucky Electric Cooperatives Board, gave a report on the recent KEC meeting.

Material availability is becoming an issue even for UUS. They are working closely with manufacturers to try to keep up with supply needs.

The statewide annual meeting will be in August at the Marriott Downtown Louisville. Two director courses will be offered on August 13-14.

ATTNY RPT

Attorney Gregory D. Allen reported no new legal matters to report to the LVRECC Board of Directors during the May 19, 2022 Board Meeting.

LVRECC BOARD MEETING

May 19, 2022

Page 03 of 05

CPR APPRVL

UPON MOTION BY J. FRANK PORTER, SECONDED BY PHILIP R. WILLIAMS, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #604 IN THE AMOUNT OF \$23,873.05 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE MAY 19, 2022 BOARD MEETING MINUTES. MOTION CARRIED.

FINANCIAL REPORT

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For March 2022, we had negative margins of approximately ninety thousand, four hundred eighty-eight dollars, which brings us to positive year-to-date margins of approximately six hundred nineteen thousand, seven hundred sixty-one dollars compared to March 2021 negative margins of approximately two hundred fifty-five thousand, four hundred twenty-nine dollars for the year.

TIER for the month of March was (2.90), year-to-date 11.73, budget 8.53. Total bank draft accounts in May 2022 was 2,150, totaling \$285,100.48. Recurring credit card accounts for the same period was 508, totaling \$72,181.36, with 11 accounts rejected in the total amount of \$1,662.02.

ENVIRONMENTAL SURCHARGE

The Environmental Surcharge from East Kentucky Power Cooperative for the month of March was 9.63%. April fuel adjustment charge was 0.01445.

REPORT FROM THE GENERAL MANAGER/CEO

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors.

LVRECC BOARD MEETING

May 19, 2022

Page 04 of 05

— FORM 990

The Return of Organization Exempt From Income Tax, Form 990, was presented to the LVRECC Board of Directors for review by General Manager/ CEO Kerry K. Howard prior to submission to the Internal Revenue Service by Jones, Nale & Mattingly PLC, Certified Public Accountants and Advisors of Louisville, Kentucky.

**LVRECC
ANN MTG**

Licking Valley RECC's 82nd Annual Meeting of Members will be held Wednesday, June 15, 2022 at our Malone Warehouse Office. Once again , because of social distancing and following State guidelines, our Annual Meeting registration will be by drive-thru registration at our Malone Warehouse Office. Registration will begin at 9:00 a.m. – 4:00 p.m., with the Business Meeting at 4:00 p.m.

**— DATA
MINING**

Manager of Administrative Services John May presented an update on data mining. We have had several organizations contact us to obtain more information

**SAFETY AND
LOSS CONTROL**

General Manager / CEO Kerry K. Howard presented the directors a copy of the May 02, 2022 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on May 12, 2022 stating there had been zero new incidents reported by employees which resulted in loss time from work since our previous update on April 04, 2022. Zach Trent has returned back to work on full release.

**CYBER
SECURITY**

Cyber Security is closely monitored on a daily basis at our Licking Valley RECC West Liberty Headquarter and Malone Warehouse Offices. KnowBe4 has been helping us with monitoring as well as Box Lake Networks.

**— ADJOURN-
MENT**

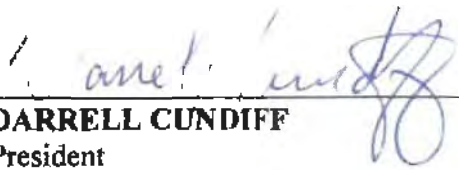
UPON MOTION BY J. FRANK PORTER, SECONDED BY KEVIN HOWARD, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD OF DIRECTORS OF LICKING VALLEY RURAL ELECTRIC

LVRECC BOARD MEETING

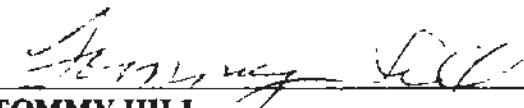
May 19, 2022

Page 05 of 05

COOPERATIVE CORPORATION, THE MAY 2022 BOARD MEETING
ADJOURNED AT APPROXIMATELY 8:30 P.M. MOTION CARRIED.



DARRELL CUNDIFF
President



TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION

SPECIAL BOARD MEETING

Wednesday, June 15, 2022

A Special Board Meeting was held Wednesday, June 15, 2022, at 4:20 p.m., E.D.T., in the Malone Office, following the business session of the 2022 Annual Meeting of Members for the purpose of being sworn to perform the duties of office and to elect officers for the ensuing period and until LVRECC's next annual meeting covering portions of the years 2022 - 2023.

The Honorable Gregory D. Allen called the Special Board Meeting to order, naming himself as Interim President of the Special Board Meeting to solicit votes for officers for the upcoming year.

**ELECTION
OF
OFFICERS**

UPON MOTION OF C.K. STACY, SECONDED BY PHILLIP WILLIAMS, ALL BOARD OFFICERS FOR THE PERIOD YEARS 2021-2022 SHALL BE RE-NOMINATED AND RETAINED IN THEIR POSITIONS FOR THE ENSUING PERIOD AS STATED ABOVE IN PARAGRAPH NUMBER ONE, TO-WIT, DARRELL CUNDIFF, PRESIDENT; TED A. HOLBROOK, VICE-PRESIDENT; TOMMY HILL, SECRETARY/TREASURER. MOTION AND NOMINATIONS WERE CARRIED BY UNANIMOUS VOTE.

Pursuant to Article III, Section 3, of the By-Laws of the Cooperative, Gregory D. Allen as Attorney for the Cooperative administered an oath to the newly elected directors, as above stated, to faithfully perform the duties of office during the ensuing period as stated above in paragraph one.

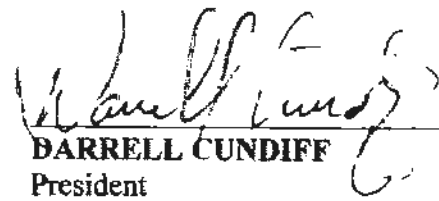
LVRECC SPECIAL BOARD MEETING

June 15, 2022

Page 02 of 02

**ADJOURN-
MENT**

UPON MOTION BY ALAN OLDFIELD, SECONDED BY TED
HOLBROOK, THE SPECIAL BOARD MEETING OF THE LICKING VALLEY
RURAL ELECTRIC COOPERATIVE CORPORATION STOOD ADJOURNED
AT 5:22 P.M.



DARRELL CUNDIFF
President



TED A. HOLBROOK
Vice-President

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION

2022 ANNUAL MEETING OF MEMBERS

Wednesday, June 15, 2022

The 82nd Annual Meeting of Members of Licking Valley Rural Electric Cooperative Corporation was held four (4) miles South of West Liberty, Kentucky, on Highway Route Number 191, Malone, Kentucky, on Wednesday, June 15, 2022, with the business session beginning at 4:00 p.m.

The business meeting was called to order by Darrell Cundiff, President of the Cooperative and Secretary/Treasurer Tommy Hill, kept the minutes thereof.

INVOCATION

Jimmy Adkins, retired employee after 43 years of employment as a lineman and member service gave invocation prior to the commencement of business.

**NATNL ANTHEM
& PLEDGE OF
ALLEGIANCE**

Due to the Covid-19 Pandemic and measures to protect the health and safety of our members and employees, the United States National Anthem was played by means of social media. President Darrell Cundiff led the United States Pledge of Allegiance.

**INTRDCTN
OF DIRS,
GEN MGR,
& ATTNY**

President Darrell Cundiff introduced the Board of Directors of Licking Valley Rural Electric Cooperative Corporation, General Manager / CEO, and Attorney for the Cooperative to the membership.

**QUORUM OF
MEMBERSHIP**

President Darrell Cundiff called upon Secretary/Treasurer Tommy Hill for the determination of a quorum present. After checking the official registration slips, the Secretary/Treasurer reported more than one percent (1%) of the total membership present, thereby constituting a lawful quorum for the meeting. The same is attached hereto as Exhibit A.

LVRECC 2022 ANNUAL MEETING OF MEMBERS

June 15, 2022

Page 02 of 02

**READING OF
NOTICE &
PROOF OF
PUBLICITN**

The reading of the official notice of the meeting, together with the proof of due mailing thereof were read by Secretary/Treasurer Hill and the same ordered to be annexed to the minutes of the meeting. The same is attached hereto as Exhibit B.

**READING
OF 2021
MINUTES**

Upon motion duly made, seconded and by a unanimous vote of the members voting, the reading of the unapproved 2021 minutes of the members was waived. The minutes of the previous meeting stand approved.

**TREASURER'S
REPORT**

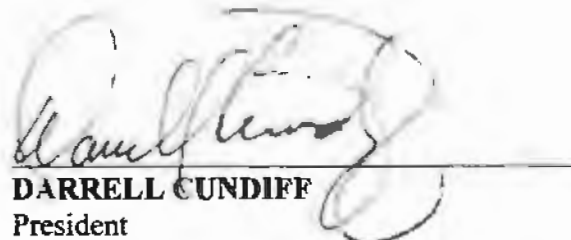
President Darrell Cundiff called upon Secretary / Treasurer Hill for the the presentation of the Treasurer's Report. Secretary/Treasurer Hill announced the Treasurer's Report was published in the June 2022 issue of the *Kentucky Living Magazine*. The same is attached hereto as Exhibit C.

**UNFNISHD
& NEW
BUSINESS**


The next few items on the agenda were the consideration of unfinished business, new business, and the transaction of all other business that may properly come before the meeting. The same is attached hereto as Exhibit D.

ADJOURNMENT

There being none, the business meeting stood adjourned at approximately 4:11 p.m.



DARRELL CUNDIFF
President



TED A. HOLBROOK
Vice-President

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

June 15, 2022

The June Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Wednesday, June 15, 2022, at 5:00 p.m., in the Malone Warehouse Office Conference Room. Those attending the Board Meeting via the Malone Warehouse Office Conference Room or by way of ZOOM Video Communication included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Kevin Howard, Alan Oldfield, J. Frank Porter, Philip R. Williams, C.K. Stacy General Manager / CEO Kerry K. Howard, General Superintendent Chris Murphy, Manager of Administrative Services John R. May, and Attorney Gregory D. Allen.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY PHILLIP WILLIAMS, SECONDED BY TED HOLBROOK, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD MAY 19, 2022, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR APRIL 2022 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

EKPC REPORT

LVRECC Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave a report on recent EKPC meeting.

LVRECC BOARD MEETING

June 15, 2022

Page 02 of 06

During Monday's meeting of EKPC's board of Directors, Joe Settles, Manger of member Services, reviewed a draft plan to help co-op members and other stakeholders better understand both rising costs and cooperatives benefits.

"This campaign is designed to remind folks of the many benefits they receive as co-op members and from the energy they receive each day from their cooperative," Settles said. The proposed campaign will highlight the positive aspects of how co-ops make life better, he said including how co-ops are not-for -profit, member-owned, competitively priced and community focused.

During the meeting, Ann Brides Chief Financial Officer and Executive Vice President, reported that April's margin of -\$2.2 million was \$5.6 Million over budget, mainly due to lower-than-expected operation and maintenance expenses. Year-to-date margin through April was under budget by \$5.4 million largely due to lower-than-expected net revenue, partially offset by lower-than-expected operation and maintenance expenses. Cost to member systems was slightly above target for the month, but remains below target for the year.

In other business, the Board approved changes to:

- Policy 102- Directors duties, responsibilities, standards of conduct and professional development;
- Policy 111- Director compensation, benefits and expense reimbursement; and
- Policy 601- Political and legislative activity.

LVRECC BOARD MEETING

June 15, 2022

Page 03 of 06

ATTNY RPT

Attorney Gregory D. Allen reported no new legal matters to report to the LVRECC Board of Directors during the June 15, 2022 Board Meeting.

CPR APPRVL

UPON MOTION BY PHILLIP WILLIAMS, SECONDED BY TOMMY HILL, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #605 IN THE AMOUNT OF \$2,863.65 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE JUNE 15, 2022 BOARD MEETING MINUTES. MOTION CARRIED.

**WORK
APPROVAL**

UPON MOTION BY C.K.STACY, SECONDED BY PHILLIP WILLIAMS, THE LVRECC BOARD OF DIRECTORS APPROVED THE FOLLOWING RUS FORM 219 INVENTORIES OF WORK ORDERS:

JANUARY 2022	\$400,298.62
FEBRUARY 2022	\$239,610.95
MARCH 2022	\$352,145.98

MOTION CARRIED.

**2022 KEC
ANN MTG
ALTERNATE**

UPON MOTION BY C.K. STACY, SECONDED BY TED A. HOLBROOK, THE FOLLOWING RESOLUTION WAS AUTHORIZED AND ADOPTED BY THE BOARD OF DIRECTORS OF LVRECC:

RESOLUTION

WHEREAS, the Licking Valley Rural Electric Cooperative Corporation (LVRECC) Board of Directors (Board) hereby authorizes Philip R. Williams, Board Member of LVRECC to serve as Kentucky Electric Cooperatives (KEC) Representative and further appoints as its' Alternate Representative, LVRECC Board Member Kevin Howard. The Board hereby empowers the above Representative and Alternate Representative to vote as they deem necessary on all business which may be submitted for a vote of the Members of KEC for the meeting scheduled to be held August 15-16 2022; and

WHEREAS, the Board of LVRECC further stipulates, this resolution is in effect only for the time period specified in the above paragraph; and

BE IT, THEREFORE RESOLVED that this resolution was properly authorized and adopted on behalf of LVRECC by the Board during the duly regular monthly Board Meeting held June 15, 2022.

MOTION CARRIED.

**LVRECC BOARD
POLICY NO 217
& RESOLUTION**

UPON MOTION BY C.K. STACY, SECONDED BY ALAN
OLDFIELD, THE LVRECC BOARD OF DIRECTORS UNANIMOUSLY
APPROVED THE FOLLOWING RESOLUTION AND REVISION OF LVRECC
BOARD POLICY NUMBER 217, BUSINESS EXPENSE, AS EXHIBITED WITH
THE JUNE 15, 2022 MINUTES:

RESOLUTION

WHEREAS, Licking Valley Rural Electric Cooperative Corporation, (hereinafter referred to as LVRECC), reimburses directors and employees for business use of personal vehicles at rates consistent with Internal Revenue Service allowances; and

WHEREAS, reimbursement rates for directors and employees using their personal vehicle(s) on LVRECC business have been changed. The new rate, which is consistent with Internal Revenue Service Rates, is 62.5 cents per mile for all business miles driven; and

BE IT, THEREFORE RESOLVED, that the General Manager/CEO is authorized to revise the director and employees' mileage reimbursement rates for business use of personal vehicles to 62.5 cents per mile for all business miles drive, to be effective July 01, 2022

MOTION CARRIED.

**FINANCIAL
REPORT**

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For April 2022, we had negative margins of approximately fifty-five thousand seven hundred sixty-five dollars, which brings us to positive year-to-date margins of approximately five hundred sixty-three thousand nine hundred ninety-six

dollars compared to April 2021 negative margins of approximately two hundred forty-four thousand six hundred thirty-nine dollars for the year.

TIER for the month of April was (0.95), year-to-date 7.53, budget 6.39. Total bank draft accounts in June 2022 were 2,156, totaling \$261,582.38. Recurring credit card accounts for the same period was 515, totaling \$65,982.74, with 16 accounts rejected in the total amount of \$4,683.77.

**ENVIRONMENTAL
SURCHARGE**

The Environmental Surcharge from East Kentucky Power Cooperative for the month of April was 10.165%. May fuel adjustment charge was 0.853.

**REPORT FROM
THE GENERAL
MANAGER/CEO**

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors.

**SAFETY AND
LOSS CONTROL**

General Manager / CEO Kerry K. Howard presented the directors a copy of the June 01, 2022 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on June 9, 2022 stating there had been zero new incidents reported by employees which resulted in loss time from work since our previous update on May 02, 2022.

**CYBER
SECURITY**

Cyber Security is closely monitored on a daily basis at our Licking Valley RECC West Liberty Headquarter and Malone Warehouse Offices.

**LVRECC
ANN MTG**

Licking Valley RECC's 82ND Annual Meeting of Members was held today, Wednesday, June 15, 2022 at our Malone Warehouse Office. Because of social distancing and following State guidelines, our Annual Meeting registration was by drive-thru registration at our Malone Warehouse Office. Registration started at 9:00 a.m. – 4:00 p.m., with the Business Meeting at 4:00 p.m.


**ADJOURN-
MENT**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TOMMY HILL, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD OF DIRECTORS OF LICKING VALLEY RURAL ELECTRIC

COOPERATIVE CORPORATION, THE JUNE 2022 BOARD MEETING
ADJOURNED AT APPROXIMATELY 6:30 P.M. MOTION CARRIED.



DARRELL CUNDIFF
President



TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION

BOARD OF DIRECTORS MEETING

July 21, 2022

The May Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, July 21, 2022, at 7:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room or by way of ZOOM Video Communication included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Kevin Howard, J. Frank Porter Philip R. Williams, General Manager / CEO Kerry K. Howard, Manager of Administrative Services John May, Manager of Corporate Services Travis Stacy, and Attorney Gregory D. Allen. Director C.K. Stacy, and Alan Oldfield acted on all items noted on the agenda via telephone and approved the same.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY TED A. HOLBROOK, SECONDED BY PHILIP R. WILLIAMS, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD JUNE 15, 2022, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR MAY 2022 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

EKPC REPORT

LVRECC Director Ted A. Holbrook gave the report on the East Kentucky Power Cooperative Board Meeting.

LVRECC BOARD MEETING

July 21, 2022

Page 02 of 06

During Tuesday's Board Meeting, Don Mosier, EKPC's Chief Operating Officer and Executive Vice President, reviewed some of the factors putting upward pressure on prices, including strong export markets for American coal and natural gas. Over the past year, EKPC has seen the price of natural gas rise from about \$2 per million BTU to about \$8. Coal prices have increased from around \$40 per ton to around \$130.

With high market power prices, EKPC's power plant fleet is very competitive, producing substantial value for members. In June, Spurlock Station's generating units produced \$34 million in savings versus buying market power.

EKPC's power prices are likely to remain competitive with surrounding utilities that are confronted with the same fuel cost pressures, Mosier said. Last year's base rate increase, EKPC's first in a decade, provided the cooperative with resources to maintain focus on fleet maintenance so units are available when the market calls on them.

Ann Bridges, CFO and Executive Vice President, reported that May's, margin was \$6.5 million over budget, mainly due to higher-than-expected operating and maintenance expenses. Year-to-date margin through May was over budget by \$1.1 million primarily due to lower-than-expected operating and maintenance expenses and higher-than-expected other income, which exceeded lower than-expected net revenue. Cost to member systems was above target for the month but remains below target year-to-date.

LVRECC BOARD MEETING

July 21, 2022

Page 03 of 06

**KEC
REPORT**

Mr. Tommy Hill, Director representing LVRECC on the Kentucky Electric Cooperatives Board, gave a report on the recent KEC board meeting.

Kentucky State Senate Minority Leader Morgan McGarvey, the Democratic nominee in the Third Congressional District, addressed the July meeting.

Acknowledging likely differences on energy policy, the Louisville attorney expressed a willingness to listen to electric cooperative concerns. Statewide association board members explained how current market conditions undermine the reliability and affordability of service to co-op members.

Greg Grissom announced the seating of two new board members to the Board of Directors: Richard Basham, Kenergy and Jeff Williams, Taylor County RECC.

RESOLUTION OF RETIREMENT PLANS: Julie Mayton explained that every 5 years we are required by the IRS and NRECA to reinstate our retirement plans. A motion was made to approved to keep plans as is. The motion was so moved and seconded. Motion was approved. It will be signed by the Board Secretary, Benny Adair and submitted to NRECA.

Greg Grissom provided an update on Federated; he reviewed the financials as of March 31, 2022. Federated's combined ration on March 31, 2022, was 98.2 percent, federated is in the best position it has ever been in.

Presidents Report/ Legislative Report: Chris Perry reported on material availability, ERMCO business model, PSE Survey, pole attachments, Tip Depp

LVRECC BOARD MEETING

July 21, 2022

Page 04 of 06

reported a final draft of the RECCs' response to the commission staff's third request for information has been submitted.

The 76th Annual Meeting of Kentucky Electric Cooperatives is August 15 and 16. The event kicks off the three-year "Support, Advocate, Educate" campaign of the state's electric cooperatives.

Phil Clark, Richard Lacy and Chris Perry presented a Pennsylvania Warehouse Expansion Proposal. The Pennsylvania Warehouse is currently on approximately 2.0 acres and has 10,000 sq feet of ware house space and 9,500 sq feet of outside storage.

ATTNY RPT

Attorney Gregory D. Allen reported no new legal matters to report to the LVRECC Board of Directors during the July 21, 2022 Board Meeting.

WRITE-OFF

UPON MOTION BY PHILIP WILLIAMS, SECONDED BY TOMMY HILL, THE LVRECC BOARD OF DIRECTORS APPROVED TO WRITE OFF UNCOLLECTIBLE ACCOUNTS FOR THE FOURTH QUARTER OF 2021

CPR APPRVL

UPON MOTION BY KEVIN HOWARD, SECONDED BY TOMMY HILL, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #606 IN THE AMOUNT OF \$90,113.06 AND #607 IN THE AMOUNT OF \$111,450.02 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE JULY 21,2022 BOARD MEETING MINUTES. MOTION CARRIED.

FINANCIAL REPORT

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors. For May 2022, we had positive margins of approximately thirty-two thousand seven hundred twenty-nine dollars, which brings us too positive

LVRECC BOARD MEETING

July 21, 2022

Page 05 of 06

year-to-date margins of approximately five hundred ninety-six thousand, seven hundred twenty-five dollars compared to May 2021 positive margins of approximately eight hundred twenty-one thousand, three hundred sixty-nine dollars for the year.

TIER for the month of May was 2.12, year-to-date 6.17, budget 5.48. Total bank draft accounts in July 2022 were 2,150, totaling \$301,760.96. Recurring credit card accounts for the same period was 517, totaling \$76,776.71, with 15 accounts rejected in the total amount of \$1,969.93.

ENVIRONMENTAL SURCHARGE

The Environmental Surcharge from East Kentucky Power Cooperative for the month of May was 11.57%. June fuel adjustment charge was 0.01180.

REPORT FROM THE GENERAL MANAGER/CEO

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors.

SAFETY AND LOSS CONTROL

General Manager / CEO Kerry K. Howard presented the directors a copy of of the July 05, 2022 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on July 15, 2022 stating there had been zero new incidents reported by employees which resulted in loss time from work since our previous update on June 01, 2022.

CYBER SECURITY

Cyber Security continues to be closely monitored at our Licking Valley RECC Offices. Phishing emails are received and discovered daily.

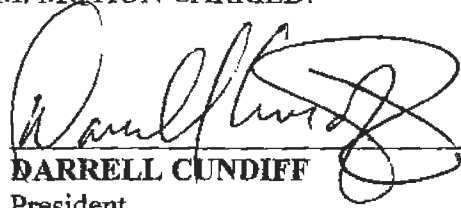
LVRECC BOARD MEETING

July 21, 2022

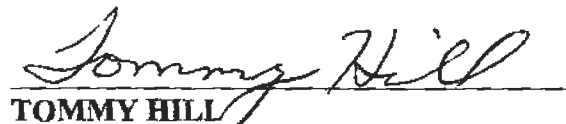
Page 06 of 06

**ADJOURN-
MENT**

UPON MOTION BY PHILIP WILLIAMS, SECONDED BY FRANK PORTER, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD DIRECTORS OF LICKING VALLEY RURAL ELECTRIC CORPORATION, THE JULY 2022 BOARD MEETING ADJOURNED AT APPROXIMATELY 8:15 P.M. MOTION CARRIED.



DARRELL CUNDIFF
President



TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

August 18, 2022

The August Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, August 18, 2022, at 7:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room or by way of ZOOM Video Communication included Darrell Cundiff, Ted A. Holbrook, Kevin Howard, Alan Oldfield, Tommy Hill, J. Frank Porter, Philip R. Williams, C.K. Stacy, General Manager/ CEO Kerry K.

**BOARD
MEMBERS \
ATTENDING**

Howard, Manager of Corporate Services Travis Stacy, and Attorney Gregory D. Allen.

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TOMMY HILL, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD JULY 21, 2022. AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR JUNE 2022 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

EKPC REPORT

LVRECC Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave a report on recent EKPC conference.

LVRECC BOARD MEETING

August 18, 2022

Page 02 of 06

A key milestone was achieved on the Spurlock ash pond project. The Spurlock Stations ash pond is being transformed as work continues to close the impoundment and move all coal ash and other material to on-site landfill.

Gregg Breyer, director of supply chain gave an update on the impacts felt by EKPC and other electric utilities as a result of inflationary pressures and supply disruptions in the U.S. and around the globe.

Ann Bridges reported that EKPC's June margin was \$4.1 million over budget largely due to higher -than-expected net revenue offsetting the higher-than-expected operating and maintenance expenses. Cost to member systems was above budget for the month and year to date.

KEC REPORT

Mr. Tommy Hill, Director representing LVRECC on the Kentucky Electric Cooperatives Board, gave a report on the recent KEC conference.

Regional Power Reports were given by Big Rivers: Bob Berry, East Kentucky Power: Tony Campbell, TVA: Ernie Peterson.

The 76th Annual Meeting of Kentucky Electric Cooperatives was also held in Louisville, Ky. prior to the regular KEC Board Meeting.

During this meeting Governor Andy Beshear praised co-op efforts amidst natural disasters and touted the strong role Kentucky's electric cooperatives play in economic development.

The event kicked off the three-year "Support, Advocate, Educate" campaign of the state's electric cooperatives.

At the banquet Monday night, Allen Purnell of Purnell's "old Folks" Country Sausage fame was named 2022 Distinguished Rural Kentuckian.

Earlier Monday, a full agenda of intense energy speakers addressed major issues facing cooperative, such as the effects of the reconciliation measure being

signed into law today, ESG factors in co-op operation and impressive presentations by the state's power providers.

Blake Hardy, the Kentucky Youth Leadership Council Delegate representing to advocate for better treatment for amputees.

Phil Irwin of Federated Rural Electric gave an overview of safety factors and emerging issues.

Panel Discussion: Rate Cases: was given by David Samford, Greg Grissom, Ken Simmons and Chris Perry.

During the business session an update was given in regards to SURE along with ACRE.

ATTNY RPT

Attorney Gregory D. Allen reported no new legal matters to report to the LVRECC Board of Directors during the August 18, 2022 Board Meeting.

**2023 NRECA
MEDICAL
INSURANCE**

UPON MOTION BY TOMMY HILL, SECONDED BY PHILIP WILLIAMS, THE LVRECC BOARD OF DIRECTORS APPROVED THE 2023 NRECA GROUP BENEFITS PROGRAM RENEWAL AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD. MOTION CARRIED.

**401(K) PENSION
PLAN RTMT**

UPON MOTION BY TED HOLBROOK, SECONDED BY PHILIP WILLIAMS. THE FOLLOWING RESOLUTION FOR THE AMENDMENT AND RESTATEMENT OF THE 401 (K) PENSION PLAN WITH NRECA WAS APPROVED AND ADOPTED BY THE LVRECC BOARD OF DIRECTORS:

RESOLUTION OF THE BOARD OF DIRECTORS

**AUTHORIZING THE
AMENDMENT and RESTATEMENT OF
THE 401(K) PENSION PLAN**

WHEREAS Licking Valley Rural Electric Cooperative Corporation is a participating employer in the NRECA-sponsored 401(k) Pension (401(k)) Plan; and

WHEREAS the Board of Directors of Licking Valley Rural Electric Cooperative Corporation is aware that the Plan must periodically be amended to comply with new regulations, rulings, other legislation and operational changes, and that these amendments must be filed with the Internal Revenue Service as a restatement of the Plan and that this restatement will be effective July 01, 2022.

THEREFORE, BE IT RESOLVED that this Board authorizes the July 01, 2022 amendment, restatement and continuance of the 401(k) Pension Plan to conform in its entirety with all the provisions of the Plan document of the 401 (k) Pension Plan, through the execution of the Adoption Agreement, which includes all of the provisions of the Cooperative's most recently executed Adoption Agreements and any compliance clarifications needed to conform with Plan operations; and

BE IT FURTHER RESOLVED that this Board is aware that the timing of the restatement may not correspond with regularly scheduled meetings of the Board of Directors, therefore the Board does hereby authorize and direct Kerry K. Howard, General Manager/CEO, to execute all necessary documents and to take any and all further actions necessary to carry out the July 01, 2022 amendment and restatement of the 401(k) Plan.

BE IT, FURTHER RESOLVED that the LVRECC Board hereby approves and adopts this resolution during the monthly Board Meeting held at the West Liberty Headquarters Office on Thursday, August 18, 2022.

MOTION CARRIED.

**FINANCIAL
REPORT**

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors. For June 2022, we had positive margins of approximately fifty-eight, thousand nine hundred ten dollars, which brings us to positive year-to-date margins of approximately six hundred fifty-five, thousand six hundred thirty-five dollars

LVRECC BOARD MEETING

August 18, 2022

Page 04 of 06

compared to June 2021 positive margins of approximately twenty-five, thousand nine hundred eighty-seven thousand dollars for the year. TIER for the month of June was 2.88, year-to-date 5.47, budget 4.71. Total bank draft accounts in August 2022 were 2,160 totaling \$331,828.28. Recurring credit card accounts for the same period was 529, totaling \$86,873.77, with 7 accounts rejected in the total amount of \$1,891.44.

ENVIRONMENTAL SURCHARGE

The Environmental Surcharge from East Kentucky Power Cooperative for the month of June was 11.24%. July fuel adjustment charge was 0.960.

REPORT FROM THE GENERAL MANAGER/CEO

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors.

SAFETY AND LOSS CONTROL

General Manager / CEO Kerry K. Howard presented the directors a copy of of the August 01, 2022 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on August 12, 2022 stating there had been zero incidents reported by employees which resulted in loss time from work since our previous update on July 06, 2022.

CYBER SECURITY

Cyber Security continues to be closely monitored at our Licking Valley RECC Offices. We still discover phishing emails daily.

EXECUTIVE SESSION

At this point LVRECC Board President Darrell Cundiff asked for a motion to go into Executive Session.

LVRECC BOARD MEETING

August 18, 2022

Page 05 of 06

UPON MOTION BY TED A. HOLBROOK, SECONDED BY TOMMY HILL, THE LVRECC BOARD OF DIRECTORS RECESSED THE REGULAR SESSION TO AN EXECUTIVE CLOSED SESSION TO DISCUSS PERSONAL MATTERS. MOTION CARRIED.

General Manager/CEO Kerry K. Howard was asked to excuse himself from the Board Room.

**ATTORNEY
RESIGNATION**

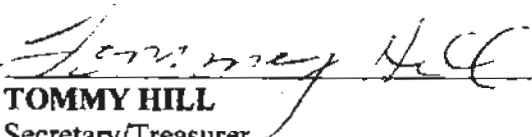
HON. GREGORY ALLEN ADVISED THE LVRECC BOARD OF DIRECTORS OF HIS RESIGNATION EFFECTIVE AFTER THE REGULAR SCHEDULED BOARD MEETING TO BE HELD ON OCTOBER 20TH 2022. AT THIS TIME, HE WILL BRING IN HON. MILES HOLBROOK, WHO WILL BEGIN SEVING AS THE NEWLY APPOINTED ATTORNEY FOR LVRECC.

**ADJOURN-
MENT**

UPON MOTION BY TED A. HOLBROOK, SECONDED BY TOMMY HILL, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD OF DIRECTORS OF LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION, THE AUGUST 2022 BOARD MEETING ADJOURNED AT APPROXIMATELY 8:30 P.M. MOTION CARRIED.



DARRELL CUNDIFF
President



TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

September 15, 2022

Amended Minutes

The September Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, September 15, 2022, at 7:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room or by way of ZOOM Video Communication included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Kevin Howard, Alan Oldfield, J. Frank Porter, C.K. Stacy, Philip R. Williams, General Manager/CEO Kerry K. Howard, Manager of Administrative Services John R. May, General Superintendent Chris Murphy, Travis Stacy and Attorney Gregory D. Allen.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TOMMY HILL, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD AUGUST 18, 2022, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR JULY 2022 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

EKPC REPORT

LVRECC General Manger/CEO Kerry K. Howard representing LVRECC on the East Kentucky Power Cooperative Board, gave a report on recent EKPC regular meeting.

LVRECC BOARD MEETING

September 15, 2022

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EKPC's Board of Directors discussed returning capital credits to the 16 electric cooperatives that own and are served by EKPC to help manage rising costs.

Several years ago, EKPC's equity-to-assets ratio topped 20 percent, which the co-op's bylaws require before capital credits can be retired. In 2019, EKPC paid capital credits to its owner-member cooperatives for the first time ever. The next year, EKPC again paid capital credits.

Also Tuesday, the board discussed a possible opportunity for Spulock Station to market a byproduct (gypsum) from its scrubbers, which could divert thousands of tons of material from the plant's landfill.

Ann Bridges reported July margins \$5.9 million over budget. Mainly driven by higher-than-expected net revenue and lower-than-expected operating and maintenance expenses. Year-to-date margins through July was \$11.2 million over budget, due to lower operating and maintenance expenses and higher-than-expected other income, exceeding the impact of lower-than-expected net revenue. Cost to member systems was above target for the month and year-to-date.

ATTNY RPT

Attorney Gregory D. Allen reported no new legal matters to report to the LVRECC Board of Directors during the September, 15, 2022 Board Meeting.

**WORK
ORDER
APPROVAL**

UPON MOTION BY C.K. STACY, SECONDED BY ALAN OLDFIELD, THE LVRECC BOARD OF DIRECTORS APPROVED THE FOLLOWING RUS FORM 219 INVENTORIES OF WORK ORDERS:

APRIL 2022	\$231,691.19
MAY 2022	\$255,165.76
JUNE 2022	\$206,627.64

MOTION CARRIED.

LVRECC BOARD MEETING

September 15, 2022

Page 03 of 06

WRITE-OFF

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY KEVIN HOWARD, THE LVRECC BOARD OF DIRECTORS APPROVED TO WRITE OFF UNCOLLECTIBLE ACCOUNTS FOR THE FIRST QUARTER OF 2022, JANUARY, FEBRUARY, AND MARCH IN THE AMOUNT OF \$29,252.80

CPR APPRVL

UPON MOTION BY ALAN OLDFIELD, SECONDED BY TOMMY HILL, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #608 IN THE AMOUNT OF \$15,235.76. AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE SEPTEMBER 15, 2022 BOARD MEETING MINUTES. MOTION CARRIED.

**CFC
LINE OF
CREDIT**

UPON MOTION BY PHILIP WILLIAMS, SECONDED BY ALAN OLDFIELD, THE LVRECC BOARD OF DIRECTORS APPROVED AN APPLICATION TO THE NATIONAL RURAL COOPERATIVES FINANCE CORPORATION (CFC) FOR LINE OF CREDIT LOAN DESIGNATION KY 056- R-5113 IN THE AMOUNT OF TWO MILLION DOLLARS (\$2,000,000) AND RESOLUTION AS EXHIBITED WITH THE SEPTEMBER 15, 2022 BOARD MEETING MINUTES:

LVRECC BOARD MEETING

September 15, 2022

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RESOLUTION

RESOLVED, that the Cooperative establish a line of credit and authorize borrowing from National Rural Utilities Cooperative Finance Corporation (“CFC”) in an amount which shall not at any one time exceed \$2,000,000.00 (the “Line of Credit Amount”), subject to the provisions of the Line of Credit Agreement substantially in the form submitted to this meeting (the “Line of Credit Agreement”); and,

RESOLVED, that the individuals listed below are hereby authorized to execute and to deliver to CFC the Line of Credit Agreement.

RESOLVED, that each of the following individuals is hereby authorized in the name and on behalf of the Cooperative to execute and to deliver all such other documents and instruments as may be necessary or appropriate, to execute any future amendments to said Line of Credit Agreement as such individual may deem appropriate within the Line of Credit Amount so authorized and to do all such other acts as in the opinion of such authorized individual acting may be necessary or appropriate in order to carry out the purposes and intent of the foregoing resolutions:

<u>Office or Title</u>	<u>Name</u>
President	Darrell Cundiff
General Manager/CEO	Kerry K. Howard
Accountant	Sandra N. Bradley

Done at West Liberty, Kentucky, this 15th day of October, 2020.

MOTION CARRIED.

FINANCIAL REPORT

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For July 2022, we had negative margins of approximately one hundred ten thousand three hundred sixty-four dollars, which brings us to positive year-to-date margins of approximately five hundred forty-five thousand two hundred seventy-one dollars compared to July 2021 positive margins of approximately six hundred fifty thousand four hundred sixty-five dollars for the year.

LVRECC BOARD MEETING

September 15, 2022

Page 05 of 06

TIER for the month of July was (.87) year-to-date 3.65, budget 4.51. Total bank draft accounts in September 2022 were 2,203, totaling \$362,365.72. Recurring credit card accounts for the same period were 542, totaling \$88,863.13, with 31 accounts rejected in the total amount of 4,793.32

ENVIRONMENTAL SURCHARGE

The Environmental Surcharge from East Kentucky Power Cooperative for the month of July was 9.32%. August fuel adjustment charge was 1.516.

REPORT FROM THE GENERAL MANAGER/CEO

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors.

CYBER SECURITY

Cyber Security continues to be closely monitored at our Licking Valley RECC Offices.

SAFETY AND LOSS CONTROL

General Manager / CEO Kerry K. Howard presented the directors a copy of of the September 01, 2022 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on September 8, 2022 stating there had been zero new incidents reported by employees which resulted in loss time from work since our previous update on August 1, 2022.

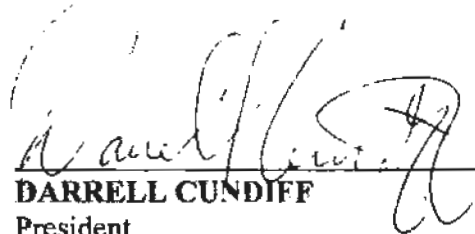
LVRECC BOARD MEETING

September 15, 2022

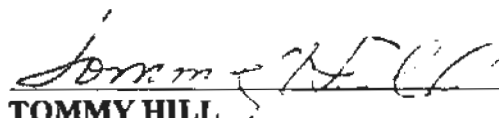
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**ADJOURN-
MENT**

There being no further business to come before the Board of Directors of Licking Valley Rural Electric Cooperative Corporation, the September 2022 Board Meeting adjourned at approximately 8:00 p.m.



DARRELL CUNDIFF
President



TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

September 15, 2022

The September Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, September 15, 2022, at 7:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room or by way of ZOOM Video Communication included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Kevin Howard, Alan Oldfield, J. Frank Porter, C.K. Stacy, Philip R. Williams, General Manager/CEO Kerry K. Howard, Manager of Administrative Services John R. May, General Superintendent Chris Murphy, Travis Stacy and Attorney Gregory D. Allen.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY PHILIP R. WILLIAMS, SECONDED BY TOMMY HILL, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD AUGUST 18, 2022, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR JULY 2022 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

EKPC REPORT

LVRECC General Manger/CEO Kerry K. Howard representing LVRECC on the East Kentucky Power Cooperative Board, gave a report on recent EKPC regular meeting.

LVRECC BOARD MEETING

September 15, 2022

Page 02 of 06

EKPC's Board of Directors discussed returning capital credits to the 16 electric cooperatives that own and are served by EKPC to help manage rising costs.

Several years ago, EKPC's equity-to-assets ratio topped 20 percent, which the co-op's bylaws require before capital credits can be retired. In 2019, EKPC paid capital credits to its owner-member cooperatives for the first time ever. The next year, EKPC again paid capital credits.

Also Tuesday, the board discussed a possible opportunity for Spulock Station to market a byproduct (gypsum) from its scrubbers, which could divert thousands of tons of material from the plant's landfill.

Ann Bridges reported July margins \$5.9 million over budget. Mainly driven by higher-than-expected net revenue and lower-than-expected operating and maintenance expenses. Year-to-date margins through July was \$11.2 million over budget, due to lower operating and maintenance expenses and higher-than-expected other income, exceeding the impact of lower-than-expected net revenue. Cost to member systems was above target for the month and year-to-date.

ATTNY RPT

Attorney Gregory D. Allen reported no new legal matters to report to the LVRECC Board of Directors during the September, 15, 2022 Board Meeting.

**WORK
ORDER
APPROVAL**

UPON MOTION BY C.K. STACY, SECONDED BY ALAN OLDFIELD, THE LVRECC BOARD OF DIRECTORS APPROVED THE FOLLOWING RUS FORM 219 INVENTORIES OF WORK ORDERS:

APRIL 2022	\$231,691.19
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MOTION CARRIED.

LVRECC BOARD MEETING

September 15, 2022

Page 03 of 06

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**CFC
LINE OF
CREDIT**

UPON MOTION BY PHILIP WILLIAMS, SECONDED BY ALAN OLDFIELD, THE LVRECC BOARD OF DIRECTORS APPROVED AN APPLICATION TO THE NATIONAL RURAL COOPERATIVES FINANCE CORPORATION (CFC) FOR LINE OF CREDIT LOAN DESIGNATION KY 056- R-5113 IN THE AMOUNT OF TWO MILLION DOLLARS (\$2,000,000) AND RESOLUTION AS EXHIBITED WITH THE SEPTEMBER 15, 2022 BOARD MEETING MINUTES:

LVRECC BOARD MEETING

September 15, 2022

Page 04 of 06

RESOLUTION

RESOLVED, that the Cooperative establish a line of credit and authorize borrowing from National Rural Utilities Cooperative Finance Corporation (“CFC”) in an amount which shall not at any one time exceed \$2,000,000.00 (the “Line of Credit Amount”), subject to the provisions of the Line of Credit Agreement substantially in the form submitted to this meeting (the “Line of Credit Agreement”); and,

RESOLVED, that the individuals listed below are hereby authorized to execute and to deliver to CFC the Line of Credit Agreement.

RESOLVED, that each of the following individuals is hereby authorized in the name and on behalf of the Cooperative to execute and to deliver all such other documents and instruments as may be necessary or appropriate, to execute any future amendments to said Line of Credit Agreement as such individual may deem appropriate within the Line of Credit Amount so authorized and to do all such other acts as in the opinion of such authorized individual acting may be necessary or appropriate in order to carry out the purposes and intent of the foregoing resolutions:

<u>Office or Title</u>	<u>Name</u>
President	Darrell Cundiff
General Manager/CEO	Kerry K. Howard
Accountant	Sandra N. Bradley

Done at West Liberty, Kentucky, this 15th day of October, 2020.

MOTION CARRIED.

**FINANCIAL
REPORT**

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For July 2022, we had negative margins of approximately one hundred ten thousand three hundred sixty-four dollars, which brings us to positive year-to-date margins of approximately five hundred forty-five dollars two hundred seventy-one dollars compared to July 2021 positive margins of approximately six hundred fifty thousand four hundred sixty-five dollars for the year.

LVRECC BOARD MEETING

September 15, 2022

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REPORT FROM THE GENERAL MANAGER/CEO

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CYBER SECURITY

Cyber Security continues to be closely monitored at our Licking Valley RECC Offices.

SAFETY AND LOSS CONTROL

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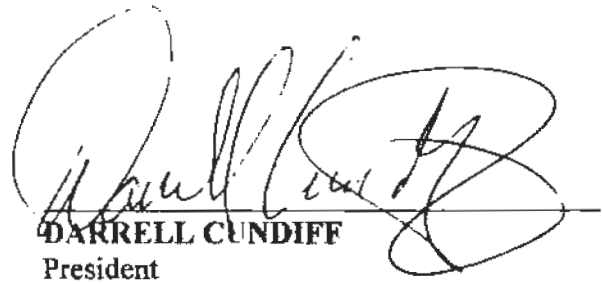
LVRECC BOARD MEETING

September 15, 2022

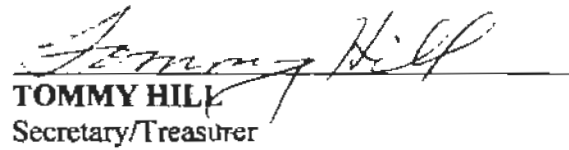
Page 06 of 06

**ADJOURN-
MENT**

There being no further business to come before the Board of Directors of Licking Valley Rural Electric Cooperative Corporation, the September 2022 Board Meeting adjourned at approximately 8:00 p.m.



DARRELL CUNDIFF
President



TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

October 20, 2022

The October Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by Director Ted A. Holbrook on Thursday, October 20, 2022, at 7:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room or by way of ZOOM Video Communication included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Kevin Howard, Alan Oldfield, J. Frank Porter, C.K. Stacy, Philip R. Williams, General Manager/CEO Kerry K. Howard, Manager of Administrative Services John R. May, General Superintendent Chris Murphy, Attorney Gregory D. Allen and incoming Attorney Myles Holbrook.

**BOARD
MEMBERS \
ATTENDING**

INVOCATION

General Manager/CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY TED HOLBROOK, SECONDED BY PHILIP WILLIAMS THE MINUTES WERE TABLED TO MAKE CORRECTION ON THE FINANCIAL REPORT OF THE LAST OFFICIAL BOARD MEETING HELD SEPTEMBER 15, 2022, IT STATED POSITIVE YEAR-TO-DATE MARGINS OF APPROXIMATELY FIVE HUNDRED FORTY-FIVE DOLLARS TWO HUNDRED SEVENTY-ONE DOLLARS. WHEN IN FACT IT SHOULD HAVE STATED FIVE HUNDRED FORTY-FIVE THOUSAND TWO HUNDRED SEVENTY-ONE DOLLARS.

LVRECC BOARD MEETING

October 20, 2022

Page 02 of 06

EKPC REPORT

LVRECC Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave an update the Board of Directors approved retiring \$20.1 million in capital credits and paying that amount back to EKPC's 16 owner-member electric.

The co-ops and their members have faced rapidly rising costs over the past year due to strong inflationary pressures. As EKPC nears the end of the year with firm financial performance, the Board has discussed retiring capital credits to help its owner-member cooperatives.

EKPC has retired capital credits two other times in its history. It paid \$1.8 million in 2019 and \$6 million in 2020.

Ann Bridges reported EKPC's August margin of \$6 million was over budget, mainly due to higher -than-expected net revenue and other income. YTD margin was over budget by \$17 million due to lower-than-expected operating and maintenance expenses and higher-than-expected other income, exceeding the impact of lower-than-expected net revenue. Cost to member systems was above budget for the month and year-to-date.

The Board approved the restatement of NRECA's security and 401(k) pension plan. The plan is periodically restated to account for occasional amendments and other changes.

**KEC
REPORT**

Tommy Hill representing LVRECC on the Kentucky Electric

LVRECC BOARD MEETING

October 20, 2022

Page 03 of 06

Cooperatives Board, gave a report on the recent Board Meeting held September 20th.

Attorney general Candidate Russell Coleman attended the September 20 meeting. He is pro-life, pro-family conservative Republican who is running for the next Attorney General.

The supply chain is strained in almost every product category. Causing these issues can be linked to labor shortages, materials, and increased demand from utilities are all contributing to these problems.

Mr. Bragg reported the committee met on September 14th Cooperatives Financial Controller Jeremy Denny has been named Chief Financial Officer of the organization.

Greg Grissom reported the committee met prior to the board meeting and discussed the 2022 CEO performance evaluation via Ken Holmes.

ATTNY RPT

Attorney Gregory D. Allen reported no new legal matters to report to the LVRECC Board of Directors during the October 20, 2022 Board Meeting.

CPR APPRVL

UPON MOTION BY PHILIP WILLIAMS, SECONDED BY TOMMY HILL, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #609 IN THE AMOUNT OF \$174,724.77 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE OCTOBER 20, 2022 BOARD MEETING MINUTES. MOTION CARRIED.

**2022
AUDIT**

UPON MOTION BY TOMMY HILL, SECONDED BY TED HOLBROOK, THE LVRECC BOARD APPROVED THE ANNUAL AUDIT EXAMINATION FEE OF \$14,750.00, PLUS EXPENSES. AS PROPOSED BY

ALAN M. ZUMSTEIN OF JONES, NALE & MATTINGLY PLC, CERTIFIED PUBLIC ACCOUNTANTS AND ADVISORS OF LOUISVILLE, KENTUCKY, FOR THE PREPARATION AND PRESENTATION OF LICKING VALLEY RECC'S FINANCIAL AUDIT ENDING OCTOBER 31, 2022. MOTION CARRIED.

2022 NRECA DUES UPON MOTION BY TED HOLBROOK, SECONDED BY TOMMY HILL, THE LVRECC BOARD OF DIRECTORS APPROVED 2022 NRECA MEMBERSHIP DUES IN THE AMOUNT OF \$22,599.00 MOTION CARRIED.

ATTORNEY GREGORY D. ALLEN UPON MOTION BY C.K. STACY, SECONDED BY PHILIP WILLIAMS, THE LVRECC BOARD OF DIRECTORS UNANIMOUSLY APPROVED AND ADOPTED THE FOLLOWING RESOLUTION HONORING LVRECC ATTORNEY GREGORY D. ALLEN:

**Licking Valley Rural Electric Cooperative Corporation
Resolution of Appreciation for**

Gregory D. Allen

Whereas, the Board of Directors of Licking Valley Rural Electric Cooperative Corporation expresses its appreciation for the many contributions and sacrifices made by Gregory D. Allen for the period of April 20, 1995 – October 20, 2022, for his dedication and support of Licking Valley Rural Electric Cooperative Corporation, for his twenty seven plus years of superior performance as Board Attorney and for always keeping in mind the “Cooperative Way” for his untiring efforts in building a strong rural electric program in Kentucky and America.

Be It, Therefore Resolved that this resolution was properly authorized and adopted on behalf of Licking Valley Rural Electric Cooperative Corporation by the Board during the duly regular scheduled monthly Board Meeting held October 20, 2022.

MOTION CARRIED.

LVRECC BOARD MEETING

October 20, 2022

Page 04 of 06

**FINANCIAL
REPORT**

General Manager / CEO Kerry K. Howard presented the Financial Report to the Board of Directors.

For August 2022, we had negative margins of approximately two hundred five thousand forty-three dollars, which brings us to positive year-to-date margins of approximately three hundred forty thousand two hundred twenty-eight dollars compared to August 2021 positive margins of approximately six hundred thirty two thousand nine hundred seventy one dollars for the year.

TIER for the month of August was (2.62), year-to-date 2.30, budget 3.87
Total bank draft accounts in October 2022 was 2,213, totaling \$333,666.95.
Recurring credit card accounts for the same period was 553, totaling \$82,046.47,
with 18 accounts rejected in the total amount of \$2,737.76.

**ENVIRONMENTAL
SURCHARGE**

The Environmental Surcharge from East Kentucky Power Cooperative for the month of August was 7.42%. September fuel adjustment charge was 1.43.

**REPORT FROM
THE GENERAL
MANAGER/CEO**

General Manager / CEO Kerry K. Howard gave his report to the LVRECC Board of Directors.

KEC

October 6, 2022 received a check from the Kentucky Electric Cooperatives in the amount of \$3,288.00 for dues refund.

CFC

October 6, 2022 received a check from CFC National Rural Utilities Cooperative Finance Corporation in the amount of \$14,758.77 for SCTC Interest.

LVRECC BOARD MEETING

October 20, 2022

Page 06 of 06

**SAFETY AND
LOSS CONTROL**

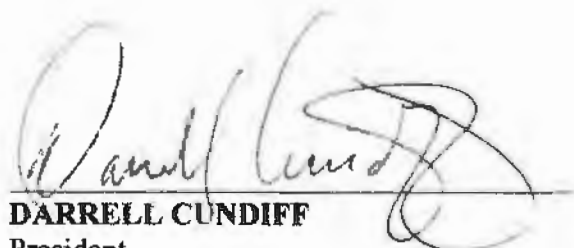
General Manager / CEO Kerry K. Howard presented the directors a copy of of the October 03, 2022 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting materials on October 14, 2022 stating there had been zero new incidents reported by employees which resulted in loss time from work since our previous update on September 01, 2022.

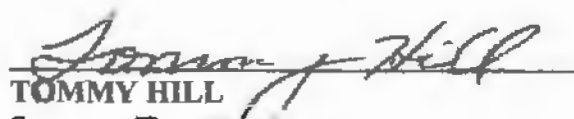
**CYBER
SECURITY**

Cyber Security continues to be closely monitored at our Licking Valley RECC Offices.

**ADJOURN-
MENT**

There being no further business to come before the Board of Directors of Licking Valley Rural Electric Cooperative Corporation, the October 2022 Board Meeting adjourned at approximately 8:30 p.m.


DARRELL CUNDIFF
President


TOMMY HILL
Secretary/Treasurer

**LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION BOARD
OF DIRECTORS MEETING
NOVEMBER 17, 2022**

**BOARD
MEMBERS/
ATTENDING**

The November Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, November 17, 2022, at 6:00 p.m., in the Licking Valley Rural Electric Cooperative Corporation Board Room. Those attending the Board Meeting via the Licking Valley RECC Board Room or by the way of ZOOM included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Kevin Howard, Alan Oldfield, C.K. Stacy, Philip R. Williams, J. Frank Porter, General Manager/ CEO Kerry K. Howard, Manager of Administrative Services John R. May, General Superintendent Chris Murphy, Manager of Corporate Services Travis Stacy, and Attorney Myles L. Holbrook.

INVOCATION

General Manager/ CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**APPROVAL
OF
AMENDED
MINUTES**

UPON MOTION BY TED A. HOLBROOK, SECONDED BY C.K. STACY THE LVRECC BOARD OF DIRECTORS APPROVED THE AMENDED MINUTES FOR THE SEPTEMBER 15th, 2022 REGULAR BOARD MEETING. MOTION CARRIED.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY TED A. HOLBROOK, SECONDED BY PHILIP WILLIAMS, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD OCTOBER 20, 2022, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR SEPTEMBER 2022 AS

SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME.
MOTION CARRIED.

**EKPC
REPORT**

Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave his update stating, the Board of Directors approved the purchase of a new supercore engine to serve as a spare for Smith Units #9 and #10.

Units #9 and #10 are natural gas-fueled General Electric LMS 100 models that were added at EKPC's Smith Station in 2009. The units' supercore engines include the high-pressure compressor and high-and medium-pressure turbines.

There has been five significant failures related to their supercore engines since 2013 resulting in outages that ranged from 44 days to 256 days. In addition to repair costs, these outages lead to costs to purchase replacement power.

The Board approved the purchase of a spare LMS100 supercore engine at the cost of \$15.4 million. EKPC plans to rotate out supercore every few years, allowing time to inspect and conduct maintenance of the out of service engine.

Ann Bridges reported the EKPC's September margin was \$3.4 million under budget. Year-to-date margin was \$13.7 million over budget.

In other business, the Board approved: the new DAV Lane 69-kilovolt switching and distribution substation and tap project. The Taylorsville Distribution substation and tap rebuild, as well as the Tyner 69-kV switching and distribution substation rebuild project.

**ATTORNEY
REPORT**

Attorney Myles L. Holbrook reported no new legal issues or concerns at this time to the Board of Directors, during the November 17, 2022 Board Meeting.

**CPR
APPROVAL**

UPON MOTION BY TOMMY HILL, SECONDED BY PHILIP WILLIAMS, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #610 IN THE AMOUNT OF \$25,480.95 AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE NOVEMBER 17, 2022 BOARD MEETING MINUTES. MOTION CARRIED.

WRITE-OFF

UPON MOTION BY PHILIP WILLIAMS, SECONDED BY TOMMY HILL, THE LVRECC BOARD OF DIRECTORS APPROVED TO WRITE OFF UNCOLLECTABLE ACCOUNTS FOR THE SECOND QUARTER OF 2022 (APRIL, MAY, AND JUNE) IN THE AMOUNT OF \$19,432.68. MOTION CARRIED.

**2022 LOAD
RECAST**

UPON MOTION BY TED A. HOLBROOK, SECONDED BY PHILIP WILLIAMS, THE 2022 LOAD FORECAST AND RESOLUTION WAS APPROVED BY THE LVRECC BOARD OF DIRECTORS AS FOLLOWS AND EXHIBITED WITH THE NOVEMBER 17, 2022 BOARD MEETING MINUTES.

RESOLUTION

WHEREAS, Licking Valley Rural Electric Cooperative Corporation, (hereinafter referred to as LVRECC), Board of Directors, (hereinafter referred to as Board), adopt this resolution pertaining to a Load Forecast for 2022 that was prepared for LVRECC with the assistance and expertise of East Kentucky Power Cooperative, (hereinafter referred to as EKPC), through and EKPC Econometric Model;

BE IT, THEREFORE RESOLVED, that this resolution was properly authorized and adopted on behalf of LVRECC by the Board during the duly regular monthly Board meeting held November 17, 2022.

Done at West Liberty, Kentucky, this 17th day of November 2022.

MOTION CARRIED.

**FINANCIAL
REPORT**

**FINANCIAL
REPORT**

General Manager/CEO Kerry K. Howard Presented the Financial Report to the Board of Directors.

For September 2022, we had negative margins of approximately \$(310,89.00) which brings us to positive year-to-date margins of approximately \$29,337.00 compared to September 2021 positive margins of approximately \$717,968.00 for the year.

TIER for the month of September was 4.40, year-to-date 1.09, budget 3.09. Total bank draft accounts in November 2022 was 2,212 totaling \$276,564.71. Recurring credit card accounts for the same period was 555, totaling \$66,628.26 with 16 accounts rejected in the total amount of \$1,611.90.

**ENVIROMENTAL
SURCHARGE**

The Environmental Surcharge from East Kentucky Power Cooperative, From the month of September 2022, was 8.93%. October 2022 fuel adjustment charge was 2.284.

**REPORT
FROM THE
GENERAL
MANAGER/
CEO**

General Manager/CEO Kerry K. Howard gave his report to the LVRECC Board of Director.

EMPLOYEES

LVRECC employee Matthew Scott Harris, has announced his resignation effective Wednesday, November 23rd.

UPON MOTION BY C.K. STACY, SECONDED BY TOMMY HILL, A CHRISTMAS BONUS OF \$500.00 PER EMPLOYEE WAS APPROVED BY THE LVRECC BOARD OF DIRECTORS. MOTION CARRIED.

**SAFETY
AND LOSS
CONTROL**

General Manager/CEO Kerry K. Howard presented the directors a copy of the November 1, 2022 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed, and e-mailed, with the board meeting

material on November 10, 2022 stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on October 3, 2022.

**CYBER
SECURITY**

Cyber Security continues to be closely monitored at our LVRECC offices. We are currently looking to upgrade to multifactor authentication security.

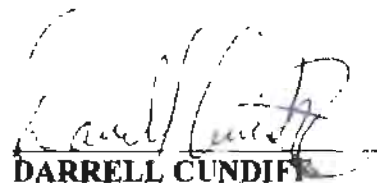
**OTHER
BUSINESS**

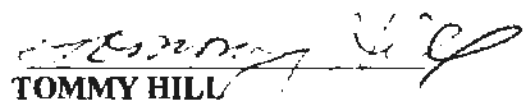
The Department of Revenue wants each customer to sign a Declaration of Domicile for purchase of residential utilities. Under this declaration for anyone who meets the qualifications will be exempt from Kentucky sales tax under KRS 139.47(7).

KRS 139.470(7) describes a place of domicile as "the place where an individual has his or her legal, true, fixed and permanent home and principal establishment, and to which, whenever the individual is absent, the individual has the intention of returning."

ADJOURNMENT

UPON MOTION, BY TOMMY HILL, SECONDED BY PHILIP R. WILLIAMS, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD OF DIRECTORS OF LVRECC, THE NOVEMEBER 2022 BOARD MEETING ADJOURNED AT APPROXITAMELY 7:30 P.M. MOTION CARRIED.


DARRELL CUNDIFF
President


TOMMY HILL
Secretary/Treasurer

**LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION BOARD
OF DIRECTORS MEETING**

December 15, 2022

**BOARD
MEMBERS/
ATTENDING**

The December Board Meeting of the Licking Valley Rural Electric Cooperative Corporation was called to order by President Darrell Cundiff on Thursday, December 15, 2022, at 6:00 p.m., at the West Liberty Office. Those attending the Board Meeting in person or by the way of ZOOM included Darrell Cundiff, Ted A. Holbrook, Tommy Hill, Kevin Howard, Alan Oldfield, C.K. Stacy, Philip R. Williams, J. Frank Porter, General Manager/ CEO Kerry K. Howard, Manager of Administrative Services John R. May, General Superintendent Chris Murphy, and Attorney Myles L. Holbrook.

INVOCATION

General Manager/ CEO Kerry K. Howard asked for prayer requests and concerns and subsequently gave the invocation.

**PREVIOUS
MINUTES &
REPORTS**

UPON MOTION BY TOMMY HILL, SECONDED BY PHILIP WILLIAMS, THERE BEING NO ADDITIONS OR DELETIONS TO THE MINUTES OF THE LAST OFFICIAL BOARD MEETING HELD NOVEMBER 17, 2022, AND FOLLOWING REVIEW OF THE GENERAL MANAGER/CEO'S REPORT AND LIST OF NEW AND DISCONNECTED MEMBERS FOR OCTOBER 2022 AS SUBMITTED, THE LVRECC BOARD OF DIRECTORS APPROVED THE SAME. MOTION CARRIED.

**EKPC
REPORT**

Director Ted A. Holbrook representing LVRECC on the East Kentucky Power Cooperative Board, gave his update stating, that over the past few months, EKPC conducted planned maintenance outages and inspections on generating units

at Cooper, Spurlock, Bluegrass and Smith stations. EKPC's Power Delivery team has been assessing workforce availability for possible repair work, and ensuring critical inventory is on hand to make repairs, including poles, cross-arms , and conductors.

Also Tuesday, the Board approved a pilot program to incentivize owners of electric vehicles to charge them during off-peak hours. The proposed pilot program which must be reviewed and approved by the Kentucky Public Service Commission, would provide an incentive of \$0.02 for each kilowatt-hour of charging during nighttime hours when the cooperatives' cost of power usually is much lower.

EKPC's October margin was \$0.7 million under budget, Year-to-date-margin through October was over budget by \$13.0 million. Cost to member systems remained above budget for October and year-to-date.

Attorney Myles L. Holbrook reported no new legal issues or concerns at this time. Honorable Holbrook made comment discussing the deposit/escrow account for the Data Mining Firm during the December 15, 2022 Board Meeting.

UPON MOTION BY FRANK PORTER, SECONDED BY PHILIP WILLIAMS, THE LVRECC BOARD OF DIRECTORS APPROVED CPR SPECIAL EQUIPMENT SUMMARY REPORT #611 IN THE AMOUNT OF \$91,794.39. AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD AND EXHIBITED WITH THE DECEMBER 15, 2022 BOARD MEETING MINUTES. MOTION CARRIED.

**ATTORNEY
REPORT**

**CPR
APPROVAL**

**WORK
APPROVAL**

UPON MOTION BY TED HOLBROOK, SECONDED BY KEVIN HOWARD, THE LVRECC BOARD OF DIRECTORS APPROVED THE FOLLOWING RUS FORM 219 INVENTORIES OF WORK ORDERS:

JULY 2022	\$157,0202.94
AUGUST 2022	\$640,120.37
SEPTEMBER 2022	\$240,469.31

MOTION CARRIED.

**2023
PROPOSED
BUDGET**

UPON MOTION BY TOMMY HILL, SECONDED BY PHILIP WILLIAMS, THE LVRECC 2023 PROPOSED BUDGET WAS APPROVED AS PRESENTED BY GENERAL MANAGER/CEO KERRY K. HOWARD. MOTION CARRIED.

**FEDERATED
APPROVAL**

UPON MOTION BY KEVIN HOWARD, SECONDED BY ALAN OLDFIELD. THE BOARD APPORVED THE FEDERATED INSURANCE RENEWAL. MOTION CARRIED.

**FINANCIAL
REPORT**

General Manager/CEO Kerry K. Howard Presented the Financial Report to the Board of Directors.

For October 2022, we had negative margins of \$(179,424.00) which brings us to negative year-to-date margins of \$(150,087.00) compared to October 2021 year-to-date positive margins of \$951,935.00.

TIER for the month of October was (0.89), year-to-date 0.64, budget 3.22.

Total bank draft accounts in December 2022 were 2,238 totaling \$302,606.90.

**ENVIROMENTAL
SURCHARGE**

Recurring credit card accounts for the same period was 543, totaling \$75,309.57 with 18 accounts rejected in the total amount of \$1,865.31.

Recurring credit card accounts for the same period was 543, totaling \$75,309.57 with 18 accounts rejected in the total amount of \$1,865.31.

**ENVIROMENTAL
SURCHARGE**

The Environmental Surcharge from East Kentucky Power Cooperative, From the month of October 2022, was 10.07%. November 2022 fuel adjustment charge was 2.647.

**REPORT
FROM THE
GENERAL
MANAGER/
CEO**

General Manager/CEO Kerry K. Howard gave his report to the LVRECC Board of Director.

**SAFETY
AND LOSS
CONTROL**

General Manager/CEO Kerry K. Howard presented the directors a copy of the December 5, 2022 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed, and e-mailed, with the board meeting material on December 9, 2022 stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on November 1, 2022.

Kentucky Electric Cooperatives safety instructors, Tony Dempsey and Charlie Lewis, presented lineman Scott Spencer with a framed copy of his Kentucky Living Magazine cover and article that ran in October 2022.

**CYBER
SECURITY**

Cyber Security continues to be closely monitored at our LVRECC offices. We are currently looking to upgrade to multifactor authenticating security.

**EXECUTIVE
SESSION**

At this point LVRECC Board President Darrell Cundiff asked for a motion to go into executive Session.

UPON MOTION BY PHILIP R. WILLIAMS SECONDED BY J. FRANK PORTER, THE BOARD OF DIRECTORS RECESSED THE REGULAR SESSION TO AN EXECUTIVE CLOSED SESSION. MOTION CARRIED.

General Superintendent Chris Murphy, Manager of Administrative Services John R. May and Executive Secretary Anna L. Hensley was asked to excuse themselves from the Board Room.

**2023 LVRECC
WAGE &
SALARY
CONSIDERATION**

General Manager/CEO Kerry K. Howard discussed the 2023 wage and salary consideration with Board of Directors. Howard recommended a 0% to 5% increase, requesting approval to give increased based on individual employee performance evaluations.

UPON MOTION BY PHILIP R. WILLIAMS, SECONED BY TOMMY HILL, THE BOARD APPROVED A 0% TO 5% PER HOUR WAGE AND SALARY INCREASE EFFECTIVE JANUARY 01, 2023 FOR ELIGIBLE EMPLOYEES WHO ARE CONSIDERED ON LVRECC'S REGULAR ANNUAL INCREASE REVIEW PROGRAM. ALSO GIVING DISCRETION TO GENERAL MANAGER/CEO KERRY K. HOWARD TO MAKE HIS DECISION BASED ON INDIVIDUAL EMPLOYEE PERFORMANCE EVALUATIONS. MOTION CARRIED.

General Manager/CEO Kerry K. Howard, was asked to excuse himself from the Board Room.

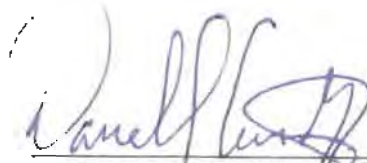
MOTION BY TED A. HOLBROOK, SECONDED BY PHILIP R. WILLIAMS, THE LVRECC BOARD OF DIRECTORS APPROVED A 5% SALARY INCREASE FOR GENERAL MANAGER/CEO KERRY K. HOWARD EFFECTIVE JANUARY 01, 2023. MOTION CARRIED.

UPON MOTION BY TOMMY HILL, SECONDED BY PHILIP R. WILLIAMS THE LVRECC BOARD OF DIRECTORS VOTED TO GO OUT OF EXECUTIVE SESSION AND RESUME THE REGULAR SESSION. MOTION CARRIED.

There upon general Manager/CEO Kerry K. Howard assumed his duties as LVRECC General Manager/CEO residing over the board.

ADJOURNMENT

UPON MOTION, BY TOMMY HILL, SECONDED BY PHILIP R. WILLIAMS, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD OF DIRECTORS OF LVRECC, THE DECEMBER 2022 BOARD MEETING ADJOURNED AT APPROXITAMELY 8:30 P.M. MOTION CARRIED.


DARRELL CUNDIFF
President


TOMMY HILL
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION

BOARD OF DIRECTORS MEETING

THURSDAY, JANUARY 19, 2023

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday, January 19, 2023, beginning at 6:00 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon a motion made by Frank Porter and seconded by Ted A. Holbrook the minutes of the December 15, 2022 and following review of the General Manager/CEO'S report and list of New and Disconnected members for November 2022 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Ted A. Holbrook representing Licking Valley Rural Electric Cooperative reported that in depth discussions were made in the January EKPC Board meeting of the December 2022 record temperatures of below zero degrees and how it affected the units at Cooper, Spurlock, Bluegrass and Smith Stations. And the issues that EKPC and other generating companies had.

KENTUCKY ELECTRIC COOPERATIVES:

Tommy Hill presented the Update for KEC Board Meeting held on January 17, 2023. Greg Grissom introduced the seating of new Board Members Tobias Moss and Ronnie Smith, both from Framers RECC. Several topics were discussed during this secession such as material availability presented by Gary Burnett, pole attachments and HB8-sales tax presented by Tip Depp. Chase Crigler, Sharla Wells, Jena McNeill and Dustin Miller gave an update of the Legislative. Frankfort Youth Tour date is set for March 22, 2023 and the Washington Youth Tour date is June 12-17, 2023.

ATTORNEY REPORT:

Honorable Myles L. Holbrook reported no new legal issues or concerns at this time.

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by Kevin Howard and Seconded by Ted A. Holbrook, the LVRECC board of Directors approved: CPR Special Equipment Summary Report #612 in the amount of \$43,658.30 as presented by General Manager/CEO Kerry K. Howard and Exhibited with January 19, 2023 Board Meeting Minutes. Motion Carried.

2. LVRECC BOARD POLICY NO 217 & RESOLUTION:

Upon Motion by Kevin Howard, seconded by Alan Oldfield, the Board approved the following Resolution and Revision of LVRECC Board Policy Number 217, business expense, as exhibited with the January 19, 2023 Minutes:

RESOLUTION

WHEREAS, Licking Valley Rural Electric Cooperative Corporation, (hereinafter referred to as LVRECC), reimburses directors and employees for business use of personal vehicles at rates consistent with Internal Revenue Service allowances; and

WHEREAS, reimbursement rates for directors and employees using their personal vehicle(s) on LVRECC business have been changed. The new rate, which is consistent with Internal Revenue Service Rates, is 65.5 cents per mile for all business miles driven; and

BE IT, THEREFORE RESOLVED, that the General Manager/CEO is authorized to revise the director and employees' mileage reimbursement rates for business use of personal vehicles to 65.5 cents per mile for all business miles drive, to be effective January 19, 2023. MOTION CARRIED.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. November 2022, we had positive margins of \$589,484.00.

Positive year-to-date margins of 439,397.00

Compared to November 2021 year-to-date positive margins of \$801,124.00.

TIER for November 2022, was: 7.16

Year-to-date: 1.86

Budget: 4.02

Total bank Draft accounts in January 2023 were 2,255 totaling \$404,064.50.

Recurring Credit Card accounts for the same period was 555, totaling \$103,634.58.

Total accounts rejected 25 totaling \$6,008.41.

ENVIRONMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, from the month of November 2022, was 10.68%. Fuel Adjustment Charge for the month of December 2022, was 1.589.

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the January 3, 2023 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on December 13, 2023 stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on December 9, 2022.

CYBER SECURITY:

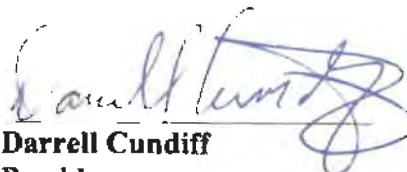
Cyber Security continues to be closely monitored at our LVRECC offices. We are currently looking to upgrade to multifactor authenticating security.

CRYPTO UPDATE:

John R. May reported that everything is moving forward on this front, background checks have been done. EKPC is bringing in portable sub stations, looking at a possible start date in May 2023.

ADJOURNMENT:

Upon motion by Frank Porter, seconded by C.K. Stacy, there being no further business to come before the Board of Directors Of LVRECC, the January 2023 Board Meeting Adjourned at Approximately at 8:00 p.m. Motion Carried.



Darrell Cundiff
President



Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING
THURSDAY, FEBRUARY 16, 2023

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday, February 16, 2023, beginning at 6:00 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Attorney	Myles Holbrook
General Superintendent	Chris Murphy

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon a motion made by Philip Williams and seconded by Alan Oldfield the minutes of the January 19, 2023 and following review of the General Manager/CEO'S report and list of New and Disconnected members for December 2022 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Kerry K. Howard representing Licking Valley Rural Electric Cooperative reported that EKPC's Board of Directors reviewed impacts from Winter Storm Elliott. High heating load caused demand for electricity in EKPC's system and PJM interconnection's 13- state footprint to exceed forecasts. Gas pipeline companies cut supplies to two EKPC's plants for extended periods. EKPC switched to on-site backup fuel at both plants, burning 2.2 million gallons of fuel oil to keep the power flowing. Without resources of PJM, EKPC would have had to use rolling blackouts to manage load, said Tony Campbell, President & CEO. Mike McNalley, EKPC's Interim CFO, reported EKPC's preliminary year-to-date margin through December is &3 million above budget.

ATTORNEY REPORT:

Honorable Myles L. Holbrook reported no new legal issues or concerns at this time.

BOARD ACTION REQUIRED:

1. THIRD QUARTER WRITE OFF:

Upon motion by PHILIP WILLIAMS and Seconded by ALAN OLDFIELD, the LVRECC board of Directors approved: Third Quarter Write-off in the amount of \$16,409.48 as presented by General Manager/CEO Kerry K. Howard and Exhibited with February 16, 2023 Board Meeting Minutes. Motion Carried.

2. CFC/RUS OFFICER CERTIFICATION FOR CALENDAR YEAR 2022:

Upon Motion by Alan Oldfield, seconded by Philip Williams, the Board acknowledge receipt of the financial records and reports of the activity and performance of Licking Valley Rural Electric Cooperative Corporation for the year ending December 31, 2022, under the Loan and Security Documents confirming and securing outstanding indebtedness of the corporation to the National Rural Utilities Cooperative Finance Corporation and Rural Utilities Service as Exhibited in the February 16, 2023 LVRECC board meeting minutes. Motion Carried.

3. EMERGENCY RESPONSE PLAN:

Upon Motion by Kevin Howard, seconded by Philip Williams, General Manager/CEO Kerry K. Howard presented the Emergency Response Plan to the Board of Directors. Motion Carried.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. December 2022, we had positive margins of \$1,425,691.

Positive year-to-date margins of 1,865,088

Compared to December 2021 year-to-date positive margins of \$1,750,622.

TIER for December 2022, was: 19.85

Year-to-date: 4.18

Budget: 4.75

Total bank Draft accounts in February 2023 were 2,250 totaling \$432,645.68.

Recurring Credit Card accounts for the same period was 570, totaling \$111,380.06.

Total accounts rejected 18 totaling \$3,292.87

EKPC Capital Credits: 2021- \$238,102.82 2022- \$820,306.97

ENVIROMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, from the month of December 2022, was 9.30%. Fuel Adjustment Charge for the month of January 2023 was 1.080.

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

LEGISLATIVE UPDATE:

Legislation is back in session there are several bills we are watching. Specifically, Senate Bill 4, sponsored by Senator Mills. He has dubbed this the "Reliability Bill". It seeks to slow the closing of coalfired power plants and give the PSC the authority to approve the closing of a coal plant of certain standards are met. Our Legislative team met with Senator Mills to discuss the bill and share our thoughts. General Manager/CEO Kerry K. Howard stated he had spoken with State Representative John Blanton and also Chris Perry.

LVRECC ANNUAL MEETING DISCUSSION:

Preparations for our 83rd Annual Meeting of Members are already being made. Buckets and Bulbs have been ordered. Shirts have been decided on and in the process of getting the order together. The 2023 Meeting is scheduled to be held on Tuesday June 13, 2023 with drive thru starting at 9:00 am and the business meeting to take place at 4:00 pm.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the February 2, 2023 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on February 9, 2023 stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on January 5, 2023.

CRYPTO UPDATE:

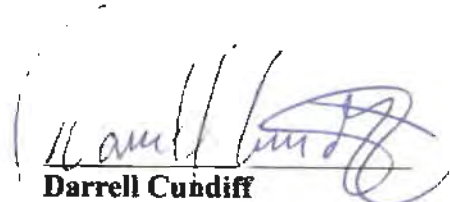
General Manager/CEO Kerry K. Howard reported that everything is moving forward on this front, Contract has been signed, background checks have been done. EKPC is bringing in portable sub stations, looking at a possible start date in May 2023.

CYBER SECURITY:

Cyber Security continues to be closely monitored at our LVRECC offices. We are currently looking to upgrade to multifactor authenticating security.

ADJOURNMENT:

Upon motion by Philip Williams, seconded by C.K. Stacy, there being no further business to come before the Board of Directors Of LVRECC, the February 2023 Board Meeting Adjourned at Approximately at 7:30 p.m. Motion Carried.



Darrell Cundiff
President



Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION

BOARD OF DIRECTORS MEETING

THURSDAY, MARCH 16, 2023

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday, March 16, 2023, beginning at 7:00 p.m. both in person, virtually or via phone.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary /Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook
Manager of Corporate Services	Travis Stacy

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon a motion made by TED A. HOLBROOK and seconded by PHILIP WILLIAMS the minutes of the February 16, 2023, and following review of the General Manager/CEO'S report and list of New and Disconnected members for January 2023 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Ted A. Holbrook representing Licking Valley Rural Electric Cooperative reported that in true cooperative spirit, Nolin RECC is providing a \$500,000 donation from a portion of the settlement received from KU/LGE for a territorial exchange. The funds are available to support economic development projects across the system.

During Tuesday's meeting, directors learned EKPC's long-term forecast indicated winter storm Elliott was a one in 30-year event. The storm happened rapidly; encompassed the full-service territory, which reduced the diversity of load because of system-wide heating needs. Wind chill added an estimated 145 megawatts of load to the peak.

Demand and volatility remain extremely high in the utility sector even with a slowing economy. The challenges to transportation of goods are easing for trucking, rail, and overseas transports. Supply chain is earnestly evaluating new suppliers and continues to work closely with existing vendors. The group continues to implement measures to mitigate the length of time and costs EKPC is experiencing for materials and services.

Mike McNalley, EKPC's interim Chief Financial Officer, reported EKPC's January margin of \$8.7 million is \$21.7 million under budget due primarily to lower-than-expected net revenue driven by mild weather.

ATTORNEY REPORT:

Honorable Myles L. Holbrook reported no new legal issues or concerns at this time.

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by PHILIP WILLIAMS and Seconded by ALAN OLFIELD, the LVRECC board of Directors approved: CPR Special Equipment Summary Report #613 in the amount of \$142,711.25 as presented by General Manager/CEO Kerry K. Howard and Exhibited on the March 16, 2023, Board Meeting agenda. Motion Carried.

2. WORK ORDER APPROVAL:

Upon Motion by PHILIP WILLIAMS, seconded by TED A HOLBROOK, the LVRECC Board of directors approved the following.

October 2022	\$261,187.10
November 2022	\$260,513.52
December 2022	\$252,159.42

Motion Carried.

3. 2022 AUDIT:

The 2022 Audit Report for the period ending October 31, 2022, was completed by Jason Garman of Jones, Nale & Mattingly PLC Certified Public Accountants and Advisors of Louisville, Kentucky and presented to the LVRECC Board of Directors by Jason Garman along with the management letter.

Upon motion by PHILIP WILLIAMS and seconded by ALAN OLDFIED, the LVRECC Board of directors approved the 2022 audit for the year ending October 31, 2022, as presented by Mr. Jason Garman, CPA. Motion Carried.

4. LVRECC ANNUAL MEETING PRIZES:

Upon motion by PHILIP WILLIAMS and Seconded by TED A HOLBROOK, the board approved the purchase of prizes to be award to consumers during the June 13, 2023, LVRECC annual meeting of members. Motion Carried.

5. LVRECC ANNUAL MEETING SHIRTS AND CAPS:

Upon motion by PHILIP WILLIAMS, Seconded by TED A HOLBROOK, the board approved the purchase of shirts and caps to be worn by LVRECC employees, directors and management during the June 13, 2023. LVRECC annual meeting. Motion Carried.

6. LVRECC BOARD POLICY NO'S 100-127, 200-236 AND PROCEDURE NO'S 100-019:

Upon motion C.K. STACY, seconded by PHILIP WILLIAMS, the board of directors approved the LVRECC board Policy Numbers 100-127, Numbers 200-236 and Procedure Numbers 001-019 as written and exhibited with the March 16, 2023, board meeting minutes. Motion Carried.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. January 2023, we had negative margins of \$(27,280)

Negative year-to-date margins of (\$27,280)

Compared to January 2022 year-to-date positive margins of \$804,101.

TIER for January 2023, was: 0.76.

Year-to-date: 0.76

Budget: 9.07

Total bank Draft accounts in March 2023 were 2,266 totaling \$378,858.70.

Recurring Credit Card accounts for the same period was 568, totaling \$97,343.20.

Total accounts rejected 21 totaling \$4,311.07.

ENVIRONMENTAL SURCHARG AND FUEL ADJUSTMENT CLAUSE:

The environmental surcharge from East Kentucky Power Cooperative, from the month of January 2023, was 6.11%. Fuel Adjustment Charge for the month of February 2023 was 1.978.

LEGISLATIVE UPDATE:

Legislation session will end March 17, 2023. Discussion is ongoing concerning the domicile tax.

LVRECC ANNUAL MEETING DISCUSSION:

Preparations for our 83rd Annual Meeting of Members are already being made. Buckets and Bulbs have been ordered. Shirts have been decided on and in the process of getting the order together. The 2023 Meeting is scheduled to be held on Tuesday June 13, 2023, with drive thru starting at 9:00 am and the business meeting to take place at 4:00 pm. Also, the East Kentucky Power Cooperative is holding their annual meeting on the same date as LVRECC.

CRYPTO UPDATE:

General Manager/CEO Kerry K. Howard reported that deposit amounts have been determined, money has been secured for upgrades at the site, everything is moving forward. Still looking at a possible start date close to May 1, 2023.

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the March 2, 2023, Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on March 10, 2023, stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on February 2, 2023.

CYBER SECURITY:

Cyber Security continues to be closely monitored at our LVRECC offices. We are currently looking to upgrade to multifactor authenticating security.

EXECUTIVE SESSION:

At this point LVRECC Board went into executive session.

Upon motion by C.K. STACY, seconded by PHILIP WILLIAMS, the LVRECC Board of Directors recessed the regular session to an executive closed session. Motion Carried.

General Manager/CEO Kerry K. Howard, Manager of Administrative services John R. May, Manager of Corporate Services Travis Stacy, and Secretary Anna Hensley was asked to excuse themselves from the board room.

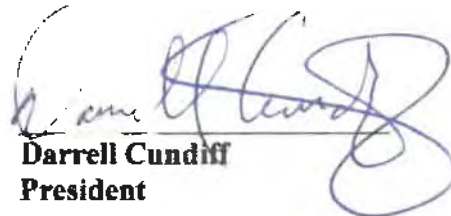
Upon motion by PHILIP WILLIAMS, seconded by TED A. HOLBROOK, the LVRECC Board of Directors voted to go out of executive session and resume the regular session. Motion Carried. There upon General Manager/CEO Kerry K. Howard assumed his duties as LVRECC General Manager/CEO residing over the board meeting.

OTHER BUSINESS:

Upon Motion by C.K. STACY, seconded by TED A. HOLBROOK the LVRECC board was open for discussion. Recommendation from Director C.K. Stacy to supply the LVRECC Board of Directors Monthly Credit Card Statements starting December 2022, reports on pass due accounts, annual base audit, human resource review, and cash management audit. Motion Carried.

ADJOURNMENT:

Upon motion by PHILIP WILLIAMS, seconded by C.K. STACY, there being no further business to come before the Board of Directors Of LVRECC, the March 2023 Board Meeting Adjourned at Approximately at 9:30 p.m. Motion Carried.


Darrell Cundiff
President


Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING
THURSDAY, April 20, 2023

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday, April 20, 2023, beginning at 6:00 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon motion made by Ted A. Holbrook and seconded by Frank Porter the minutes of the March 16, 2023 with the correction to be made on the Board Action Required: #6. LVRECC Board Policy No's 100-127, 200-236 and Procedure No's 100-019 to state upon motion C.K. Stacy, seconded by Philip Williams, the board of directors approved LVRECC board Policy Numbers

100-127. Numbers 200-234 and procedure numbers 001-019 as exhibited with the March 16, 2023 board meeting minutes.

And following review of the General Manager/CEO'S report and list of New and Disconnected members for February 2023 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Ted A. Holbrook representing Licking Valley Rural Electric Cooperative reported that Brad Thomas, Manager of Economic Development, said international firms are looking to gain more certainty of energy costs, which are often a key expense for manufacturers. The cooperative economic development team is fielding dozens of inquiries from foreign and U.S. firms regarding potential projects, he said.

Also Tuesday, at the request of several owner-members, the Board approved a plan for EKPC to seek regulatory approval to defer sharing revenue back to its 16 owner-member cooperatives due to the administrative challenges of refunding the small sum involved.

During Tuesday's meeting, Jacinta porter, corporate counsel, reviewed EKPC's cybersecurity incident response plan. A team of employees, along with consultants, developed the plan, which defines roles, responsibilities and tasks to detect and respond to cybersecurity incidents.

Mike McNalley, interim Chief Financial Officer, reported the EKPC's February margin was \$10.2 million under budget, primarily due to lower-than- expected net revenue driven by mild weather and the fuel adjustment clause, partially offset by higher-than-expected other income and lower-than-expected operating and maintenance (O&M) expenses.

KENTUCKY ELECTRIC COOPERATIVES:

Tommy Hill presented the Update for KEC Board Meeting held on March 21, 2023. Alan Keck: Governor Candidate, he was elected mayor of his hometown of somerset in November 2018. Mayor Keck explained he believes in investing in people-not only city employees but also people who choose to live, work and visit.

Tim Lindahl, Kenergy CEO was seated on the KEC Board of Directors following Jeff Hohn who retired in March.

Chris Perry recently presented at the NRECA Power exchange on the supply chain challenge. Supply side constraints consist primarily of labor shortages, electric steel, commodity availability, semiconductor chips, transportation, and global supply chain dependence.

Dustin Miller gave an update on the current legislative session, noting that this is a 30-day session, and adjournment is midnight on March 30th.

Chris Hayes reported NRECA's Rural Cooperative Cybersecurity Capabilities (RC3) Program has evolved from the initial 3-year collaborative partnership between NRECA and the U.S. Department of Energy to become a broader NRECA program with a variety of measures aimed to help our members Advance their cybersecurity posture. Through this program, we are working to provide resources and actionable advice to our members. NRECA's new program, Co-op Cyber Goals, offers 10 specific fundamental measures that cooperatives can take to help establish a basic lever of cybersecurity. NRECA encourages all cooperatives to consider and implement these goals.

ATTORNEY REPORT:

Honorable Myles L. Holbrook reported there was an incident of a consumer who miss represented their property lines and trees were cut by LVRECC on someone else's property and currently in the process of finding out what the land owner wants to do.

EXECUTIVE SESSION:

Upon Motion by Frank Porter, Seconded Philip Williams, the LVRECC Board of Directors recessed the regular session to executive session. Motion Carried.

Everyone was asked to leave the room except the Board of Directors.

Upon motion by Frank Porter, and Seconded by Ted Holbrook, the LVRECC Board of Directors voted to go out of executive session and resume the regular session. Motion carried. There upon General Manger /CEO Kerry K. Howard assumed his duties as LVRECC General Manager/CEO residing over the board meeting.

OTHER BUSINESS:

Upon motion by C.K. Stacy, Seconded by Frank Porter the LVRECC Board of Directors Nominated Director Kevin Howard as the new EKPC Representative replacing Director Ted Holbrook. Motion Carried.

Upon motion by Frank Porter, Seconded by Philip Williams the LVRECC Board of Directors Nominated C.K. Stacy to be the nominator during the EKPC annual meeting. And Frank Porter shall serve as alternate. Motion Carried.

BOARD ACTION REQUIRED:

1. RESOLUTION EKPC DIRECTOR CERTIFICATION AND NOMINATION:

Upon motion by C.K. Stacy, seconded by Frank Porter the LVRECC Board of Directors approved the following EKPC director nomination resolution:

RESOLUTION

WHEREAS, Licking Valley Rural Electric Cooperative Corporation engaged HireRight, LLC (HireRight) to conduct a background check of Kevin Howard in accordance with parameters set by East Kentucky Power cooperative Bylaws relating to director qualifications to determine whether said Candidate meets the qualifications that EKPC has established to serve as director on the EKPC Board for the one-year term beginning in June 2023;

WHEREAS, Licking Valley Rural Electric Cooperative Corporation agrees, based upon the opinion of legal counsel, to approve the nomination of Kevin Howard pending the contingent receipt of HireRight, LLC conclusions and evidenced attached copy of the Director Candidate Self-Certification to agree to abide as mandated by Section 4.02 of EKPC Bylaws and Corporate Board Polices, including but not limited to Board Policy 102, related to director roles and responsibilities for the position of Director on the Board of EKPC for the one year term beginning in June 2023;

WHEREAS, Licking Valley Rural Electric Cooperative Corporation, hereby, nominated Kevin Howard to be said Director representing Licking Valley Rural Electric Cooperative Corporation for the one-year term beginning in June 2023;

BE IT, THEREFORE RESOLVED that this resolution was properly authorized and adopted on behalf of Licking Valley RECC by the Board of Directors during a regular monthly Board Meeting held April 20, 2023

MOTION CARRIED.

RESOLUTION

WHEREAS, it shall be the objective of Licking Valley Rural Electric Cooperative Corporation (hereinafter referred to as LVRECC) Board of Directors(hereinafter referred to as Board) to provide a Member of the present Board to serve the ensuing year, 2023-2024, on the East Kentucky Power Cooperative (EKPC); and

WHEREAS, LVRECC Board Member C.K. Stacy or alternate LVRECC Board Member Frank Porter, shall serve in the capacity of nominator during the EKPC Annual Meeting; and

WHEREAS, the LVRECC Board has selected Mr. Kevin Howard to be nominated to serve as Board Member for the stated Corporation of EKPC as so declared in paragraph number one (1) of this resolution;

BE IT, THEREFORE RESOLVED that the LVRECC Board hereby approves and adopts this resolution during the monthly Board Meeting held at the West Liberty Headquarters Office on Thursday, April 20, 2023

MOTION CARRIED.

2. CPR APPROVAL:

Upon motion by Philip Williams and Seconded by Ted A. Holbrook, the LVRECC board of Directors approved: CPR Special Equipment Summary Report #614 in the amount of \$82,596.54 as presented by General Manager/CEO Kerry K. Howard and Exhibited with April 20, 2023 Board Meeting Minutes. Motion Carried.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. February 2023, we had negative margins of (\$64,064.00)

Negative year-to-date margins of (\$91,344.00)

Compared to February 2022 year-to-date positive margins of \$710,248.00

TIER for February 2023, was: 0.42

Year-to-date: .59

Budget: 4.33

Total bank Draft accounts in April 2023 were 2,282 totaling \$309,220.24.

Recurring Credit Card accounts for the same period was 581, totaling \$77,114.79.

Total accounts rejected 20 totaling \$3,584.07.

ENVIROMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, for the month of March 2023, was 7.92%. Fuel Adjustment Charge for the month of March 2023, was 1.365.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the April 3, 2023 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on April 13, 2023 stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on March 2, 2023.

LVRECC ANNUAL MEETING DISCUSSION:

Meeting is scheduled to be held on Tuesday June 13, 2023, with drive thru starting at 9:00 am and the business meeting to take place at 4:00 pm. Also, the EKPC is holding their annual meeting on the same date.

CRYPTO UPDATE:

John R. May reported that everything is moving forward on this front, and on track still looking at a possible start date in May 2023.

UPDATE ON RECENT WIND STORMS:

There have been three wind storms in the past month. Several counties are still trying to declare disaster.

REPORT FROM THE GENERAL MANAGER/CEO:

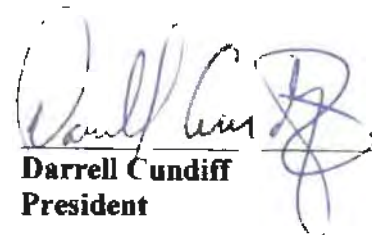
Kerry K. Howard gave his report to the LVRECC Board of Directors.

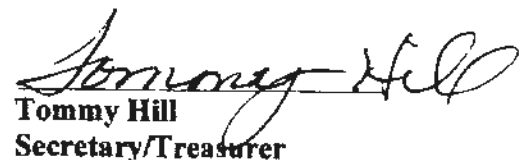
CYBER SECURITY:

Cyber Security continues to be closely monitored at our LVRECC offices. We are currently looking to upgrade to multifactor authenticating security.

ADJOURNMENT:

Upon motion by Frank Porter, seconded by C.K. Stacy, there being no further business to come before the Board of Directors Of LVRECC, the April 2023 Board Meeting Adjourned at Approximately at 8:50 p.m. Motion Carried.


Darrell Cundiff
President


Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING
THURSDAY, May 18, 2023

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday, May 18, 2023, beginning at 6:00 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon motion made by Philip Williams and seconded by Ted Holbrook the minutes of the April 20, 2023 and following review of the General Manager/CEO'S report and list of New and Disconnected members for March 2023 as submitted, LVRECC Board of Directors approved the same. Motion Carried

EAST KENTUCKY POWER COOPERATIVE:

Ted A. Holbrook representing Licking Valley Rural Electric Cooperative reported that the EKPC Board got an overview of some of the power-generating options available for the future. Craig Johnson, Senior Vice President of Power Production, provided the board with a high-level look at costs, operating characteristics, and other highlights of technologies such as natural gas, renewables, nuclear and battery storage. Although retirements of existing EKPC generators are not anticipated before the 2030s, early placing is critical, Johnson said. Depending on the technologies implemented, regulatory permitting alone can take a number of years.

Also, Jena McNeill, Director of Legislative and Government Relation, outlined a strategy to more effectively engage with state legislators. Over half of Kentucky's 138 elected legislators have served less than five years, she said. She presented a plan to help educate them about issues faced by the electric industry.

The cooperative's March margin was \$8.5 million over budget due to higher-than-expected other income and lower-than-expected operating and maintenance expense.

Also Tuesday, the Board recognized directors Elbert Hampton and Bill Shearer, each of whom have served more than 15 years on EKPC's Board. Portraits of the two will be added in the hallway outside of the Board Room at HQ.

KENTUCKY ELECTRIC COOPERATIVES:

Kerry K. Howard presented the Update for KEC Board Meeting held on May 16, 2023. Chris Perry presented a UUS Virginia Warehouse Proposal. He discussed the current UUS warehouse footprint and the current market. He outlined the reasons for the proposed expansion into the Virginia territory highlighting the ERMCO and Kentucky Electric Cooperatives VCA agreement, new opportunities in the DELMARVA region with cooperatives that were served on limited basis historically and opportunities to expand the products sold to this market with physical presence. Mr. Perry highlighted there is limited financial risk based on current year sales and order that have already been received. The full board approved to move forward with the investment opportunity.

Statewide annual meeting will take place at the Louisville Marriott Downtown. There will be a WIRE meeting and outing as well as the WIRE silent auction. Keynote speakers include, Andrew Don from CFC, a statewide CEO panel discussion, Robert Bryce, and Mike Keyser. The banquet speaker will be John Calipari, Distinguished Rural Kentuckian is Tim Farmer.

Dismissing concerns about upward pressure on electric rates and the impacts to the reliability of the electric grid, the Biden administration's Environmental Protection Agency proposed new rules Thursday to drastically reduce greenhouse gases from coal- and gas- fired power plants. The proposed rules by the Environmental Protection Agency will raise average utility bills by 2% by 2030, declining to less than 1% by 2040, officials estimated. NRECA CEO Jim Matheson said the proposal undermines grid reliability.

ATTORNEY REPORT:

Honorable Myles L. Holbrook reported there was an incident of a consumer who miss represented their property lines and trees were cut by LVRECC on someone else's property (Andrew Brimley) who is on a land contract with Lloyd Little and is currently in the process of finding out what the land owner wants to do.

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by PHILIP WILLIAMS and Seconded by TED HOLBROOK, the board approved: CPR Special Equipment Summary Report # 615 in the amount of \$39,512.00 as presented by General Manager/CEO Kerry K. Howard and Exhibited on the May 18, 2023, Board Meeting agenda. Motion Carried.

2. FOURTH QUARTER WRITE OFF:

Upon motion by FRANK PORTER seconded by PHILIP WILLIAMS, the Board approved the fourth quarter write off in the amount of \$14,585.31. Motion Carried.

3. RESOLUTION OF APPRECIATION OF TED HOLBROOK:

Upon motion by PHILIP WILLIAMS seconded by FRANK PORTER, the Board unanimously approved and adopted the following resolution honoring LVRECC Director Ted Holbrook

**Licking Valley Rural Electric Cooperative Corporation
Resolution of Appreciation for
Ted A. Holbrook**

Whereas, the Board of Directors of Licking Valley Rural Electric Cooperative Corporation expresses its appreciation for the many contributions and sacrifices made by Ted Auburn Holbrook, for his dedication and support as Licking Valley Rural Electric Cooperative Corporation Representative of the East Kentucky Power Cooperative Board of Directors, for his many years of superior performance as East Kentucky Power Cooperative Board Director and for always keeping in mind the "Cooperative Way" for his untiring efforts in building a strong rural electric program in Kentucky and America.

Be It, Therefore Resolved that this resolution was properly authorized and adopted on behalf of Licking Valley Rural Electric Cooperative Corporation by the Board during the duly regular scheduled monthly Board Meeting held May 18, 2023.

Motion Carried.

4. RESOLUTION OF APPRECIATION OF KENDRA LEIGH BELL:

Upon motion by PHILIP WILLIAMS seconded by KEVIN HOWARD the Board unanimously approved and adopted the following resolution honoring LVRECC employee Kendra Leigh Bell:

**Licking Valley Rural Electric Cooperative Corporation
Resolution of Appreciation for
Kendra Leigh Bell**

Whereas, the Board of Directors of Licking Valley Rural Electric Cooperative Corporation expresses its appreciation for the many contributions and sacrifices made by Kendra Leigh Bell for the period of December 19, 1994 – April 25, 2023 for her dedication and support of Licking Valley Rural Electric Cooperative Corporation, for her twenty nine years of superior performance as an employee and for always keeping in mind the “Cooperative Way” for her untiring efforts in building a strong rural electric program in Kentucky and America.

Be It, Therefore Resolved that this resolution was properly authorized and adopted on behalf of Licking Valley Rural Electric Cooperative Corporation by the Board during the duly regular scheduled monthly Board Meeting held May 18, 2023.

**5. REINSTATEMENT OF COVID TIME OFF PER BOARD POLICY #208 (12)
QUARNTINE:**

Upon motion by Philip Williams seconded by C.K. Stacy the board approved reinstatement of covid time off to employees of LVRECC. Motion Carried.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. March 2023, we had negative margins of \$(324,783)

Negative year-to-date margins of (\$416,127)

Compared to March 2022 year-to-date positive margins of \$619,761

TIER for March 2023, was:(0.02)

Year-to-date: (0.24)

Budget: 3.20

Total bank Draft accounts in May 2023 were 2,292 totaling \$334,445.85.

Recurring Credit Card accounts for the same period was 588, totaling \$86,345.86

Total accounts rejected 15 totaling \$2,668.48.

ENVIROMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, for the April 2023 billing, was 10.81%. Fuel Adjustment Charge for April 2023, was 0.01511.

FORM 990:

The return of Organization Exempt Form Income Tax, Tax 990, was presented to the LVRECC Board of Directors for review by General Manager/CEO Kerry K. Howard prior to submission to the Internal Revenue Service by Jones, Nale & Mattingly PLC, Certified Public Accountants and Advisors of Louisville, Kentucky.

CRYPTO UPDATE:

Kerry K. Howard General Manager/CEO reported that everything is moving forward on this front, and now is looking at a possible start date in June or July 2023.

LVRECC ANNUAL MEETING DISCUSSION:

Meeting is scheduled to be held on Tuesday June 13, 2023, with drive thru starting at 9:00 am and the business meeting to take place at 4:00 pm. Also, the EKPC is holding their annual meeting on the same date.

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the May 1, 2023 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on May 12, 2023 stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on April 3, 2023.

CYBER SECURITY:

Cyber Security continues to be closely monitored at our LVRECC offices. We are currently looking to upgrading to multifactor authenticating security.

EXECUTIVE SESSION:

Upon Motion by C. K. Stacy, Seconded Philip Williams, the LVRECC Board of Directors recessed the regular session to executive session. Motion Carried.

Everyone was asked to leave the room except the Board of Directors.

Upon motion by Frank Porter, and Seconded by Kevin Howard, the LVRECC Board of Directors voted to go out of executive session and resume the regular session. Motion carried. There upon General Manger /CEO Kerry K. Howard assumed his duties as LVRECC General Manager/CEO residing over the board meeting.

OTHER BUSINESS:

Upon motion by Frank Porter, Seconded by C.K. Stacy the LVRECC Board of Directors approved to change Credit card Policy 200 subsection 12 (D) to state: No personal Charges on the LVRECC Credit Cards Improper use of credit cards will be recognized as misconduct with the involved employee(s) being subject to discharge. Motion Carried.

Upon motion by Ted Holbrook, seconded by Kevin Howard the LVRECC Board of Directors approved to add to policy number 200 (10) part C employee purchases to state: any work-related products employees wish to purchase through LVRECC must do so with a purchase order made with Purchasing Agent and two signatures are required for the purchase order. Motion Carried.

Upon request from the LVRECC Board of Directors:


No out of state traveling of employees, unless approved.

Notify the Board of Directors a month in advance of any training/education for directors and employees.

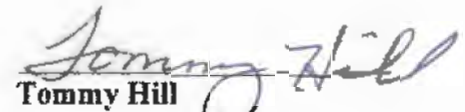
Appointing of Governance Committee: The LVRECC Board of Directors agreed that Attorney Myles Holbrook and Kerry K. Howard General Manager/CEO will present any changes needed to the Licking Valley Board Policy's to the attention of the LVRECC Board of Directors for approval. The LVRECC Board of Directors will pursue avenues to consult with a professional regarding any Board policy that the Board of Directors may have concerns or questions about.

ADJOURNMENT:

Upon motion by Frank Porter, seconded by C.K. Stacy, there being no further business to come before the Board of Directors Of LVRECC, the May 18, 2023 Board Meeting Adjourned at Approximately at 9:00 p.m. Motion Carried.



Darrell Cundiff
President



Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING
TUESDAY, JUNE 13, 2023

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Tuesday, 13, 2023, beginning at 5:10 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook
Manager of Corporate Services	Travis Stacy
General Superintendent	Christopher J. Murphy

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon motion made by Ted A. Holbrook and seconded by Tommy Hill the minutes of the May 18, 2023 and following review of the General Manager/CEO's report and list of New and Disconnected members for April 2023 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Ted A. Holbrook representing Licking Valley Rural Electric Cooperative reported that Jerry Purvis, Vice President of Environmental Affairs, provided a look at 11 new or updated environmental rules proposed by the U.S. Environmental Protection Agency (EPA) that are expected to have a significant impact on electricity generating companies. EKPC is better-prepared than many other utilities to comply with the EPA proposals, Purvis said, due to investments the co-op has made in its power plants to install state of the art emissions-control equipment. Since 1999, EKPC has invested \$1.8 billion environmental-protection equipment at its power plants.

PJM's summer peak season runs from June 12 to September 8, said Craig Johnson, Senior Vice President of Power Production. All of EKPC's generating units, except Spurlock Unit #4, underwent planned maintenance outages during the spring season, he said. The outages feature routine inspections, preventive maintenance and repairs, focusing for the most part on known reliability risks.

ATTORNEY REPORT:

Honorable Myles L. Holbrook reported there was an incident of a consumer who miss represented their property lines and trees were cut by LVRECC on someone else's property and is currently in the process of finding out what the land owner wants to do. Mr. Holbrook has been in contact with other attorneys and will request a conference in the near future. The LVRECC board has decided to wait and see what develops in this incident before any further action is taken.

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by Philip Williams and Seconded by Frank Porter, the LVRECC board of Directors approved: CPR Special Equipment Summary Report #616 in the amount of \$44,941.35 as presented by General Manager/CEO Kerry K. Howard and Exhibited with June 13, 2023 Board Meeting Minutes. Motion Carried.

2. KEC VOTING DELEGATE AND ALTERNATE:

UPON MOTION BY PHILIP WILLIAMS, SECONDED BY KEVIN HOWARD, THE FOLLOWING RESOLUTION WAS AUTHORIZED AND ADOPTED BY THE BOARD OF DIRECTORS OF LVRECC:

RESOLUTION

WHEREAS, the Licking Valley Rural Electric Cooperative Corporation (LVRECC) Board of Directors (Board) hereby authorizes Philip R. Williams, Board Member of LVRECC to serve as Kentucky Electric Cooperatives (KEC) Representative and further appoints as its' Alternate Representative, LVRECC Board Member Kevin Howard. The Board hereby empowers the above Representative and Alternate Representative to vote as they deem necessary on all business which may be submitted for a vote of the Members of KEC for the meeting scheduled to be held August 7-8 2023; and

WHEREAS, the Board of LVRECC further stipulates, this resolution is in effect only for the time period specified in the above paragraph; and

BE IT, THEREFORE RESOLVED that this resolution was properly authorized and adopted on behalf of LVRECC by the Board during the duly regular monthly Board Meeting held June 13, 2023.

MOTION CARRIED.

3. WORK APPROVAL:

Upon motion by Tommy Hill, seconded by Philip Williams, the LVRECC Board of Directors Approved the Following RUS Form 219 Inventories of Work Orders;

January 2023	\$357,756.45
February 2023	\$250,340.32
March 2023	\$352,926.82

MOTION CARRIED.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. April 2023, we had negative margins of (\$278,810)

Negative year-to-date margins of (\$694,937)

Compared to April 2022 year-to-date positive margins of \$563,996

TIER for April 2023, was: (1.21)

Year-to-date: (0.51)

Budget: 2.63

Total bank Draft accounts in June 2023 were 2,308 totaling \$287,254.96.

Recurring Credit Card accounts for the same period was 596, totaling \$71,467.37

Total accounts rejected 17 totaling \$2,302.62.

ENVIRONMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, for the month of May 2023, was 10.44%. Fuel Adjustment Charge for the month of May 2023, was 0.974

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the June 1, 2023 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on June 5, 2023 stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on May 1, 2023.

CRYPTO UPDATE:

John R. May reported that everything is moving forward on this front, the construction part should be complete around June 15th, with a possible start date around August 2023.

REPORT FROM THE GENERAL MANAGER/CEO:

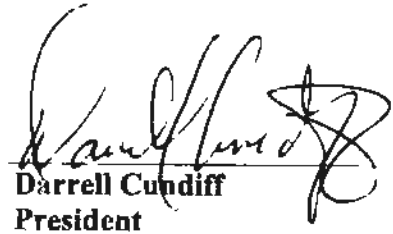
Kerry K. Howard gave his report to the LVRECC Board of Directors.

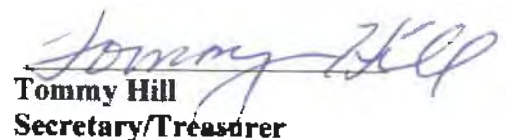
CYBER SECURITY:

Cyber Security continues to be closely monitored at our LVRECC offices. We are currently looking to upgrade to multifactor authenticating security. And have contracted with Box Lake to do some penetration testing and review our systems.

ADJOURNMENT:

Upon motion by Frank Porter, seconded by C.K. Stacy, there being no further business to come before the Board of Directors Of LVRECC, the June 2023 Board Meeting Adjourned at Approximately at 6:41 p.m. Motion Carried.


Darrell Cundiff
President


Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION

2023 ANNUAL MEETING OF MEMBERS

TUESDAY, JUNE 13, 2023

The 83rd Annual Meeting of Members of Licking Valley Rural Electric Cooperative Corporation was held four (4) miles South of West Liberty, Kentucky, on Highway Route Number 191, Malone, Kentucky, on Tuesday, June 13th 2023, with the business session beginning at 4:00 p.m.

The business meeting was called to order by Darrell Cundiff, President of the Cooperative and Secretary/Treasurer Tommy Hill, kept the minutes thereof.

INVOCATION:

James Hinton, an employee of Licking Valley Rural Electric gave invocation to the commencement of business.

NATIONAL ANTHEM & PLEDGE OF ALLEGIANCE:

The National Anthem was played by means of social media. President Darrell Cundiff led the United States Pledge of Allegiance.

INTRODUCTION OF DIRECTORS, GENERAL MANAGER AND ATTORNEY:

President Darrell Cundiff introduced the Board of Directors of Licking Valley Rural Electric Cooperative Corporation, General Manager/ CEO, and Attorney for the Cooperative to the membership.

QUORUM OF MEMBERSHIP:

President Darrell Cundiff called upon Secretary/Treasurer Tommy Hill for the determination of a quorum present. After checking the official registration slips, the Secretary/Treasurer reported more than one (1%) of the total membership present, thereby constituting a lawful quorum for the meeting. The same is attached hereto as Exhibit A.

READING OF NOTICE & PROOF OF PUBLICATION:

The reading of the official notice of the meeting, together with the proof of due mailing thereof were read by Secretary/Treasurer Tommy Hill and the same ordered to be annexed to the minutes of the meeting. The same is attached hereto as Exhibit B.

READING OF 2022 MINUTES:

Upon motion duly made, seconded and by a unanimous vote of the members voting, the reading of the unapproved 2022 minutes of the members was waived. The minutes of the previous meeting stand approved.

TREASURER'S REPORT:

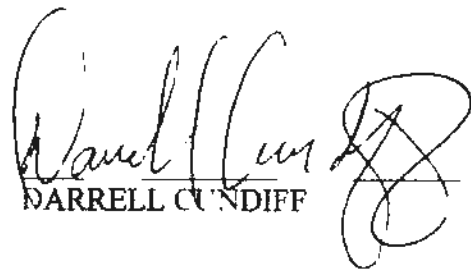
President Darrell Cundiff called upon Secretary/Treasurer Hill for the presentation of the Treasurer's Report. Secretary/Treasurer Hill announced the Treasurer's Report was published in the June 2023 issue of the Kentucky Living Magazine. The same is attached hereto as Exhibit C.

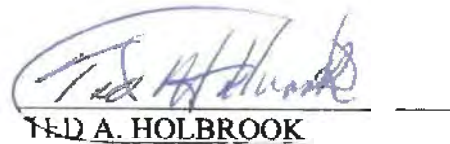
UNFINISHED & NEW BUSINESS:

Tony Dempsey from Kentucky Electric Cooperative presented Licking Valley Rural Electric with a certificate for no loss time accidents ending in the year 2022. The next few items on the agenda were the consideration of unfinished business, new business, and the transaction of all other business that may properly come before the meeting.

ADJOURNMENT:

There being none, the business meeting stood adjourned at approximately 4:20 p.m.


DARRELL CUNDIFF


TED A. HOLBROOK

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
SPECIAL BOARD MEETING
TUESDAY, JUNE 13, 2023

A special board meeting was held Tuesday, June 13, 2023, at 5:04 p.m., E.D.T., in the Malone Office, following the business session of the 2023 Annual Meeting of Member for the purpose of being sworn to perform the duties of office and to elect officers for the ensuing period and until LVRECC's next annual meeting covering portions of the years 2023-2024.

The Honorable Myles Holbrook called the Special Board Meeting to order, naming himself as Interim President of the Special Board Meeting to solicit votes for officers for the upcoming year.

ELECTION OF OFFICERS:

UPON MOTION OF TED A. HOLBROOK, SECONDED BY PHILIP WILLIAMS, ALL BOARD OFFICER FOR THE PERIOD YEARS 2023-2024 SHALL BE RE-NOMINATED AND RETAINED IN THEIR POSITIONS FOR THE ENSUING PERIOD AS STATED ABOVE IN PARAGRAPH NUMBER ONE, TO-WIT, DARRELL CUNDIFF, PRESIDENT; TED A HOLBROOK, VICE-PRESIDENT; TOMMY HILL, SECRETARY/TREASURER. MOTION AND NOMINATIONS WERE CARRIED BY UNANIMOUS VOTE.

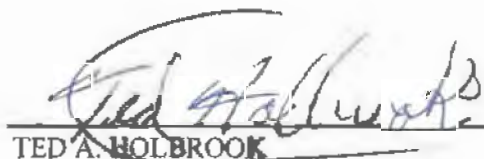
Pursuant to Article III, Section 3, of the by-Laws of the Cooperative, Myles Holbrook as Attorney for the Cooperative administered an oath to the newly elected directors, as above stated, to faithfully perform the duties of office during the ensuing period as stated above in paragraph one.

ADJOURMENT:

UPON MOTION BY PHILIP WILLIAMS, SECONDED BY TED A. HOLBROOK, THE SPECIAL BOARD MEETING OF THE LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION STOOD ADJOURNED AT 5:10 P.M.



DARRELL CUNDIFF



TED A. HOLBROOK

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING
THURSDAY, JULY 20, 2023

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday July 20, 2023, beginning at 6.00 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook
Manager of Corporate Services	Travis Stacy
General Superintendent	Christopher J. Murpby

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon motion made by Ted A. Holbrook and seconded by Philip Williams the minutes of the June 13, 2023 and following review of the General Manager/CEO's report and list of New and Disconnected members for May 2023 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Kevin Howard representing Licking Valley Rural Electric Cooperative reported recently EKPC's IT, Legal and human resources teams worked together to update the cooperative's cyber-security policies, he said. EKPC works with consultants, who help to assess cyber-security by attempting to gain access to the co-op's networks. One consultant sends phishing emails to employees to measure the rate at which they click on a link within the email. That "fail" rate has dropped dramatically over the past year as employees have become more educated about phishing methods.

Also Tuesday, the board approved the second phase of EKPC's program to replace aging transmission line infrastructure in order to protect reliable delivery of power. The first phase is addressing four project groups to rebuild a total of 177 miles of line. The second phase will target three project groups with 159 miles of line. Construction on the second phase will commence on phase-two projects in 2023 and continue through 2031.

Cliff Scott CFO and Executive Vice President, reported that May's margin was \$8.5 million above budget, primarily due to higher-than-expected other income and lower than expected operating and maintenance expenses.

KENTUCKY ELECTRIC COOPERATIVES REPORT:

Tommy Hill Representing Licking Valley Rural Electric Cooperative reported that NRECA submitted comments to the EPA on two issues- Its proposed greenhouse gas emission standards for heavy duty vehicles and proposed technology review of the Clean Air Mercury Rule. The NRECA Region 2&3 meeting will be held at the Galt House in Louisville October 11-13th.

Phil Clark reported that Generac presented to the UUS board on Monday July 17th and noted that Generac offers a comprehensive product portfolio that gives cooperative partners several options for resiliency and energy management.

Dinsmore is examining how surrounding states address 911 funding issues and Tip Depp will review with Chris Perry and Chase Crigler upon completion of that analysis.

UUS hosted a strategic planning session and goals and objectives were outlines: maintain financial health, provide resources to assist cooperatives to be the trusted energy advisor, facilitate education and training and develop marketing strategies and facilities improvements.

Chris Perry reported that statewide continues to meet with the state parks group and Kenya Stump to negotiate with the Kentucky state parks and the legislature regarding upgrades, repairs, and potential transfers of those assets to the cooperatives in the future. The group will meet again on July 13th at the Energy and Environment Cabinet.

ATTORNEY REPORT:

Honorable Myles L. Holbrook gave his report regarding Mrs. Robinson who misrepresented her property lines, Honorable Holbrook recommended to send her a 10-day notification letter if no Right of Way Easement has been obtained by August 7th 2023 electricity will be disconnected and any and all electrical equipment crossing said property of Mr. Andrew Brindley (adjoining property owner) will be removed off of said property the following work day.

In Regards to Barbara Salyers delinquent bill, after research is done on the property location the board decided to table until Wednesday July 26, 2023 if no action has been taken, then move delinquent amount to a payment arrangement and transfer her account into a prepay service.

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by Philip Williams and Seconded by Ted A. Holbrook, the LVRECC board of Directors approved: CPR Special Equipment Summary Report #617 in the amount of \$159,904.97 as presented by General Manager/CEO Kerry K. Howard and Exhibited with July 20, 2023 Board Meeting Minutes. Motion Carried.

2. NRECA DIRECTOR ELECTION VOTING DELEGATES RESOLUTION:

UPON MOTION BY FRANK PORTER, SECONDED BY PHILIP WILLIAMS, THE FOLLOWING RESOLUTION WAS AUTHORIZED AND ADOPTED BY THE BOARD OF DIRECTORS OF LVRECC:

RESOLUTION

WHEREAS, the Licking Valley Rural Electric Cooperative Corporation (LVRECC) Board of Directors (Board) hereby authorizes Tommy Hill, Board Member of LVRECC to serve as National Rural Electric Cooperative Association (NRECA) Representative and further appoints as its' Alternate Representative. LVRECC General Manager/CEO Kerry K. Howard. The Board hereby empowers the above Representative and Alternate Representative to vote as they deem necessary on all business which may be submitted for a vote of the Members of NRECA Director Election to be held October, 2023 in Louisville, Kentucky; and

WHEREAS, the Board of LVRECC further stipulates, this resolution is in effect only for the time period specified in the above paragraph; and

BE IT, THEREFORE RESOLVED that this resolution was properly authorized and adopted on behalf of LVRECC by the Board during the duly regular monthly Board Meeting held July 20, 2023.

MOTION CARRIED.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. May 2023, we had negative margins of \$(305,441)

Negative year-to-date margins of (\$1,000,378)

Compared to May 2022 year-to-date positive margins of \$596,725

TIER for May 2023, was: (1.41)

Year-to-date: (0.70)

Budget: 1.75

Total bank Draft accounts in July 2023 were 2,299 totaling \$287,254.96.

Recurring Credit Card accounts for the same period was 598, totaling \$75,680.33

Total accounts rejected 21 totaling \$3,681.20.

ENVIROMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, for the month of May 2023, was 12.31%. Fuel Adjustment Charge for the month of June 2023, was 1.703

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the July 3, 2023 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on June 13, 2023 stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on June 1, 2023.

CRYPTO UPDATE:

John R. May reported that everything is moving forward, the construction part is complete gravel is down. Looking for a start date around August 1, 2023.

CYBER SECURITY:

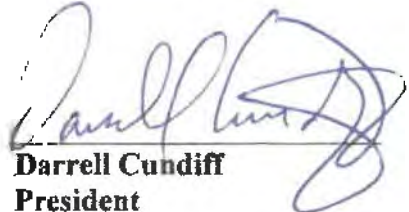
Cyber Security continues to be closely monitored at our LVRECC offices. We are currently looking to upgrade to multifactor authenticating security. Box Lake came in this week to do some penetration testing and review our systems.

OTHER BUSINESS:

Upon request of the board of directors LVRECC will look into the; IT department, Human Resource and cash management audit and report back to the board with the total cost of conducting said audits.

ADJOURNMENT:

Upon motion by Philip Williams, seconded by Ted A Holbrook, there being no further business to come before the Board of Directors Of LVRECC, the July 20, 2023 Board Meeting Adjourned at Approximately at 9:00 p.m. Motion Carried.



Darrell Cundiff
President



Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING
THURSDAY, AUGUST 17, 2023

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday August 17, 2023, beginning at 6.00 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook
Manager of Corporate Services	Travis Stacy
General Superintendent	Christopher J. Murphy

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager. CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon motion made by Philip Williams and seconded by Ted A. Holbrook the minutes of the July 20, 2023 and following review of the General Manager/CEO's report and list of New and Disconnected members for June 2023 as submitted. LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Kevin Howard representing Licking Valley Rural Electric Cooperative reported recently EKPC's Board of Directors on Tuesday approved adding two new solar farms, totaling 136 megawatts, which the cooperative will own and operate.

The planned purchase of these projects is subject to review and approval by the PSC and the federal rural utilities service. Pending these final approvals, construction of both solar farms is expected to be complete and operational by end of 2026.

Adding solar resources is consistent with EKPC's strategic plan, which recognizes increasing legal, regulatory and industry pressures to reduce greenhouse gas emissions. The integrated resource plan project adding about 1,000 megawatts of solar capacity over the next 15 years.

With incentive funding totaling as much as \$970 million per electric cooperative, EKPC plans to submit a preliminary proposal with several generation and transmission projects. The federal government is reviewing proposals in a multiphase process that is expected to result in awards in mid-2024.

KENTUCKY ELECTRIC COOPERATIVES REPORT:

Tommy Hill Representing Licking Valley Rural Electric Cooperative reported that regional power supply reports were given by Bob Berry, Tony Campbell, and Ernie Peterson, Bob Berry from Big Rivers stated that Carbon footprint would be higher if we shut down our power plants than if we left them open.

The KEC annual meeting was held at the same time. Several guests were in attendance for the annual meeting which included Governor Andy Beshear, Daniel Cameron, Robert Bryce: Author, Journalist, Public Speaker. Distinguished Rural Kentuckian Tim Farmer, outdoorsman, musician, and TV presenter. Keynote Speakers Jeff Sheppard and John Calipari University of Kentucky Basketball Coach spoke of how appreciative of the coops and all their hard work.

The consensus at this meeting was that we are heading down a bad direction as far as being competitive in the world market.

ATTORNEY REPORT:

Honorable Myles L. Holbrook reported there was a pole damaged in an accident driver was James Kelly on Highway 460 east of West Liberty. Mr. Holbrook will seek reimbursement for the expenses to fix the pole by Mr. Kelly.

A letter was sent notifying Mrs. Robinson concerning a Right of Way Easement. Ms. Robinson has secured an easement from the neighbor (Jennifer Thacker). Mrs. Robinson will have electrical service transferred from her current position where there was no easement to the new position through Ms. Jennifer Thacker's property. There are some questions if the property which the earlier access has been sold, as there is threatened litigation currently involving that property. Going forward procedurally, LVRECC will have the customer sign a map of where the property line is and stating that they own the property along with the right of way easement.

The Board, upon motion of C.K. Stacy and Seconded by Ted A. Holbrook, approved for Honorable Myles Holbrook to present Ms. Barbara Salyer with a form stating she will pay the debt that she has accumulated for electrical service at a rate of \$200.00 per month, in addition to her regular service bill. In addition, Ms. Salyer will acknowledge the debt for future payment and will not attempt to liquidate her estate in any way until her debt to LVRECC is paid in full. This includes, but is not limited to, transferring her real property to anyone else. If Ms. Salyer does not agree to sign the agreement, then the Board of LVRECC will file litigation against Ms. Salyer for the balance due, through their attorney, the Honorable Myles Holbrook. Frank Porter abstained.

Motion Carried.

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by C.K. Stacy and Seconded by Kevin Howard, the LVRECC board of Directors approved: CPR Special Equipment Summary Report #618 in the amount of \$38,500,000 as presented by General Manager/CEO Kerry K. Howard and Exhibited with August 17, 2023, Board Meeting Minutes. Motion Carried.

2. 2024 NRECA MEDICAL INSURANCE:

Upon motion by C.K. Stacy Seconded by Philip Williams. The LVRECC Board of Directors approved the 2024 NRECA Group Benefits Program Renewal as presented by General Manager/CEO Kerry K. Howard.

Motion Carried.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. June 2023, we had positive margins of \$7,201.00.

Negative year-to-date margins of (\$993,177)

Compared to June 2022 year-to-date positive margins of \$655,635

TIER for June 2023, was: 1.06.

Year-to-date: (0.39)

Budget: 1.91

Total bank Draft accounts in August 2023 were 2,350 totaling \$340,840.61.

Recurring Credit Card accounts for the same period was 629, totaling \$90,727.84.

Total accounts rejected 19 totaling \$5,383.36.

ENVIRONMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, for July 2023 billing was 12.57%.

Fuel Adjustment Charge for July 2023 was 0.00490.

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the August 1, 2023, Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on August 11, 2023, stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on July 3, 2023.

CRYPTO UPDATE:

John R. May reported that miners are expected to be delivered next week on the August 25th passed inspection and expected to be in operation on September 1, 2023.

CYBER SECURITY:

Cyber Security continues to be closely monitored at our LVRECC offices.

OTHER BUSINESS:

LVRECC is looking to get other bids for audits in the IT department, Human Resources and cash management audit.

Generators are up and running and working well.

ADJOURNMENT:

Upon motion by Philip Williams, seconded by Ted A Holbrook, there being no further business to come before the Board of Directors Of LVRECC, the August 17, 2023, Board Meeting Adjourned at Approximately at 8:30 p.m. Motion Carried.


Darrell Cundiff
President


Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING
THURSDAY, SEPTEMBER 21, 2023

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by Vice President Ted A. Holbrook Thursday September 21, 2023, beginning at 6.00 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook

Ted Holbrook, Vice President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon motion made by Tommy Hill and seconded by Philip Williams the minutes of the August 17, 2023 and following review of the General Manager/CEO's report and list of New and Disconnected members for July 2023 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Kevin Howard representing Licking Valley Rural Electric Cooperative reported recently EKPC's Board of Directors on Tuesday approved bolstering Bluegrass Station's backup fuel system.

In 2021, EKPC installed 1 million gallons of fuel oil storage at the plant, providing backup fuel for the three combustion turbine units. The board voted Tuesday to double that backup capacity. The additional 1 million gallons of backup fuel will provide approximately 24 hours of fuel for the three units under full load, reducing the risk of penalties. The estimated cost of the project is \$10 million.

Also Tuesday, Cliff Scott, EKPC's financial officer and executive Vice President, reported on EKPC's plans to submit a letter of interest for funding under the federal government's New Empowering Rural America (ERA) program.

Also Tuesday, Scott reported that EKPC's July margin was \$4.1 million over budget, largely due to higher-than-expected other income and net revenues. Year to date margin through July was \$7 million below budget.

KENTUCKY ELECTRIC COOPERATIVES REPORT:

Tommy Hill Representing Licking Valley Rural Electric Cooperative reported that guest speaker Eli Capilouto President of the University of Kentucky said UK has a record first-year class of almost 6,500 students and overall, more than 34,000 students enrolled on the campus for the first time ever. The college is doing good financially and has received many donations.

In response to several questions from the electric cooperative leaders about the need for more engineers, Capilouto offered to dispatch Dr. Rudy Buchheit, the dean of the College of Engineering, to speak to co-ops and discuss potential partnerships.

Discussions were made and iterated that safety measures should take place every morning before crews go out and start the day. Randy Meredith was commended for doing great job in expressing the importance of safety for our servicemen. Also, Randy Reported on the OSHA 300A data, the statewide safety goals, and current statistics, he discussed leading indicators, types of injures, and the NRECA commitment to Zero 2.0. Currently 8 cooperatives have participated, and a 9th is on the schedule.

Two new board members were seated O.H. Caudill with Clark Energy and Kevin Newton, Interim CEO with South Kentucky RECC.

ATTORNEY REPORT:

Honorable Myles L. Holbrook's report: The Board had directed me to make contact with Ms. Salyer in an attempt to resolve the matter through an Agreement of Understanding. I contacted Ms. Salyer and explained to her the situation. In my estimation, Ms. Salyer understood and agreed, in principle, that she would abide by the new payment agreement and sign the Agreement of Understanding. However, very soon thereafter, Ms. Salyer was hospitalized and I was unable to make further contact with her. Thereafter, I contacted an attorney that she had hired previously, Don McFarland, who said he would bring it to her attention. To this date, no further contact has been made.

EXECUTIVE SESSION: Upon motion of Frank Porter and Seconded by Kevin Howard, the Board went into executive session excusing CEO General Manger, Kerry K. Howard, Manager of Operations, John R. May and Anna Hensley. To discuss personal business.
Upon Motion by Philip Williams and seconded by Tommy Hill the board came back into regular session.

Upon Motion by Philip Williams and Seconded by Kevin Howard, the board voted to abide by the current payment plan where Ms. Salyer pays the current bill plus \$200.00 dollars every month on all her accounts, to do a title search on property owned by Ms. Salyer in Magoffin County, then pursue litigation if there were proper assets in Ms. Salyer's estate. Motion Carried.

BOARD ACTION REQUIRED:

1. RUS FORM 219 INVENTORY OF WORK ORDERS APPROVAL:

Upon motion by Tommy Hill and Seconded by Philip Williams, the LVRECC board of Directors approved:

April 2023 \$362,136.75

May 2023 \$255,405.87

June 2023 \$281,092.23

as presented by General Manager/CEO Kerry K. Howard and Exhibited with September 21, 2023, Board Meeting Minutes. Motion Carried.

2. 2023 FIRST QUARTER WRITE OFF:

Upon motion by Alan Oldfield Seconded by Tommy Hill. The LVRECC Board of Directors approved the First Quarter Write off in the amount of \$32,081.20 as presented by General Manager/CEO Kerry K. Howard.

Motion Carried.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. July 2023, we had negative margins of (\$328,508).

Negative year-to-date margins of (\$1,321,685)

Compared to July 2022 year-to-date positive margins of \$545,271

TIER for July 2023, was: (1.50).

Year-to-date: (0.56)

Budget: 1.76

Total bank Draft accounts in September 2023 were 2,347 totaling \$353,746.03.

Recurring Credit Card accounts for the same period was 617, totaling \$92,264.76.

Total accounts rejected 27 totaling \$4,742.68.

ENVIROMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, for August billing was 12.52%. Fuel Adjustment Charge for August 2023 billing was 0.574.

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the September 5, 2023, Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on September 7, 2023, stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on August 1, 2023.

LVRECC BOARD MEETING

September 21, 2023

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CRYPTO UPDATE:

John R. May reported that the data mine is up and running using an average of 260 thousand kwh of electric a day. They have been having trouble with some fuses blowing. The root cause for the overloading is still undetermined.

CYBER SECURITY:

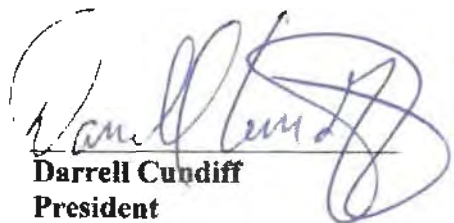
Cyber Security continues to be closely monitored at our LVRECC offices. Box Lake did find some issue. They are coming back to the office to help sort out the problems.

OTHER BUSINESS:

LVRECC did reach out to three different auditing firms but they were or were too busy. LVRECC employee Teddy Creech did quit this week. LVRECC is still looking for auditors for the Human Resource IT And Money Management Department audit.

ADJOURNMENT:

Upon motion by Philip Williams, seconded by Tommy Hill, there being no further business to come before the Board of Directors Of LVRECC, the September 21, 2023, Board Meeting Adjourned at Approximately at 9:00 p.m. Motion Carried.


Darrell Cundiff
President


Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING
THURSDAY, OCTOBER 19, 2023

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday October 19, 2023, beginning at 6.00 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook
Manager of Corporate Services	Travis Stacy

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon motion made by Ted A. Holbook and seconded by Philip Williams the minutes of the September 21, 2023 and following review of the General Manager/CEO's report and list of New and

Disconnected members for August 2023 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Kevin Howard representing Licking Valley Rural Electric Cooperative reported that the Economic Development team is seeing great success in bringing jobs and investment to the Kentucky communities served by EKPC's 16 owner-member cooperatives, reported Rodney Hitch, Director of Economic Development, during Tuesday's monthly meeting. Currently all 16 cooperatives are in the running for prospects. Altogether, the projects represent 42 companies with a combined \$42 billion of investment and 20,000 jobs . many of the prospective businesses are seeking 100 percent renewable energy for their facilities, Hitch said.

In August, for the second year in a row, Kentucky's Touchstone Energy Cooperatives were named among the top U.W. utilities in economic development by Site Selection magazine. They are past winners of the projects With a Purpose Award from the Site Selectors Guild, as well as Excellence in Economic Development awards from the Southern Economic Development Council and the National Rural Economic Developers Association. Cliff Scott, reported that EKPC's August margin was \$0.8 million below budget, mainly due to lower-than-expected net revenue, and higher-than-expected operating and maintenance expenses and fixed costs, partially offset by the higher-than-expected other income. Cost to member systems remains below target,

KENTUCKY ELECTRIC COOPERATIVES REPORT:

Kentucky Electric Cooperative did not have a meeting this month for representative Tommy Hill to report on. However, General Manager/CEO did speak about the Fall Managers' Meeting that was held in Lexington, Ky. on October 18-19, 2023. Discussions were had on 2024 Grants , Cooperative Rate Cases, Cyber Security/IT, Financial Overview, Statewide Safety Update, DER in the Energy Transition, and the Power Partner Awards Presentation to Representative Jim cooch Jr. and Senator Brandon Smith.

ATTORNEY REPORT:

Honorable Myles L. Holbrook's reported a title search has been done on Mrs. Salyer, there may be a lean in the amount of \$1,000.00 on Mrs. Salyer's property/home. As of yet it doesn't look like she is indebted to anyone. LVRECC Board of Directors should be able to file litigation in the near future.

The incident involving Mrs. Robinson's misrepresentation of the right of way easement was brought to the attention of Honorable Myles L. Holbrook's that the property sold for \$12,000.00 less than what it was bought for prior to the trees being cut. The LVRECC Board of Directors was in agreement to let LVRECC insurance company handle the case.

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by Philip Williams and Seconded by Kevin Howard, the LVRECC board of Directors approved CPR Special equipment #619 in the amount of \$227,876.40 as presented by General Manager/CEO Kerry K. Howard and Exhibited with October 19, 2023, Board Meeting Minutes. Motion Carried.

2. 2023 NRECA MEMBERSHIP DUES:

Upon motion by Kevin Howard Seconded by Tommy Hill. The LVRECC Board of Directors approved the 2023 NRECA Membership dues in the amount of \$24,738.00 as presented by General Manager/CEO Kerry K. Howard.
Motion Carried.

3. 2023 AUDIT:

Upon motion by Philip Williams Seconded by Tommy Hill, The LVRECC Board Approved the Annual Audit Examination Fee of \$15,900.00, plus expenses, as proposed by Travis C. Frick, of Jones, Nale & Mattingly PLC, Certified Public Accountants and Advisors of Louisville, Kentucky, for the preparation and presentation of Licking Valley RECC's Financial Audit ending October 31, 2023. Motion Carried.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. August 2023, we had negative margins of (\$254,725).

Negative year-to-date margins of (\$1,576,410)

Compared to August 2022 year-to-date positive margins of \$340,288

TIER for August 2023, was: (0.95).

Year-to-date: (0.61)

Budget: 1.54

Total bank Draft accounts in October 2023 were 2,363 totaling \$336,412.83.

Recurring Credit Card accounts for the same period was 631, totaling \$90,748.78

Total accounts rejected 16 totaling \$2,979.38.

ENVIROMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, for September billing was 9.80%.

Fuel Adjustment Charge for September 2023 billing was 1.068.

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the October 2, 2023, Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on October 12, 2023, stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on September 5, 2023.

CRYPTO UPDATE:

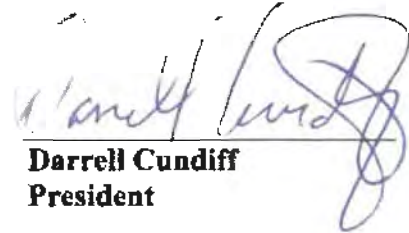
John R. May reported that LVRECC should be getting their first payment from the Data Mine in November 2023.

CYBER SECURITY:

Cyber Security continues to be closely monitored at our LVRECC offices. Box Lake is making sure our system is up to date.

ADJOURNMENT:

Upon motion by Philip Williams, seconded by Tommy Hill, there being no further business to come before the Board of Directors Of LVRECC, the October 19, 2023, Board Meeting Adjourned at Approximately at 7:30 p.m. Motion Carried.



Darrell Cundiff
President



Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING
THURSDAY, NOVEMBER 16, 2023

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday November 16, 2023, beginning at 6.00 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook
Manager of Corporate Services	Travis Stacy
General Superintendent	Christopher Murphey

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon motion made by Philip Williams and seconded by Tommy Hill the minutes of the October 19, 2023 and following review of the General Manager/CEO's report and list of New and Disconnected members for August 2023 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Kevin Howard representing Licking Valley Rural Electric Cooperative reported that the EKPC's Power Delivery team is always seeking ways to improve. It requires constant diligence and attention to detail in order to safely and reliably deliver electricity to EKPC's 16 owner-member cooperatives over nearly 2,900 miles of transmission lines, hundreds of substations and other equipment. Senior Vice President of Power Delivery and System Operation, Denver York reported that initiatives this year include greater focus on safety planning for large jobs, enhancements to the lock-out/tag-out program and an arc flash study update that includes control cabinetry. York also discussed wildlife management techniques EKPC is using to prevent animal intrusions into facilities like substation, where they can cause expensive damage and interrupt service. Several years ago, EKPC began deploying wildlife fences around targeted substations that have experienced numerous intrusions. The fences have proven effective at preventing animals like snakes and raccoons from accessing equipment. Unfortunately, the fences are not effective against buzzards, which sometime congregate on substation equipment, causing damage and creating safety hazards.

Chief Financial Officer, Cliff Scott reviewed EKPC's financial performance through September. EKPC's September Margin was \$0.3 million below budget, mainly due to higher-than-expected fixed costs, and lower-than-expected net revenue, partially offset by the higher -than-expected other income.

In other business the board approved: a construction contract for area D of Spurlock Stations landfill phase 2 with a total authorization of \$8.3 million

KENTUCKY ELECTRIC COOPERATIVES REPORT:

Tommy Hill representing Licking Valley Rural Electric Cooperative reported that president Chris Perry discussed recent orders and rate cases that are in progress.

Phil Clark reported the Virginia UUS warehouse is staffed and on track for opening soon with manufacturers support in the area.

Michael Cobb reported the committee met on October 16th, Jeremy Denny gave a financial overview and discussed key ratio trends by state.

Jeremy Denny reported on the rolling 12 months of net income, product sales by product, transformer unit sales noting in 2022 301 transformer were sold to non-cooperative customers and in 2023 8,769 transformers were sold to non-cooperative customers.

Cooperative Caucus- The legislative team has LRC approval and has moved forward with the Rural Electric Cooperative Caucus. The CEOs were emailed a current list of legislators who have signed up for the Coop Caucus.

ATTORNEY REPORT:

Honorable Myles L. Holbrook's reported he had passed along LVRECCs insurance information to Mr. Rompf, Andrew Brindley's attorney and will be filing a claim with Federated Rural Electric Insurance

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by CK Stacy and Seconded by Philip Williams, the LVRECC board of Directors approved CPR Special equipment #620 in the amount of \$34,527.48 as presented by General Manager/CEO Kerry K. Howard and Exhibited with November 16, 2023, Board Meeting Minutes. Motion Carried.

2. HOLIDAY:

Upon motion of Tommy Hill and seconded by Philip Williams, the LVRECC board of Directors approved to close for Veterans Day in the future. Motion Carried.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. September 2023, we had negative margins of (\$96,996).

Negative year-to-date margins of (\$1,673,406)

Compared to September 2022 year-to-date positive margins of \$29,337

TIER for September 2023, was: 0.45.

Year-to-date: (0.45)

Budget: 1.25

Total bank Draft accounts in November 2023 were 2,350 totaling \$273,927.02.

Recurring Credit Card accounts for the same period was 653, totaling \$75,066.00

Total accounts rejected 24 totaling \$2,323.11

ENVIROMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, for October billing was 9.68%.

Fuel Adjustment Charge for October 2023 billing was 1.131.

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the November 2, 2023, Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on November 9, 2023, stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on October 2, 2023.

CRYPTO UPDATE:

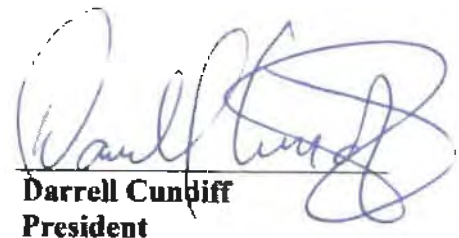
John R. May reported that everything is going good still having an ongoing problem of fuses being blown it is either transformers or underground lines.

CYBER SECURITY:

Cyber Security continues to be closely monitored at our LVRECC offices. Box Lake is making sure our system is up to date.

ADJOURNMENT:

Upon motion by Philip Williams, seconded by Tommy Hill, there being no further business to come before the Board of Directors Of LVRECC, the November 16, 2023, Board Meeting Adjourned at Approximately at 7:30 p.m. Motion Carried.


Darrell Cundiff
President


Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING
THURSDAY, December 21, 2023

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday December 21, 2023, beginning at 6.00 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook
Manager of Corporate Services	Travis Stacy
General Superintendent	Christopher Murphey

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon motion made by Philip Williams and seconded by Ted A. Holbrook the minutes of the November 16, 2023 and following review of the General Manager/CEO's report and list of New and Disconnected members for October 2023 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Kevin Howard representing Licking Valley Rural Electric Cooperative reported that the EKPC reviews preparations for extreme winter weather. Following last years' Christmas weekend winter storm that pushed electricity demand to an all-time high the board of directors got an overview Tuesday of EKPC's preparations to be ready this year for winter weather. Decembers' Winter Storm Elliott affected mechanical equipment at power plants throughout the region, as well as major transmission lines for natural gas delivery. EKPC has taken steps to better winterize plants, such as improving cold sensitive equipment , and adjusting operating procedures, said Craig Johnson, Senior Vice President of Power Production. EKPC is planning to add another backup fuel tank at the plant, providing a total of 48 hours of run time if natural gas is not available. Also Tuesday, Cliff Scott, CFO reported October was \$12.5 million below budget, primarily due to lower-than-expected net revenue and higher than expected fixed costs. Partially offset by higher-than-expected other income, and lower than expected O&M expenses. Cost to member systems remained below target. Power

KENTUCKY ELECTRIC COOPERATIVES REPORT:

Tommy Hill representing Licking Valley Rural Electric Cooperative reported that president Chris Perry discussed NRECA Reliability Messaging: The North American Electric Reliability Corporation's 2023 Long Term Reliability Assessment highlights growing concern over the next 10 years. The findings are stirring up a debate about whether state regulators and the Department of Energy should slow down retirements of fossil fuel generation. NRECA CEO Jim Matheson issued the following statement: "NERC's Latest assessment paints another grim picture of our nation's energy future as demand for electricity soars and the supply of always available generation declines," Matheson said . "Nine states saw rolling blackouts last December as the demand for electricity exceeded available supply. And proposals like the EPS's power plant rule will greatly compound the problem. Absent a major shift in state and federal energy policy, this is the reality we will face for years to come."

The committee engaged in a discussion regarding ongoing rate cases with PSC, covering the existing requirements and recent rulings, Chris Perry and the legislative team will be meeting with the Secretary of the Energy and Environment Cabinet(Rebecca Goodman) and her team on Friday December 15th. The statewide did create a proposed streamline ratemaking bill draft, and it has just received a potential draft regulation from the PSC. Legislative and regulatory strategy will be a topic of ongoing discussion at the committee and Board level. After tallying votes the Member outreach Committee recommended to the board of directors Tony Brannon as the nomination for the 2024 Distinguished Rural Kentuckian award.

ATTORNEY REPORT:

Honorable Myles L. Holbrook's reported Ms. Robinson has not filed anything as of today's date. And Mrs., Salyers she has not been served.

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by Kevin Howard and Seconded by Philip Williams, the LVRECC board of Directors approved CPR Special equipment #621 in the amount of \$34,425.65 as presented by General Manager/CEO Kerry K. Howard and Exhibited with December 21, 2023, Board Meeting Minutes. Motion Carried.

2. RUS FORM 219 INVENTORY OF WORK ORDERS APPROVAL:

Upon motion of Kevin Howard and Seconded by Tommy Hill, the LVRECC board of Directors approved:

July 2023 \$210,330.53

August 2023 \$266,372.82

September 2023 \$440,942.41

as presented by General Manager/CEO Kerry K. Howard and Exhibited with December 21, 2023 Board Meeting Minutes. Motion Carried.

3. LVRECC 2024 PROPOSED BUDGET:

Upon Motion by Philip Williams and Seconded by Alan Oldfield, the LVRECC proposed budget was approved as presented by General Manager/CEO Kerry K. Howard. Motion Carried.

4. 2023 SECOND QUARTER WRITE OFF:

Upon motion by Philip Williams and Seconded by Kevin Howard. The LVRECC Board of Directors approved the Seconded Quarter Write off in the amount of \$17,106.41 as presented by General Manager/CEO Kerry K. Howard. Motion Carried.

5. LVRECC 2024 ANNUAL WAGE/SALARY ADJUSTMENT CONSIDERATION:

Upon motion by C.K. Stacy and Seconded by Philip Williams. The LVRECC Board of Directors approved a 0% to 5% increase based on individual employee performance evaluations. Motion Carried.

6. LVRECC BOARD POLICY NO. 217 & RESOLUTION:

Upon Motion by J. Frank Porter and Seconded by Philip Williams, The LVRECC Board of Directors approved the following resolution and revision of LVRECC Board Policy Number 217, business expense as exhibited with the December 21, 2023 minutes.

RESOLUTION

WHEREAS, Licking Valley Rural Electric Cooperative Corporation, (hereinafter referred to as LVRECC), reimburses directors and employees for business use of personal vehicles at rates consistent with Internal Revenue Service allowances; and

WHEREAS, reimbursement rates for directors and employees using their personal vehicle(s) on LVRECC business have been changed. The new rate, which is consistent with Internal Revenue Service Rates, is .67 cents per mile for all business miles driven; and

BE IT, THEREFORE RESOLVED, that the General Manager/CEO is authorized to revise the director and employees' mileage reimbursement rates for business use of personal vehicles to .67 cents per mile for all business miles driven, to be effective January 01, 2024.

MOTION CARRIED.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. October 2023, we had negative margins of (\$49,883).

Negative year-to-date margins of (\$1,663,607)

Compared to October 2022 year-to-date positive margins of (\$150,087)

TIER for October 2023, was: .66

Year-to-date: (0.28)

Budget: 1.22

Total bank Draft accounts in December 2023 were 2,355 totaling \$296,869.49.

Recurring Credit Card accounts for the same period was 654, totaling \$83,301.58

Total accounts rejected 18 totaling \$3,122.81

ENVIRONMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, for November billing was 11.58%. Fuel Adjustment Charge for November 2023 billing was 1.486.

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

CRYPTO UPDATE:

John R. May reported that everything is going well. Looks like they will pay late again this month.

CYBER SECURITY:

Cyber Security continues to be closely monitored at our LVRECC offices.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the December 4, 2023, Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on December 14, 2023, stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on November 2, 2023.

EXECUTIVE SESSION:

Upon motion by Philip Williams and Seconded by Ted A. Holbrook the LVRECC Board of Directors recessed the regular session to and closed executive session. Motion Carried.

General Manager/CEO Kerry K. Howard, Manager of Administrative Services John R. May, General Superintendent Chris Murphy, Manager of Corporate Services Travis Stacy and Executive Secretary Anna L. Hensley was asked to excuse themselves from the Board Room.

Upon motion by Philip Williams and seconded by Kevin Howard the LVRECC Board of Directors approved a 3% salary increase for General Manager/CEO Kerry K. Howard Effective January 1, 2024. Motion Carried.

Upon Motion by Tommy Hill Seconded by Philip Williams the LVRECC board of Directors voted to go out of executive session and resume the regular session. Motion Carried.

There upon General Manager/CEO Kerry K. Howard assumed his duties as LVRECC General Manager/CEO residing over the board.

ADJOURNMENT:

Upon motion by Philip Williams, seconded by Tommy Hill, there being no further business to come before the Board of Directors Of LVRECC, the December 21, 2023, Board Meeting Adjourned at Approximately at 8:30 p.m. Motion Carried.


Darrell Cundiff
President


Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

THURSDAY, January 25, 2024

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday January 25, 2024, beginning at 6.00 p.m. both in person and virtually. The regular scheduled Board meeting January 18, 2024 was postponed due to inclement weather conditions.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon motion made by Philip Williams and seconded by C. K. Stacy the minutes of the December 21, 2023 and following review of the General Manager/CEO's report and list of New and Disconnected members for November 2023 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

No EKPC meeting scheduled for the month of January 2024.

KENTUCKY ELECTRIC COOPERATIVES REPORT:

No KEC meeting scheduled for the month of January 2024.

ATTORNEY REPORT:

Honorable Myles L. Holbrook's reported still waiting on Mrs., Salyers to be served in Magoffin County.

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by C.K. Stacy and Seconded by Philip Williams, the LVRECC Board of Directors approved CPR Special equipment #622 in the amount of \$17,370.54 as presented by General Manager/CEO Kerry K. Howard and Exhibited with January 25, 2024, Board Meeting Minutes. Motion Carried.

2. NRECC DIRECTOR ELECTION VOTING DELEGATES AND RESOLUTION:

Upon motion by Ted A. Holbrook and Seconded by Philip Williams, the following Resolution was authorized and adopted by the Board of Directors of LVRECC:

RESOLUTION

WHEREAS, the Licking Valley Rural Electric Cooperative Corporation (LVRECC) Board of Directors (Board) hereby authorizes Tommy Hill, Board Member of LVRECC to serve as National Rural Electric Cooperative Association (NRECA) Representative and further appoints as its' Alternate Representative, LVRECC General Manager/CEO Kerry K. Howard. The Board hereby empowers the above Representative and Alternate Representative to vote as they deem necessary on all business which may be submitted for a vote of the Members of NRECA Annual Business Meeting scheduled for March 5, 2025, in San Antonio, Texas: and

WHEREAS, the Board of LVRECC further stipulates, this resolution is in effect only for the time period specified in the above paragraph; and

BE IT, THEREFORE RESOLVED that this resolution was properly authorized and adopted on behalf of LVRECC by the Board during the duly regular monthly Board Meeting held January 25, 2024.

MOTION CARRIED.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. November 2023, we had positive margins of \$148,382.

Negative year-to-date margins of (\$1,515,225)

Compared to November 2022 year-to-date positive margins of \$439,397

TIER for November 2023, was: 2.27

Year-to-date: (0.07)

Budget: 1.04

Total bank Draft accounts in January 2024 were 2,401 totaling \$378,158.25.

Recurring Credit Card accounts for the same period was 653, totaling \$104,109.28

Total accounts rejected 28 totaling \$6,160.07

ENVIROMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, for November billing was 12.13%.

Fuel Adjustment Charge for November 2023 billing was 1.106.

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

CRYPTO UPDATE:

John R. May reported that everything is going well paying on time. They had a couple of fuses to blow and now using noise damping blankets to help the neighbors.

CYBER SECURITY:

Cyber Security continues to be closely monitored at our LVRECC offices.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the January 2, 2024, Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on January 11, 2024, stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on December 4, 2023.

ADJOURNMENT:

Upon motion by Philip Williams, seconded by Tommy Hill, there being no further business to come before the Board of Directors Of LVRECC, the January 25, 2024, Board Meeting Adjourned at Approximately at 7:30 p.m. Motion Carried.



Darrell Cundiff
President



Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING
THURSDAY, FEBRUARY 15, 2024

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday, February 15, 2024, beginning at 6:00 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Attorney	Myles Holbrook
Manager of Administrative Services	John R. May
Manager of Corporate Services	Travis Stacy

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon a motion made by Philip Williams and seconded by Alan Oldfield the minutes of the January 18, 2024 and following review of the General Manager/CEO'S report and list of New

and Disconnected members for December 2023 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Kevin Howard representing Licking Valley Rural Electric Cooperative despite recording two of the cooperative's top three all-time highest peaks for energy demand during January's week of extreme cold weather, EKPC's power plants and transmission grid performed well, keeping power flowing throughout the event. EKPC and PJM Interconnection both were well-prepared for the extreme cold, dubbed Winter Storm Gerri. The storm drove temperatures into single digits for several days, and occasionally below zero. EKPC saw a new all-time system demand peak of 3,792 megawatts on Wednesday, Jan. 17, eclipsing the previous record set during 2022 Storm Elliott.

In addition, EKPC entered a power purchase agreement several months ago for 350 MW of additional hydroelectric power, which helped to further hedge costs.

Bob Farmer, Chief Information Officer at Delta-Montrose Electric Association in Colorado, discussed a 2021 cyberattack on the cooperative. Although it did not disrupt electric service, the ransomware attack disabled the co-op's data management system, mapping system, file servers and active directory. The co-op was not able to bill members for over a month, and it took several months to completely restore all systems.

Also Tuesday, Cliff Scott, CFO and Executive VP, reported EKPC's preliminary December margin was \$9.4 million below budget. December, EKPC's preliminary year-to-date margin was \$18.6 million below budget.

ATTORNEY REPORT:

Honorable Myles L. Holbrook reported Barbara Salyer's had been served and currently waiting to see what legal action Mrs. Salyer may take.

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by Philip Williams and Seconded by Kevin Howard, the LVRECC Board of Directors approved CPR Special equipment #623 in the amount of \$181,408.68 as presented by General Manager/CEO Kerry K. Howard and Exhibited with February 15, 2024, Board Meeting Minutes. Motion Carried.

2. THIRD QUARTER WRITE OFF:

Upon motion by Ted A. Holbrook and Seconded by Philip Williams, the LVRECC board of Directors approved: Third Quarter Write-off in the amount of \$12,167.12 as presented by General Manager/CEO Kerry K. Howard and Exhibited with February 15, 2024 Board Meeting Minutes. Motion Carried.

3. CFC/RUS OFFICER CERTIFICATION FOR CALENDAR YEAR 2022:

Upon Motion by C.K. Stacy, seconded by Philip Williams, the Board acknowledge receipt of the financial records and reports of the activity and performance of Licking Valley Rural Electric Cooperative Corporation for the year ending December 31, 2023. under the Loan and Security Documents confirming and securing outstanding indebtedness of the corporation to the National Rural Utilities Cooperative Finance Corporation and Rural Utilities Service as Exhibited in the February 15, 2024 LVRECC board meeting minutes. Motion Carried.

4. VEHICLE BIDS:

LVRECC solicited bids for Kubota SVL97-2HFC and received bids from Holbrook Equipment, and Central Equipment.

LVRECC Board President Darrell Cundiff along with LVRECC General Manger/CEO Kerry K. Howard opened bids as offered by the above.

Holbrook Equipment	\$72,700.00
Central Equipment	\$74,640.81

Upon Montion by Philip Williams, seconded by C.K. Stacy, the bid offered by Holbrook Equipment in the amount of \$72,700.00 was accepted by providing bid specifications as solicited. MOTION CARRIED.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. December 2023, we had positive margins of \$761,231

Negative year-to-date margins of \$(753,994)

Compared to December 2022 year-to-date positive margins of \$1,865,088

TIER for December 2023, was: 5.90

Year-to-date: 0.52

Budget: 1.33

Total bank Draft accounts in February 2024 were 2,384 totaling \$412,497.84.

Recurring Credit Card accounts for the same period was 678, totaling \$123,845.29.

Total accounts rejected 32 totaling \$6,393.98

EKPC Capital Credits: 2022- \$820,306.97 2023- \$402,409.23

ENVIROMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, from the month of December 2023, was 11.24%. Fuel Adjustment Charge for the same month was 0.316.

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

LEGISLATIVE UPDATE:

Kentucky Electric Cooperatives along with other coops are keeping up the Legislative session. The Legislative Reception will be held February 21, 2024 at the Foundry in Frankfort KY.

LVRECC ANNUAL MEETING DISCUSSION:

Preparations for our 84th Annual Meeting of Members are already being made. Buckets and Bulbs have been ordered. In the process of getting the shirt order together. The 2024 Meeting is scheduled to be held on Tuesday June 19, 2024 with drive thru starting at 9:00 am and the business meeting to take place at 4:00 pm.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the February 1, 2024 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on February 8, 2024 stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on January 2, 2024.

CRYPTO UPDATE:

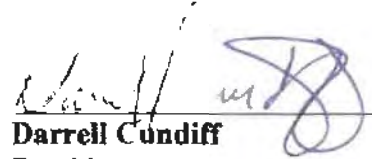
John R. May reported that everything is going well paying on time.

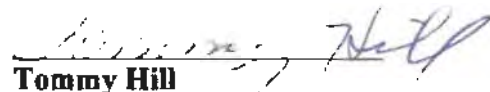
CYBER SECURITY:

Cyber Security continues to be closely monitored at our LVRECC offices.

ADJOURNMENT:

Upon motion by Philip Williams, seconded by C.K. Stacy, there being no further business to come before the Board of Directors Of LVRECC, the February 2024 Board Meeting Adjourned at Approximately at 7:45 p.m. Motion Carried.


Darrell Cundiff
President


Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING
THURSDAY, MARCH 21, 2024

The regular scheduled meeting on March 21, 2024 of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was postponed due to unexpected circumstances.

And was held on April 18, 2024 before the regular scheduled Board Meeting for April 2024.

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday, April 18, 2024, beginning at 6:00 p.m. for March 21, 2024 both in person, virtually or via phone.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary /Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook
Manager of Corporate Services	Travis Stacy
General Superintendent	Christopher Murphy

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon a motion made by PHILIP WILLIAMS and seconded by TED HOLBROOK the minutes of the February 15, 2024, and following review of the General Manager/CEO'S report and list of New and Disconnected members for January 2024 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Kevin Howard representing Licking Valley Rural Electric Cooperative reported EKPC is submitting a proposal for federal funding to help establish innovative microgrids to keep power flowing for emergency management facilities and other essential services in two eastern Kentucky communities. The projects would incorporate backup generators, solar panels and utility-scale batteries, creating highly localized microgrids, which can be separated from the larger electric grid and operated autonomously. The microgrid capabilities would be incorporated into the existing local distribution grid. EKP would own the equipment and be able to monetize the benefits in PJM. The idea is similar to the SimpleSaver program, where participating cooperative members with smart thermostats connect to air conditioners can enroll to receive annual bill credits. In return, EKPC is able to make brief adjustments to the thermostats during periods of peak demand, reducing overall energy demand. That reduction in peak demand can be monetized in PJM's markets. Also, EKPC's January margin was \$0.3 million below budget.

KENTUCKY ELECTRIC COOPERATIVES REPORT:

Tommy Hill representing Licking Valley Rural Electric Cooperative reported: Chase Crigler, Dustin Miller, and Jena McNeill reported on week 7 of the Kentucky General Assembly. They noted much of this week was spent continuing to advocate for an electric reliability defense fund for the Attorney general to use to fight back against onerous federal regulations. The team continues to monitor many bills and resolutions and will note them in the bill tracker attached to the legislative updates; noted bills were HB445(an act relating to the retirement of fossil fuel-fired electric generating units.)

KEC hosted the 2024 Legislative Reception on Wednesday February 21 at the foundry on Broadway, Frankfort Ky.

President Chris Perry reported on cooperative rate cases. The statewide continues to work on the streamlined ratemaking process. The most recent draft favorably addresses the "clock reset" and "% increase" issues as discussed following the most recent meeting with the PSC.

ATTORNEY REPORT:

Honorable Myles L. Holbrook reported Barbara Salyers has passed away and her heirs has hired Attorney Jeff Lovely to represent them.

LVRECC is currently looking for the original account files on Mrs. Salyers.

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by PHILIP WILLIAMS and Seconded by TOMMY HILL, the LVRECC board of Directors approved: CPR Special Equipment Summary Report #624 in the amount of \$148,905.96 as presented by General Manager/CEO Kerry K. Howard and Exhibited on the March 21, 2024, Board Meeting agenda. Motion Carried.

2. WORK ORDER APPROVAL:

Upon Motion by TED HOLBROOK, seconded by PHILIP WILLIAMS, the LVRECC Board of directors approved the following.

October 2023	\$245,650.48
November 2023	\$218,734.54
December 2023	\$459,463.04

Motion Carried.

3. 2023 AUDIT:

The 2023 Audit Report for the period ending October 31, 2023, was completed by Jason Garman of Jones, Nale & Mattingly PLC Certified Public Accountants and Advisors of Louisville, Kentucky and presented to the LVRECC Board of Directors by Jason Garman along with the management letter.

Upon motion by PHILIP WILLIAMS and seconded by TED HOLBROOK, the LVRECC Board of directors approved the 2023 audit for the year ending October 31, 2023, as presented by Mr. Jason Garman, CPA. Motion Carried.

4. LVRECC ANNUAL MEETING PRIZES:

Upon motion by TED HOLBROOK and Seconded by PHILIP WILLIAMS, the board approved the purchase of prizes to be award to consumers during the June 13, 2023, LVRECC annual meeting of members. Motion Carried.

5. LVRECC ANNUAL MEETING SHIRTS AND CAPS:

Upon motion by PHILIP WILLIAMS, Seconded by J. FRANK PORTER, the board approved the purchase of shirts and caps to be worn by LVRECC employees, directors and management during the June 19, 2024, LVRECC annual meeting. Motion Carried.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. January 2024, we had negative margins of (\$336,259)

Negative year-to-date margins of (\$336,259)

Compared to January 2023 year-to-date Negative margins of \$(27,280).

TIER for January 2024, was: (1.13).

Year-to-date: (1.13)

Budget: .40

Total bank Draft accounts in March 2024 were 2,434 totaling \$428,877.20.

Recurring Credit Card accounts for the same period was 669, totaling \$120,774.17.

Total accounts rejected 27 totaling \$5,002.79.

ENVIRONMENTAL SURCHARG AND FUEL ADJUSTMENT CLAUSE:

The environmental surcharge from East Kentucky Power Cooperative, from the month of January 2024, was 10.80%. Fuel Adjustment Charge for January billing 2024 was 0.730.

LEGISLATIVE UPDATE:

Legislation session is still in session.

LVRECC ANNUAL MEETING DISCUSSION:

Preparations for our 84th Annual Meeting of Members are already being made. Buckets and Bulbs have been ordered. Shirts have been decided on and in the process of getting the order together. The 2024 Meeting is scheduled to be held on Wednesday June 19, 2024, with drive thru starting at 9:00 am and the business meeting to take place at 4:00 pm.

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors

CRYPTO UPDATE:

Manager of Administrative Services John R. May reported that everything is working and going smoothly.

CYBER SECURITY:

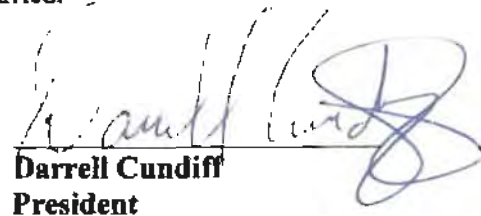
Cyber Security continues to be closely monitored at our LVRECC offices.

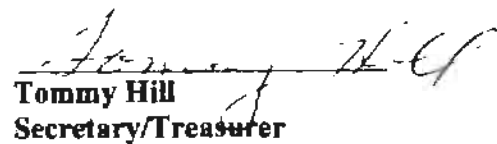
SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the March 1, 2024, Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on March 14, 2024, stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on February 1, 2024.

ADJOURNMENT:

Upon motion by PHILIP WILLIAMS, seconded by TED HOLBROOK, there being no further business to come before the Board of Directors Of LVRECC, the March 2024 (being held on April 18, 2024) Board Meeting Adjourned at Approximately at 7:30 p.m. Motion Carried.


Darrell Cundiff
President


Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION

BOARD OF DIRECTORS MEETING

THURSDAY, April 18, 2024

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday, April 18, 2024, beginning at 7:30 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook
Manager of Corporate Services	Travis Stacy
General Superintendent	Christopher Murphy

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

There were no minutes for the month of March 2024 due to cancellation of the board meeting due to uncontrollable circumstances.

EAST KENTUCKY POWER COOPERATIVE:

Kevin Howard representing Licking Valley Rural Electric Cooperative reported that Electric Cooperatives scored several victories during this year's regular session of the Kentucky General assembly, which ended on Monday April 15th 2024. The legislature approved establishing a commission of utilities, industry experts, policymakers and other stakeholders to monitor and plan for the reliability of Kentucky's electric grid, said Jena McNeill, Director of Legislative and Government Relation, during Tuesday's meeting of EKPC's board of directors', along with Kentucky Electric Cooperatives and Big Rivers Electric Cooperative, supported the bill which creates an 18 -member Energy Planning and inventory commission that includes an electric cooperative representative. The Kentucky Legislature also approved \$3 million for the Kentucky attorney general's office to challenge overly stringent federal EPA regulations. Also Tuesday, Cliff Scott, Chief Financial Officer and Executive Vice President, reported that EKPC's February margin was \$12.7 million below budget due to lower-than-expected net revenues and other income, partially offset by lower operating and maintenance expenses. Year to date margin through February was \$13 million below budget for the same reasons. Due to persistent warm temperatures, February had about 28 percent fewer heating degree days than normal.

KENTUCKY ELECTRIC COOPERATIVES:

Tommy Hill presented the Update for KEC Board Meeting held on March 26, 2023, reported seating of Board Members Don Gulley, Big Rivers Electric, Devin Newton, South Kentucky RECC, Jeff Prater, Big Sandy RECC- Interim CEO Alan Keck:

Chris Perry reported that the U.S. Department of Energy is working to finalize Congressionally mandated energy efficiency standards for distribution transformers.

SB 349, the Senate energy package, the primary sponsor is Sen. Robby Mills Senate President Robert Stivers is the lead Co-Sponsor of the bill as is Sen. Phillip Wheeler and Sen. Steve West. The bill was heard in Senate Natural Resources and Energy and passed out of committee. Sen. Mills, President Stivers, Sen. Wheeler, and Sen. West spoke in favor of the bill. Those speaking in supposition were LGE/KU, Duke Energy, the Kentucky Resource Council and the Kentucky Forum for Rights, Economics and Education.

Alan Gates reported the safety committee met virtually on March 13th and discussed legislative issues, the upcoming strategic planning session, the quarter 4 safety statistics, the 2024 calendar of safety events additional items being planned are a security and facilities roundtable meeting, fiber workshop and a ROW tree trimming and chainsaw workshop at Farmers.

The Frankfort Youth tour on February 21st drew about 100 students from most of the Kentucky's co-ops. It included a capitol tour, lunch with elected leaders, guest speakers and professional head shots of each student. The Washington Youth Tour is June 17- 22nd.

ATTORNEY REPORT:

Honorable Myles L. Holbrook reported that Andrew Bridley did file a case against Licking Valley RECC in small claims court in Wolfe County Ky.

Upon Motion by C.K. Stacy, seconded by Philip Williams, the LVRECC Board of Directors authorized Honorable Myles L. Holbrook to represent LVRECC in Court on April 24, 2024 at the Judicial Center in Campton, Ky. MOTION CARRIED.

BOARD ACTION REQUIRED:

1. RESOLUTION EKPC DIRECTOR CERTIFICATION AND NOMINATION:

Upon motion by J. FRANK PORTER, seconded by TOMMY HILL the LVRECC Board of Directors approved the following EKPC director nomination resolution:

RESOLUTION

WHEREAS, Licking Valley Rural Electric Cooperative Corporation engaged HireRight, LLC (HireRight) to conduct a background check of Kevin Howard in accordance with parameters set by East Kentucky Power cooperative Bylaws relating to director qualifications to determine whether said Candidate meets the qualifications that EKPC has established to serve as director on the EKPC Board for the one-year term beginning in June 2024;

WHEREAS, Licking Valley Rural Electric Cooperative Corporation agrees, based upon the opinion of legal counsel, to approve the nomination of Kevin Howard pending the contingent receipt of HireRight, LLC conclusions and evidenced attached copy of the Director Candidate Self-Certification to agree to abide as mandated by Section 4.02 of EKPC Bylaws and Corporate Board Polices, including but not limited to Board Policy 102, related to director roles and responsibilities for the position of Director on the Board of EKPC for the one year term beginning in June 2024;

WHEREAS, Licking Valley Rural Electric Cooperative Corporation, hereby, nominated Kevin Howard to be said Director representing Licking Valley Rural Electric Cooperative Corporation for the one-year term beginning in June 2024;

BE IT, THEREFORE RESOLVED that this resolution was properly authorized and adopted on behalf of Licking Valley RECC by the Board of Directors during a regular monthly Board Meeting held April 18, 2024

MOTION CARRIED.

RESOLUTION

WHEREAS, it shall be the objective of Licking Valley Rural Electric Cooperative Corporation (hereinafter referred to as LVRECC) Board of Directors (hereinafter referred to as Board) to provide a Member of the present Board to serve the ensuing year, 2024-2025, on the East Kentucky Power Cooperative (EKPC); and

WHEREAS, LVRECC Board Member C.K. Stacy or alternate LVRECC Board Member Frank Porter, shall serve in the capacity of nominator during the EKPC Annual Meeting; and

WHEREAS, the LVRECC Board has selected Mr. Kevin Howard to be nominated to serve as Board Member for the stated Corporation of EKPC as so declared in paragraph number one (1) of this resolution;

BE IT, THEREFORE RESOLVED that the LVRECC Board hereby approves and adopts this resolution during the monthly Board Meeting held at the West Liberty Headquarters Office on Thursday, April 18, 2024

MOTION CARRIED.

CPR APPROVAL:

Upon motion by Philip Williams and Seconded by Ted A. Holbrook, the LVRECC board of Directors approved: CPR Special Equipment Summary Report #625 in the amount of \$49,260.30 as presented by General Manager/CEO Kerry K. Howard and Exhibited with April 18, 2024 Board Meeting Minutes. Motion Carried.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. April 2024, we had negative margins of (\$502,889)

Negative year-to-date margins of (\$839,148)

Compared to February 2023 year-to-date negative margins of (\$91,344.00)

TIER for February 2024, was: (0.03)

Year-to-date: (1.79)

Budget: 0.69

Total bank Draft accounts in April 2024 were 2,454 totaling \$344,176.29.

Recurring Credit Card accounts for the same period was 700, totaling \$98,016.59.

Total accounts rejected 25 totaling \$3,800.51.

ENVIRONMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, for the month of February 2024 billing, was 7.83%. Fuel Adjustment Clause for February billing was 0.0150.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the April 3, 2024 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on April 11, 2024 stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on March 1, 2024.

LVRECC ANNUAL MEETING DISCUSSION:

Meeting is scheduled to be held on Tuesday June 19, 2024, with drive thru starting at 9:00 am and the business meeting to take place at 4:00 pm.

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors

CRYPTO UPDATE:

John R. May reported that everything running smoothly at this time.

CYBER SECURITY:

Cyber Security continues to be closely monitored at our LVRECC offices.

ADJOURNMENT:

Upon motion by Frank Porter, seconded by C.K. Stacy, there being no further business to come before the Board of Directors Of LVRECC, the April 2024 Board Meeting Adjourned at Approximately at 8:00 p.m.
Motion Carried.



Darrell Cundiff
President



Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION

BOARD OF DIRECTORS MEETING

THURSDAY, May 16, 2024

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday, May 16, 2024, beginning at 6:00 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook
Manager of Corporate Services	Travis Stacy

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon motion made by Philip Williams and seconded by Tommy Hill the minutes of the March 21, and April 18, 2024 and following review of the General Manager/CEO'S report and list of New and Disconnected members for March and April 2024 as submitted, LVRECC Board of Directors approved the same. Motion Carried

EAST KENTUCKY POWER COOPERATIVE:

Kevin Howard representing Licking Valley Rural Electric Cooperative reported that the EKPC joins in the fight against new EPA rules on coal plants. The U.S. Environmental Protection Agency finalized four new regulations recently that could affect coal-fuel power plants across the United States EKPC's Board of Directors learned during Tuesday's meeting.

In April, the EPA issued a series of final rules related to greenhouse gas emission, like carbon dioxide: hazardous pollutants, particularly mercury: coal combustion residuals, which is primarily the ash produced by burning coal in boilers: and effluent limitation guidelines, which is related to water impacts at coal plants. If implemented unchanged, the EPA's GHG rule will have the greatest impact. In order for a coal plant to continue operating past 2039, it would require coal plants to install equipment to capture carbon dioxide emission and then prevent the gas from getting into the atmosphere, most likely by injection it into wells deep underground, in a process referred to as carbon capture and sequestration(CCS).

EPA's attempt to force wide adoption of emerging CCS technology will be disastrous for America's electric grid. EPA's Final GHG rule will force the cost of electricity in the U.S. to sky rocket.

CFO Cliff Scott reported EKPC's March margin was \$0.5 million above budget, largely due to lower-than-expected operating and maintenance. Year-to-date margin was \$12.6 million below budget largely due to lower-than-expected net revenue.

ATTORNEY REPORT:

Honorable Myles L. Holbrook reported on the case of Barbara Salyer. Ms. Salyer has passed away and there has recently been a probate case filed in her estate. Honorable Myles L. Holbrook will be filing a claim associated with the Boards's current lawsuit in Magoffin County case 23-C1-00249.

Attorney Ned Pillersdorf has sent a demand letter for alleged damage done by Licking Valley RECC workers in preparing lines along an easement in Magoffin County. In addition, Mr. Pillersdorf's client (Gard Fork Properties, LLC) believes the current easement is wider than it was previous.

The Wolfe County small claims action has been settled, pending the deposit of our check sent to the Plaintiff, Andrew Brindley.

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by PHILIP WILLIAMS and Seconded by TED HOLBROOK, the board approved: CPR Special Equipment Summary Report # 626 in the amount of \$2,493.39 as presented by General Manager/CEO Kerry K. Howard and Exhibited on the May 16, 2024, Board Meeting agenda. Motion Carried.

2. FOURTH QUARTER WRITE OFF:

Upon motion by KEVIN HOWARD seconded by PHILIP WILLIAMS, the Board approved the fourth quarter write off in the amount of \$9,618.61. Motion Carried.

3. KEC VOTING DELEGATE AND ALTERNATE AND RESOLUTION:

Upon motion by C.K. STACY seconded by TED HOLBROOK, the Board unanimously approved and adopted the following resolution.

RESOLUTION

WHEREAS, the Licking Valley Rural Electric Cooperative Corporation (LVRECC) Board of Directors (Board) hereby authorizes Philip R. Williams, Board Member of LVRECC to serve as Kentucky Electric Cooperatives (KEC) Representative and further appoints as its' Alternate Representative, LVRECC Board Member Kevin Howard. The Board hereby empowers the above Representative and Alternate Representative to vote as they deem necessary on all business which may be submitted for a vote of the Members of KEC for the meeting scheduled to be held August 12-13, 2024; and

WHEREAS, the Board of LVRECC further stipulates, this resolution is in effect only for the time period specified in the above paragraph; and

BE IT, THEREFORE RESOLVED that this resolution was properly authorized and adopted on behalf of LVRECC by the Board during the duly regular monthly Board Meeting held May 16th, 2024

Witnessed this 16th day of May 2024.
MOTION CARRIED.

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. March 2024, we had positive margins of \$477,262

Negative year-to-date margins of (\$361,886)

Compared to March 2023 year-to-date negative margins of (\$416,127)

TIER for March 2024, was: 4.21

Year-to-date: 0.19

Budget: 0.77

Total bank Draft accounts in May 2024 were 2,469 totaling \$332,057.26.

Recurring Credit Card accounts for the same period was 703, totaling \$95,562.40

Total accounts rejected 24 totaling \$3,052.22.

ENVIROMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, for the April 2024 billing, was 10.41%. Fuel Adjustment Charge for April 2024, was 0.01510.

LVRECC ANNUAL MEETING DISCUSSION:

Meeting is scheduled to be held on Tuesday June 19, 2024, with drive thru starting at 9:00 am and the business meeting to take place at 4:00 pm.

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

CRYPTO UPDATE:

John R, May Manager of Administrative Services reported everything was running smoothly.

CYBER SECURITY:

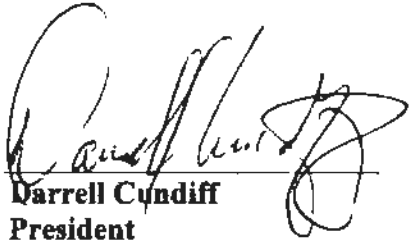
Cyber Security continues to be closely monitored at our LVRECC offices.

SAFETY AND LOSS CONTROL:


General Manager/CEO Kerry K. Howard presented the directors a copy of the May 6, 2024 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on May 9, 2024 stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on April 3, 2024.

ADJOURNMENT:

Upon motion by Frank Porter, seconded by C.K. Stacy, there being no further business to come before the Board of Directors Of LVRECC, the May 16, 2024 Board Meeting Adjourned at Approximately at 7:00 p.m. Motion Carried.



Darrell Cundiff
President



Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING
TUESDAY, JUNE 19, 2024

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Wednesday, 19, 2024, beginning at 5:10 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook
Manager of Corporate Services	Travis Stacy
General Superintendent	Christopher J. Murphy

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon motion made by Ted A. Holbrook and seconded by Tommy Hill the minutes of May 16, 2024 and following review of the General Manager/CEO's report and list of New and Disconnected members for April 2024 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Kevin Howard representing Licking Valley Rural Electric Cooperative reported during Monday's meeting, the Board gave preliminary approval for a new plant featuring reciprocating internal combustion engines (RICE) fueled primarily by natural gas, with diesel as backup fuel. As EKPC adds solar capacity to its portfolio, the RICE units will play an important role in maintaining reliable power production. RICE units can rapidly come online and ramp up and down, providing EKPC with flexibility to fill generation needs as solar production picks up and drops off, particularly during morning and evening hours. The units also provide an additional power source during periods of high demand. EKPC plans to add up to 220 megawatts of RICE capacity at a total estimated cost of \$500 million. The RICE facility must be approved by the Kentucky PSC. EKPC plans to file an application with PSC later this year.

Cliff Scott, CFO reported that April's margin was \$1 million above budget, primarily due to lower-than-expected operating and maintenance expenses and higher other income, partially offset by lower net revenues.

EKPC is well-positioned to meet the challenges of the future. As electric utilities face increasing challenges and uncertainty, EKPC finds itself well-positioned to capitalize on opportunities, cooperative leaders told the audience at Tuesday's annual meeting. Progressively more stringent government regulations will put upward pressure on rates for U.S. electric utilities in coming years, but electric cooperatives member-focused business model puts them in an advantageous position to maintain the delicate balance among reliability, cost-competitiveness and increasing sustainability, leaders said.

KENTUCKY ELECTRIC COOPERATIVE:

Tommy Hill representing Licking Valley Rural Electric Cooperative reported during May 29th 2024 meeting President Chris Perry reported the Commission has filed the revised pole attachment regulation that has been signed by the Governor. The statewide is reviewing the regulation and will continue to communicate updates to the cooperatives.

Jeremy Denny reported on the year-to-date product sales, cash flow analysis, sales by product, sales by state, inventory, and administrative expenses. Also made available was the profit and loss statement, consolidated balance sheet, and cash flow analysis.

Dustin Miller reported the 2024 long legislative session ended on April 15th noting a very active session where 1,758 bills/resolutions were filed, and 223 became law, and 387 simple resolutions were adopted.

ATTORNEY REPORT:

Honorable Myles L. Holbrook reported a claim has been filed in the case of Barbara Salyer. Andrew Brindley's case is completed.

In the Magoffin County Case pretraining to alleged damage done by LVRECC workers in preparing lines along an easement, Mr. Pillersdorf's client would like to meet with General Manager/CEO Kerry K. Howard, Superintendent Chris Murphy and Board of Directors to discuss a resolution to the case.

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by Philip Williams and Seconded by Ted A. Holbrook, the LVRECC board of Directors approved: CPR Special Equipment Summary Report #627 in the amount of \$43,619.00 as presented by General Manager/CEO Kerry K. Howard and Exhibited with June 19, 2024 Board Meeting Minutes. Motion Carried.

2. WORK ORDER APPROVAL:

Upon Motion by Tommy Hill, seconded by Ted A, Holbrook, the LVRECC Board of directors approved the following

January 2024	\$269,382.03
February 2024	\$259,834.67
March 2024	\$344,661.09

3. RUS LOAN KY56 AN48 EXTENSION AND RESOLUTION:

Upon motion by C.K. Stacy, seconded by Philip Williams, the LVRECC Board of directors approved the following resolution concerning LVRECC'S RUS Loan KY56 AN48 and as exhibited with the June 19, 2024 Board Meeting Minutes:

RESOLUTION

WHEREAS, the Licking Valley Rural Electric Cooperative Corporation (hereinafter referred to as LVRECC), Construction Work Plan 2019-2022 Documents was duly adopted by the Board of Directors of the Corporation at the regular meeting held July 18, 2019, and entered in the minute book of the Corporation; the RUS Loan Contract, FFB Note, Reimbursement

Note and Security Instruments(s) as true and exact copies of the forms thereof authorized and executed by the Board of Directors;

WHEREAS, at this point in time caused by reduced need for construction due to deteriorating economic conditions in Eastern Kentucky and also not enough work orders to encumber, the Board of LVRECC request a two-year loan extension from the Rural Utilities Service for its RUS Loan KY 56 AN48.

BE IT, THEREFORE RESOLVED that this resolution was authorized and adopted on behalf of LVRECC by the Board during the regular monthly Board Meeting held June 19, 2024.

MOTION CARRIED.

4. RATE CASE PRESENTATION BY JOHN WOLFRAM CATALYST CONSULTING LLC:

Upon Motion by C.K. Stacy, seconded by Ted A. Holbrook, the LVRECC Board of directors approved the following resolution concerning filing of a rate application with The Kentucky PSC exhibited with the June 19, 2024 meeting minutes:

A meeting of the Board of Directors ("Board") of Licking Valley Rural Electric Cooperative Corporation ("Licking Valley") was held at the Malone Warehouse located at, West Liberty Ky. in person, on June 19, 2024, after due and proper notice of such meeting was given, and after a quorum was declared, during which meeting the Board discussed and considered the fully allocated cost of service study ("COSS") presented by its consultant, John Wolfram of Catalyst Consulting LLC.

Upon motion by C.K. Stacy and seconded by Ted Holbrook, and duly carried, the following RESOLUTION was unanimously adopted:

WHEREAS, Licking Valley is owned by the members it serves, and its purpose is to provide safe, efficient, and reliable electric service at rates and terms that are fair, just and reasonable; and,

WHEREAS, the leadership and management of Licking Valley have thoroughly reviewed the Cooperative's financial condition and it has become apparent to Licking Valley's Board of Directors that it is the prudent decision to request an increase in its revenues through its rates by filing an Application with the Kentucky Public Service Commission for a general rate proceeding;

WHEREAS, the Board has retained the services of a respected rate consultant, John Wolfram of Catalyst Consulting, LLC, who has completed a COSS, which indicates that Cumberland Valley would need an annual revenue increase of approximately \$2,836,945, in order to maintain an adequate financial position for the company; and,

WHEREAS, Licking Valley intends to file a rate adjustment application with the Commission using a historical 12-month test period beginning on January 1, 2023 and ending on December 31, 2023; and

NOW, THEREFORE BE IT RESOLVED by the Licking Valley Board of Directors that the Board of Directors hereby grants approval for the management of Licking Valley to take all necessary and advisable actions in connection with the Application for a general adjustment to be filed with the Kentucky Public Service Commission.

NOW, THEREFORE BE IT FURTHER RESOLVED by the Licking Valley Board of Directors that the Board of Directors grants approval for the Application to be filed with the Kentucky Public Service Commission for a general adjustment of rates will be for an increase not to exceed \$3,000,000.
MOTION CARRIED:

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. April 2024, we had negative margins of $-(\$278,810)$

Negative year-to-date margins of $-(\$289,216)$

Compared to April 2023 year-to-date negative margins of $-(\$694,937)$

TIER for April 2024, was: 0.94

Year-to-date: (0.09)

Budget: 0.66

Total bank Draft accounts in June 2024 were 2,468 totaling \$302,202.63.

Recurring Credit Card accounts for the same period was 687, totaling \$84,153.81

Total accounts rejected 24 totaling \$2,545.79.

ENVIRONMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, for the month of May 2024, was 12.90%. Fuel Adjustment Charge for the month of May 2024, was 0.00576

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

CRYPTO UPDATE:

John R. May reported that there is talk of a possible crypto site.

CYBER SECURITY:

Cyber Security continues to be closely monitored at our LVRECC offices.

SAFETY AND LOSS CONTROL:


General Manager/CEO Kerry K. Howard presented the directors a copy of the June 3, 2024 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on June 13, 2024 stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on May 6, 2024.

ADJOURNMENT:

Upon motion by Frank Porter, seconded by C.K. Stacy, there being no further business to come before the Board of Directors Of LVRECC, the June 2024 Board Meeting Adjourned at Approximately at 7:00 p.m. Motion Carried.



Darrell Cundiff
President



Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION

SPECIAL BOARD MEETING

TUESDAY, JUNE 19, 2024

A special board meeting was held Wednesday, June 14, 2024, at 5:04 p.m., E.D.T., in the Malone Office, following the business session of the 2024 Annual Meeting of Member for the purpose of being sworn to perform the duties of office and to elect officers for the ensuing period and until LVRECC's next annual meeting covering portions of the years 2024-2025.

The Honorable Myles Holbrook called the Special Board Meeting to order, naming himself as Interim President of the Special Board Meeting to solicit votes for officers for the upcoming year.

ELECTION OF OFFICERS:

UPON MOTION OF TED A. HOLBROOK, SECONDED BY PHILIP WILLIAMS, ALL BOARD OFFICER FOR THE PERIOD YEARS 2024-2025 SHALL BE RE-NOMINATED AND RETAINED IN THEIR POSITIONS FOR THE ENSUING PERIOD AS STATED ABOVE IN PARAGRAPH NUMBER ONE, TO-WIT, DARRELL CUNDIFF, PRESIDENT; TED A HOLBROOK, VICE-PRESIDENT; TOMMY HILL, SECRETARY/TREASURER. MOTION AND NOMINATIONS WERE CARRIED BY UNANIMOUS VOTE.

Pursuant to Article III, Section 3, of the by-Laws of the Cooperative, Myles Holbrook as Attorney for the Cooperative administered an oath to the newly elected directors, as above stated, to faithfully perform the duties of office during the ensuing period as stated above in paragraph one.

ADJOURMENT:

UPON MOTION BY PHILIP WILLIAMS, SECONDED BY TED A. HOLBROOK, THE SPECIAL BOARD MEETING OF THE LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION STOOD ADJOURNED AT 5:10 P.M.

DARRELL CUNDIFF

TED A. HOLBROOK

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING
THURSDAY, JULY 18, 2024

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday July 18, 2024, beginning at 6.00 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Manager of Administrative Services	John R. May
Attorney	Myles Holbrook
Manager of Corporate Services	Travis Stacy
General Superintendent	Christopher J. Murphy

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon motion made by Philip Williams and seconded by Ted A. Holbrook the minutes of the June 19, 2024 and following review of the General Manager/CEO's report and list of New and Disconnected members for May 2024 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Kevin Howard representing Licking Valley Rural Electric Cooperative reported recently EKPC's Board of Directors on Tuesday approved a plan for the cooperative to apply for up to \$679 million in federal funding for projects to reduce greenhouse gas emissions. The funding is part of the New Empowering Rural America, of New ERA, program administered by the Rural Utilities Service of the U.S. Department of Agriculture. The New ERA program designated \$9.7 billion for electric cooperatives across the U. S. In addition to the New ERA funding, EKPC is eligible to receive the equivalent of investment tax credits on the cost of construction eligible renewable projects covering 30 to 50 percent of project costs. The board also approved a long-range financial forecast for 2024 through 2040 that includes spending on the proposed New ERA projects along with the government incentives. The forecast is required as part of loan applications under the New ERA program.

Cliff Scott, CFO reported that EKPC's May margin was \$8.4 million over budget, primarily due to favorable operating and maintenance(O&M) expenses, partially offset by unfavorable net revenue. Year-to date margin through May was \$3.2 million below budget, mainly due to unfavorable net revenues, partially offset by favorable O&M expenses. Cost to member systems remained below target.

KENTUCKY ELECTRIC COOPERATIVES REPORT:

Tommy Hill Representing Licking Valley Rural Electric Cooperative reported that former Kentucky Public Service Commission Chairman Kent Chandler says he is excited to find another opportunity in the energy sector, potentially working in the federal wholesale electricity market space. Chandler did not say why he believed he would not be reappointed to the commission by Gov. Andy Beshear. Chandler resigned just before his term expired on June 30, leaving two commissioners on the three-person body. Chris Perry reviewed a presentation that will be made available to the cooperatives discussing reliability of the grid and why reliable energy is at risk. The statewide association has created this reliability power point presentation based on the Gambling with the Grid cover story in Kentucky Living. Statewide Annual Meeting is scheduled for August 12-13th.

ATTORNEY REPORT:

Honorable Myles L. Holbrook reported that the case of Barbara Salyer has not been denied. There is no action in the Andrew Brimley's case. Licking Valley has asked for a loan extension from Rural Utilities Service pertaining to KY 56 AN48. In the Magoffin County Case Pertaining to alleged damage done by LVRECC workers doing right of way clearing along an easement, they have asked for a dollar amount. However, this case may be resolved if clean up can be done. Honorable Myles L. Holbrook, General Manager/CEO Kerry K. Howard and Superintendent Chris Murphy are planning to meet with the owners of the property to try and reach an agreement.

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by Ted A. Holbrook and Seconded by Tommy Hill, the LVRECC board of Directors approved: CPR Special Equipment Summary Report #628 in the amount of \$27,653.50 as presented by General Manager/CEO Kerry K. Howard and Exhibited with July 18, 2024 Board Meeting Minutes. Motion Carried.

**2. NRECA ANNUAL AND REGIONAL MEETING VOTING DELEGATES
RESOLUTION:**

UPON MOTION BY PHILIP WILLIAMS, SECONDED BY TED A. HOLBROOK, THE FOLLOWING RESOLUTION WAS AUTHORIZED AND ADOPTED BY THE BOARD OF DIRECTORS OF LVRECC:

RESOLUTION

WHEREAS, the Licking Valley Rural Electric Cooperative Corporation (LVRECC) Board of Directors (Board) hereby authorizes Tommy Hill, Board Member of LVRECC to serve as National Rural Electric Cooperative Association (NRECA) Representative and further appoints as its' Alternate Representative, Kerry K. Howard. The Board hereby empowers the above Representative and Alternate Representative to vote as they deem necessary on all business which may be submitted for a vote of the Members of NRECA during its 2024 NRECA Annual and Regional Meeting scheduled to be held October, 7-9 2024 in Columbia, SC; and

WHEREAS, the Board of LVRECC further stipulates, this resolution is in effect only for the time period specified in the above paragraph; and

BE IT, THEREFORE RESOLVED that this resolution was properly authorized and adopted on behalf of LVRECC by the Board during the duly regular monthly Board Meeting held July 18, 2024.

Done at West Liberty, Kentucky, this 18th day of July 2024.

MOTION CARRIED:

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. May 2024, we had negative margins of \$(422,834)

Negative year-to-date margins of (\$1,073,936)

Compared to May 2023 year-to-date negative margins of (\$1,000,378)

TIER for May 2024, was: (1.835)

Year-to-date: (0.44)

Budget: 0.49

Total bank Draft accounts in July 2024 were 2,511 totaling \$315,914.11.

Recurring Credit Card accounts for the same period was 703, totaling \$86,083.92

Total accounts rejected 28 totaling \$3,349.91

ENVIROMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, for the month of May 2024, was 16.09%. Fuel Adjustment Charge for the month of June 2023, was 1.255

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the July 10, 2024 Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on July 11, 2024 stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on June 3, 2024.

CRYPTO UPDATE:

John R. May reported that everything is running smoothly except for an occasional fuse that will blow.

CYBER SECURITY:

Cyber Security continues to be closely monitored at our LVRECC offices.

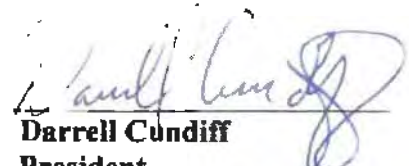
LVRECC RATE CASE: General Manager /CEO Kerry K. Howard discussed the rate case with the LVRECC Directors. Our office is currently gathering information for the rate case. The advertising for the rate case will be in the August 2024 Kentucky Living issue.

OTHER BUSINESS:

EKPC Operation Maintenance met at Licking Valley RECC to discuss the Oakdale substation.

ADJOURMENT:

Upon motion by Philip Williams, seconded by Ted A Holbrook, there being no further business to come before the Board of Directors Of LVRECC, the July 18, 2024 Board Meeting Adjourned at Approximately at 7:30 p.m. Motion Carried.


Darrell Cundiff
President


Tommy Hill
Secretary/Treasurer

LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING
THURSDAY, AUGUST 15, 2024

A meeting of the Board of Directors of the Licking Valley Rural Electric Cooperative Corporation Board was called to order by President Darrell Cundiff Thursday August 15, 2024, beginning at 6.00 p.m. both in person and virtually.

Those board members and guests in attendance were as follows:

President	Darrell Cundiff
Vice President	Ted A. Holbrook
Secretary/Treasurer	Tommy Hill
Director	Kevin Howard
Director	Alan Oldfield
Director	Frank Porter
Director	C. K. Stacy
Director	Philip Williams
General Manger/CEO	Kerry K. Howard
Attorney	Myles Holbrook
Manager of Corporate Services	Travis Stacy

Darrell Cundiff, President of the Board called the meeting to order. Kerry K. Howard General Manager/CEO ask for prayer request and concerns and gave the invocation.

MEETING MINUTES AND REPORTS:

Upon motion made by Philip Williams and seconded by Tommy Hill the minutes of the July 18, 2024 and following review of the General Manager/CEO's report and list of New and Disconnected members for June 2024 as submitted, LVRECC Board of Directors approved the same. Motion Carried.

EAST KENTUCKY POWER COOPERATIVE:

Kevin Howard representing Licking Valley Rural Electric Cooperative reported that with the possibility of several billion dollars in new capital expenditures on the horizon for the coming decade, recently EKPC Board is considering extending the current wholesale power contract between EKPC and the 16 owner-member cooperatives it serves in order to manage the rate impact.

The wholesale power contract establishes EKPC as the primary power supplier for each of the 16 owner-member cooperatives.

Extending the term of the contract will allow EKPC to extend the debt payback period and as a result, reduce the rate impact to co-op members by spreading it over a longer period of time. The current version, entered in requested that the board consider extending the contract to 2072 to cover the useful lives of assets under consideration.

In response to the new federal government regulations of greenhouse gas emissions, and the growing demand for electricity, EKPC is exploring the possibility of adding new electric-generating and transmission facilities, and taking steps to convert boilers at coal plants to enable them to also burn natural gas as fuel.

Cliff Scott reported June margin was \$4.4 million above budget, largely due to the lower-than-expected operating and maintenance expenses, partially offset by lower net revenues.

KENTUCKY ELECTRIC COOPERATIVES REPORT:

Tommy Hill Representing Licking Valley Rural Electric Cooperative at the 78th Annual Meeting reported that change was made to Board Policy 126 and amendment to section VI.B of the Bylaws and a corresponding amendment to Board Policy 101 to better reflect the commencement of officer terms beginning on January of the year following election.

Transition Reality Check presentation was given on Monday during the morning session at the Annual Meeting, by Mike Keyser. He stated the last time U.S. Emissions were this low, was in 1987.

Presented below are some 2023 Emission Facts:

- The power sector led an overall 1.8% decline in U.S. emissions.
- The power sector accounted for 83% of that decline.
- The power sector is now 3rd in U. S. emissions behind transportation and industry.
- Power sector emissions were 40% lower than 2005 levels.

China is the Top CO(2) Emitting Country, followed by the U.S.

Mr. Keyser discussed the United States 2023 Installed Accredited Capacity, Zero Carbon-274 GW, Fossil-720 GW for a Total of 994 GW. Compared to China's 2023 installed Accredited Capacity, Zero Carbon-752 GW, Fossil-1,370 GW for a Total of 2,122 GW.

Recognized at the Annual Meeting as the Distinguished Rural Kentuckian was Dr. Tony Brannon, Retired Dean, Hutson School of Agriculture at Murray State University.

Also, the keynote speaker was Anthony Robles, All- American wrestler and 2011 NCAA wrestling champion in the 125 lb. weight class, despite being born with only one leg. He is the author of the book *Unstoppable: From Underdog to Undefeated: How I became a Champion*, which was published in September 2012.

ATTORNEY REPORT:

Honorable Myles L. Holbrook reported that Gard Fork Properties LLC in Magoffin County who allege damage was done by LVRECC workers executing right of way clearing along an easement, is seeking compensatory damages for the property, statutory damages allowable for the unlawful harvesting and destruction of trees, declaratory judgment as to the appropriate easement, punitive damages, an injunction to keep Licking Valley RECC from entering the property again without notification to Gard Fork Properties, attorney fees and costs and any and all other relief deemed appropriate. Upon recommendation from General Manager/CEO Kerry K. Howard the LVRECC Board of Directors agreed Federated Rural Electric Insurance Exchange should handle this case.

On the case of Barbara Salyer in Magoffin County no action has been taken on behalf of her family. They do have up to six months to file.

BOARD ACTION REQUIRED:

1. CPR APPROVAL:

Upon motion by Kevin Howard and Seconded by Philip Williams, the LVRECC board of Directors approved: CPR Special Equipment Summary Report #629 in the amount of \$44,365.29 as presented by General Manager/CEO Kerry K. Howard and Exhibited with August 15, 2024, Board Meeting Minutes. Motion Carried.

2. 2025 NRECA MEDICAL INSURANCE:

Upon motion by Kevin Howard Seconded by Ted A. Holbrook. The LVRECC Board of Directors approved the 2024 NRECA Group Benefits Program Renewal as presented by General Manager/CEO Kerry K. Howard.
Motion Carried.

3. CFC LINE OF CREDIT:

Upon motion by Tommy Hill Seconded by Philip Williams. The LVRECC Board of Directors approved an application the National Rural Cooperatives Finance Corporation (CFC) for line of credit loan designation KY-056-R-5114 in the amount of Two Million dollars (\$2,000,000) and resolution as exhibited with the August 15, 2022 Board Meeting Minutes.
Motion Carried.

RESOLUTION

RESOLVED, that the Cooperative establish a line of credit and authorize borrowing from National Rural Utilities Cooperative Finance Corporation (“CFC”) in an amount which shall not at any one time exceed \$2,000,000.00 (the “Line of Credit Amount”), subject to the provisions of the Line of Credit Agreement substantially in the form submitted to this meeting (the “Line of Credit Agreement”); and,

RESOLVED, that the individuals listed below are hereby authorized to execute and to deliver to CFC the Line of Credit Agreement.

RESOLVED, that each of the following individuals is hereby authorized in the name and on behalf of the Cooperative to execute and to deliver all such other documents and instruments as may be necessary or appropriate, to execute any future amendments to said Line of Credit Agreement as such individual may deem appropriate within the Line of Credit Amount so authorized and to do all such other acts as in the opinion of such authorized individual acting may be necessary or appropriate in order to carry out the purposes and intent of the foregoing resolutions:

<u>Title</u>	<u>Name</u>
President	Darrell Cundiff
General Manager/CEO	Kerry K. Howard
Accountant	Sandra N. Bradley

Done at West Liberty, Kentucky, this 15th day of August, 2024.

Corporate Seal

DARRELL CUNDIFF
President

ATTEST:

TOMMY HILL
Secretary/Treasurer

FINANCIAL REPORT:

General Manager/CEO Kerry K. Howard Presented the financial report. June 2024, we had positive margins of \$225,542.

Negative year-to-date margins of (\$848,394)

Compared to June 2023 year-to-date negative margins of (\$993,177)

TIER for June 2024, was: 0.03.

Year-to-date: (0.05)

Budget: .84

Total bank Draft accounts in August 2024 were 2,574 totaling \$433,786.86

Recurring Credit Card accounts for the same period was 699, totaling \$117,787.76.

Total accounts rejected 26 totaling \$4,581.01.

ENVIRONMENTAL SURCHARGE:

The environmental surcharge from East Kentucky Power Cooperative, for July 2024 billing was 15.20%.

Fuel Adjustment Charge for July 2024 was 0.00813.

REPORT FROM THE GENERAL MANAGER/CEO:

Kerry K. Howard gave his report to the LVRECC Board of Directors.

SAFETY AND LOSS CONTROL:

General Manager/CEO Kerry K. Howard presented the directors a copy of the August 2, 2024, Safety and Loss Control Memorandum from LVRECC General Superintendent Chris Murphy as copied, mailed and emailed, with the board meeting material on August 9, 2024, stating there had been 0 new incidents reported by employees which resulted in lost time from work since our previous update on July 10, 2024.

CRYPTO UPDATE:

Kerry K. Howard reported they are paying their monthly bill on time each month.

CYBER SECURITY:

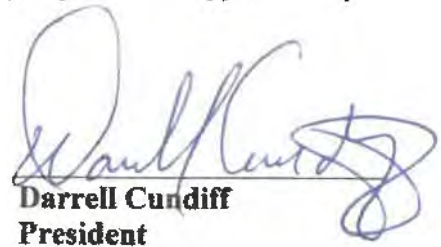
Cyber Security continues to be closely monitored at our LVRECC offices.

OTHER BUSINESS:

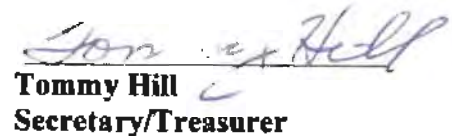
LVRECC Directors inquired if we have had any complaints in regards to the upcoming rate case from our members. To this date everything has been pretty quiet in regards to consumers complaining or questions regarding the rate case.

ADJOURNMENT:

Upon motion by Frank Porter, seconded by Ted A Holbrook, there being no further business to come before the Board of Directors Of LVRECC, the August 15, 2024, Board Meeting Adjourned at Approximately at 7:30 p.m. Motion Carried.



Darrell Cundiff
President



Tommy Hill
Secretary/Treasurer

Licking Valley Rural Electric Cooperative Corporation
Case No. 2024-00211
Commission Staff's Third Request for Information

Request 6: If not already included as part of the response to Item 5, provide any board minutes reflecting approval of financing, whether initial approval or subsequent approval, for each item listed in Application, Revenue Requirement 2023 - Filed, Tab Adj BS, Liabilities & Other Credits.

Request 6: Please see the Attachment PSC 3-6.

ATTACHMENT PSC 3-6



United States Department of Agriculture

Rural Development

Rural Utilities Service

1400 Independence Ave SW
Room 4121 Stop 1590
Washington, DC 20250

Voice 202.720.9545

July 30, 2024

Kerry K. Howard
General Manager/CEO
Licking Valley Rural Electric Cooperative Corporation
P. O. Box 605
West Liberty, KY 41472-0605

Dear Kerry Howard:

The Rural Utilities Service approval is hereby given to Licking Valley Rural Electric Cooperative Corporation to extend the advance period of the "AN48" loan, pursuant to the provisions of 7 CFR 1714.56. The advance period has been extended for an additional two years from July 1, 2024 until July 1, 2026.

Enclosed is an executed copy of the Agreement Modifying Future Advance Promissory Note for your records.

Sincerely,

VICTOR VU

Digitally signed by VICTOR VU
Date: 2024.07.30 09:18:50
-04'00'

VICTOR T. VU
Deputy Assistant Administrator
Office of Portfolio Management and Risk Assessment
Electric Program
Rural Utilities Service

Enclosure

FOR FFB USE ONLY:

Note Identifier:

LICVAL - 0004

Acceptance Date:

7/29/24

Washington, D.C.

FOR RUS USE ONLY:

RUS

Note

Number: 3951A

AGREEMENT MODIFYING FUTURE ADVANCE PROMISSORY NOTE made as of **JULY 12, 2024**, by and among **LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION** (the "Borrower"), the **FEDERAL FINANCING BANK** ("FFB"), a body corporate and instrumentality of the United States of America, and the **UNITED STATES OF AMERICA**, acting through the Administrator of the Rural Utilities Service ("RUS").

WHEREAS, the Borrower has heretofore executed and delivered a certain Future Advance Promissory Note dated **JULY 1, 2019** (the "Original Note"), payable to FFB in a maximum principal amount not to exceed **NINETEEN MILLION SIX HUNDRED NINETY ONE THOUSAND** dollars (**\$19,691,000**); and

WHEREAS, RUS has heretofore guaranteed the Original Note by executing a guarantee dated **OCTOBER 2, 2019** (the "RUS Guarantee"); and

WHEREAS, FFB has heretofore purchased the guaranteed Original Note in accordance with a certain agreement dated as of January 1, 1992, between FFB and the Administrator of the Rural Electrification Administration, predecessor to RUS, as such agreement has been amended; and

1. Definitions.

Capitalized terms used and not defined in this Agreement shall have the respective meanings given such terms in the Original Note.

2. Modification to "Last Day for an Advance" Specified in Original Note.

The part of the legend at the top of page 1 of the Original Note specifying the particular date that is the "Last Day for an Advance" under the Original Note is hereby modified to read as follows:

Last Day
for an
Advance (¶3) JULY 1, 2026

3. Original Note Remains In Effect.

Excepted as modified herein, the Original Note shall remain in full force and effect.

4. RUS Guarantee Remains In Effect.

Notwithstanding the modification to the Original Note made by this Agreement, RUS hereby confirms that the RUS Guarantee of the Original Note, as the Original Note is modified herein, shall remain in full force and effect.

5. Effective Date of this Agreement.

This Agreement shall not become effective until it has been executed by all of the Borrower, FFB, and RUS. When this Agreement has been so executed, it shall become effective as of the date first above written.

6. Severability.

Any provision of this Agreement that is prohibited or unenforceable in any jurisdiction shall, as to such jurisdiction, be ineffective to the extent of such prohibition or unenforceability without invalidating the remaining provisions hereof, and any such prohibition or unenforceability in any jurisdiction shall not of itself invalidate or render unenforceable such provision in any other jurisdiction.

IN WITNESS WHEREOF, the Borrower has caused this Agreement to be signed in its corporate name and its corporate seal to be hereunder affixed and attested by its officers thereunto duly authorized, and FFB and RUS have each caused this Agreement to be executed by their respective duly authorized officials.



LICKING VALLEY RURAL ELECTRIC COOPERATIVE CORPORATION

By: *Tommy Hill*
Name: Tommy Hill
Title: Secretary

By: *Darrell Cundiff*
Name: Darrell Cundiff
Title: President

FEDERAL FINANCING BANK

By: Christopher L. Tuttle
Name: Christopher L. Tuttle
Title: Vice President
Digitally signed by Christopher L. Tuttle
Date: 2024.07.29 11:49:23 -0400

By: Jeffrey J. Kim
Name: Jeffrey J. Kim
Title: Vice President
Digitally signed by Jeffrey J. Kim
Date: 2024.07.29 15:48:52 -0400

UNITED STATES OF AMERICA,
acting through the Administrator
of the Rural Utilities Service

By: ANDREW BERKE
Name: ANDREW BERKE
Title: Administrator
Digitally signed by ANDREW BERKE
Date: 2024.07.23 08:34:38 -0400



LICKING VALLEY
RURAL ELECTRIC COOPERATIVE CORPORATION
P. O. Box 605 • 271 Main Street
West Liberty, KY 41472-0605
(606) 743-3179



KERRY K. HOWARD
General Manager/CEO

RESOLUTION

WHEREAS, Licking Valley Rural Electric Cooperative Corporation, (hereinafter referred to as LVRECC), Construction Work Plan 2019-2022 Documents was duly adopted by the Board of Directors of the Corporation at the regular meeting held July 18, 2019, and entered in the minute book of the Corporation; the Rus Loan Contract, FFB Note, Reimbursement Note and Security Instruments(s) as true and exact copies of the forms thereof authorized and executed by the Board of Directors;

WHEREAS, at this point in time caused by reduced need for construction due to deteriorating economic conditions in Eastern Kentucky and also not enough work orders to encumber, the Board of LVRECC requests a two-year loan extension from the Rural Utilities Service for its RUS Loan KY 56 AN48.

BE IT, THEREFORE RESOLVED, that this resolution was authorized and adopted on behalf of the LVRECC by the Board during the regular monthly Board Meeting held June 19, 2024.

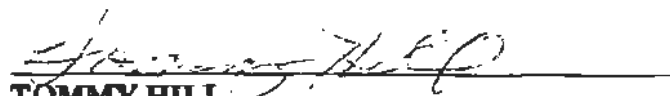
Witnessed this 19th day of June 2024.

Corporate Seal



DARRELL CUNDIFF
President

ATTEST:



TOMMY HILL
Secretary/Treasurer

Licking Valley Rural Electric Cooperative Corporation
Case No. 2024-00211
Commission Staff's Third Request for Information

Request 7: Refer to Licking Valley RECC's response to Staff's First Request, Item 3, Schedule B1. Refer also to Application, Revenue Requirement 2023 - Filed, Tab Adj BS, Liabilities & Other Credits. Refer also to Licking Valley RECC's 2023 Annual Report filed with the Commission on March 19, 2024. Reconcile the discrepancies between the debt information provided in each item.

Response 7: The total debt information matches in each of the three referenced documents. Licking Valley's total long-term debt (LTDP) is \$32,190,213.

- In Exhibit JW-2, or file Rev Req tab Adj BS, the LTD is line 48 Total LTD \$30,772,969 plus line 55 Current Maturities LTD \$1,417,244 equals \$32,190,213.
- In the response to Staff 1-3, Schedule B1, the LTD sum in column (d) is \$32,190,213.
- In the 2023 Annual Report, the LTD is page 23/59 last line \$31,139,174 plus page 24/59 last line \$1,051,039 equals \$32,190,213.

Licking Valley Rural Electric Cooperative Corporation
Case No. 2024-00211
Commission Staff's Third Request for Information

Request 8: Refer to Licking Valley RECC's response to Staff's First Request, Item, 43, Schedule K. Explain the fees paid to Myles Holbrook.

Response 8: Mr. Holbrook is legal counsel for Licking Valley's Board of Directors. The monthly fee paid is for his services in that position.

Licking Valley Rural Electric Cooperative Corporation
Case No. 2024-00211
Commission Staff's Third Request for Information

Request 9: Refer to Licking Valley RECC's response to Staff's First Request, Item, 43, Schedule K. Confirm that each line item for a Christmas gift was excluded from the revenue requirement calculation. If not confirmed, explain why not.

Response 9: Confirmed. The line items for Christmas gifts were excluded from the revenue requirement.

Licking Valley Rural Electric Cooperative Corporation
Case No. 2024-00211
Commission Staff's Third Request for Information

Request 10: Refer to Licking Valley RECC's response to Staff's First Request, Item 21. Compare the compensation information provided for 2023 for other East Kentucky Power Cooperative, Inc. member cooperatives' compensation for CEO/General Manager. Include in the comparison the total number of customers served by each cooperative.

Response 10: Licking Valley does not have access to the compensation information for the other CEO/General Managers of EKPC cooperatives.

Licking Valley Rural Electric Cooperative Corporation
Case No. 2024-00211
Commission Staff's Third Request for Information

Request 11: Refer to Licking Valley RECC's response to Staff's First Request, Item 1, Operating Expenses, Acct. 555.1. Explain the relationship between Starshine Energy and Licking Valley RECC. In addition to the explanation, provide any contracts or tariff language related to the purchases.

Response 11: Licking Valley purchases solar generated electricity from Starshine Energy. The power purchase agreement is attached.

ATTACHMENT PSC 3-11

SOLAR POWER PURCHASE AGREEMENT

This SOLAR POWER PURCHASE AGREEMENT (“Agreement”) is entered into by the parties listed below (each, a “Party,” and collectively, the “Parties”) and effective as of the latest date on which this Agreement is executed by either Party (“Effective Date”).

“Purchaser”		“Seller”	
Name and Address	Licking Valley Rural Electric Cooperative c/o <u>Kerry K. Howard</u> 271 West Main Street West Liberty, KY 41472	Name and Address	Starshine Energy, LLC c/o Gary Booth 347 Ashley Lane Cincinnati, OH 45215
Phone	(<u>606</u>) <u>743</u> - <u>3179</u>	Phone	(513) 324-7370
Fax	(<u>606</u>) <u>743</u> - <u>7775</u>	Fax	() -
Email	<u>kkhoward</u> @ <u>lvrecc.com</u>	Email	garybooth1940@yahoo.com

This Agreement sets forth the terms and conditions of the purchase and sale of solar generated electricity from a 304kW ground-based solar panel array to be installed by Seller (“System”) on fenced real property adjacent to Purchaser’s Malone Warehouse Building, which comprises a portion of Purchaser’s premises located at 537 Steele Road, West Liberty, KY 41472 (“Premises”), including any buildings and other improvements on the Premises other than the System (“Improvements”).

1. **Purchase and Sale of Electricity.** Purchaser shall purchase from Seller, and Seller shall sell to Purchaser, all of the electricity generated by the System during the Term (as defined in Section 2(c)). Electricity generated by the System shall be delivered to Purchaser. Purchaser may purchase electricity for the Premises from other sources to the extent Purchaser’s electricity consumption requirements exceed the output of the System.

2. **Term and Termination.**
 - a. **Initial Term.** The initial term of this Agreement shall be 10 years, beginning on the Commercial Operation Date (“Initial Term”).

 - b. **Additional Terms.** The Parties may agree in writing to extend this Agreement for one or more additional terms (each, an “Additional Term”) at a Contract Price (as later defined in Section 3(a)) to be agreed.

 - c. **Effective Date; Term.** This Agreement is effective as of the Effective Date. The electricity supply period under this Agreement commences on the Commercial Operation Date (as defined in Section 5(f)) and continues for the duration of the Initial Term and any Additional Terms, unless earlier terminated as provided for in this Agreement (collectively, the “Term”).

 - d. **Termination Without Cause.** Either Party may terminate this Agreement by giving at least 6 months’ notice (“Early Termination Notice”) to the other Party specifying the date that such Party is electing to terminate the Agreement (“Early Termination Date”). For the avoidance of doubt, the Early Termination Date may be no earlier than 6 months from the date that the Early Termination Notice is received. If the Agreement is terminated pursuant to this Section 2(d), each Party will continue to be responsible for any liabilities that are due or become due under this Agreement through the Early Termination Date.

3. **Billing and Payment; Taxes.**

- a. **Contract Price.** For years first 4 years of the Term, the price per kWh of electricity generated by the System and delivered to Purchaser is \$0.04. Beginning on the first day of year 5 of the Term, and each subsequent 4 years thereafter until the termination of this Agreement, including any Additional Terms, the price per kWh will be adjusted to reflect the market wholesale value as provided by East Kentucky Power Cooperative. The current price per kWh at any given time during the Term shall be called the “**Contract Price.**”
- b. **Monthly Charges.** Purchaser shall pay Seller monthly for the electricity generated by the System and delivered to Purchaser. The monthly payment will be equal to the applicable Contract Price multiplied by the number of kWh of electricity generated and delivered to Purchaser during the applicable month, measured in accordance with Section 10.
- c. **Monthly Invoices.** Seller shall invoice Purchaser monthly. Monthly invoices shall state (i) the amount of electricity produced by the System and delivered to Purchaser, (ii) the rates applicable to, and charges incurred by, Purchaser under this Agreement, and (iii) the total amount due from Purchaser.
- d. **Payment Terms.** All amounts due under this Agreement are due and payable net 30 days following receipt of invoice. Any undisputed portion of the invoice amount not paid within the 30-day period shall accrue interest at the annual rate of 2.5% above the Wall Street Journal prime rate applicable at the time payment was due (but not to exceed the maximum rate permitted by law). All payments shall be made in U.S. dollars.
- e. **Taxes.**
 - i. **Purchaser's Taxes.** Purchaser is responsible for: (1) payment of, or reimbursement of Seller, for all taxes assessed on the generation, sale, delivery, or consumption of electricity produced by the System or the interconnection of the System to the utility's electricity distribution system; and (2) real property taxes.
 - ii. **Seller's Taxes.** Seller is responsible for: (1) payment of income taxes or similar taxes imposed on Seller's revenues due to the sale of electricity under this Agreement; and (2) personal property taxes imposed on the System.

4. **RECs and Incentives.** As the owner of the System, Seller is entitled to the benefit of, and will retain all ownership interests in the RECs and Incentives. Purchaser shall cooperate with Seller in obtaining, securing, and transferring any and all RECs and Incentives. Purchaser is not obligated to incur any out-of-pocket costs or expenses in connection with such actions unless reimbursed by Seller. Purchaser shall not make any filing or statements inconsistent with Seller's ownership interests in the RECs and Incentives. If any RECs or Incentives are paid or delivered directly to Purchaser, Purchaser shall immediately pay or deliver such items or amounts to Seller.

- a. **“Governmental Authority”** means any foreign, federal, state, local, or other governmental, regulatory, or administrative agency, court, commission, department, board, or other governmental subdivision, legislature, rulemaking board, court, tribunal, arbitrating body, or other governmental authority having jurisdiction or effective control over a Party.
- b. **“Incentives”** means (i) a payment paid by a utility or state or local Governmental Authority based in whole or in part on the cost or size of the System, (ii) a performance-based incentive paid as a stream of periodic payments by a utility, state, or Governmental Authority based on the production of the

System, (iii) investment tax credits, production tax credits, and similar tax credits, grants, or other tax benefits under federal, state, or local law, and (iv) any other attributes, commodity, revenue stream, or payment in connection with the System (such as ancillary or capacity revenue), in each case of (i) through (iv) relating to the construction, ownership, use, or production of energy from the System, provided that Incentives shall not include RECs.

- c. "REC" means a renewable energy credit or certificate under any state renewable portfolio, standard, or federal renewable energy standard, voluntary renewable energy credit certified by a non-governmental organization, pollution allowance, carbon credit, and any similar environmental allowance or credit and green tag or other reporting right under Section 1605(b) of The Energy Policy Act of 1992 and any present or future federal, state, or local law, regulation or bill, and international or foreign emissions trading program, in each case relating to the construction, ownership, use, or production of energy from the System, provided that RECs shall not include Incentives.

5. Project Completion.

- a. Project Development. Seller shall diligently pursue the development and installation of the System, subject to the remaining provisions of this Section 5.
- b. Permits and Approvals. Seller shall use commercially reasonable efforts to obtain the following at its sole cost and expense:
 - i. any zoning, land use, and building permits required for Seller to construct, install, and operate the System; and
 - ii. any agreements and approvals from the utility necessary in order to interconnect the System to the utility's electric distribution system.
- c. Commencement of Installation. Seller shall exercise commercially reasonable efforts to achieve Commencement of Installation of the System after the Effective Date. "Commencement of Installation" means the date that Seller or its installation contractor has begun physical installation of the System on the Premises.
- d. Force Majeure. "Force Majeure Event" means any event or circumstance beyond the reasonable control of and without the fault or negligence of Seller, including failure or interruption of the production, delivery, or acceptance of electricity due to: an act of god; war (declared or undeclared); sabotage; piracy; riot; insurrection; civil unrest or disturbance; military or guerilla action; terrorism; economic sanction or embargo; civil strike, work stoppage, slow-down, or lock-out; explosion; fire; earthquake; abnormal weather condition or actions of the elements; hurricane; flood; lightning; wind; drought; animals; the binding order of any Governmental Authority; the failure to act on the part of any Governmental Authority (including delays in permitting not caused by actions or omissions of the Party seeking the permit); unavailability of electricity from the utility grid; and failure or unavailability of equipment, supplies, or products outside of Seller's control or due to a Force Majeure Event.
 - i. *Force Majeure*. If either Party is unable to timely perform any of its obligations (other than payment obligations) under this Agreement, in whole or in part, due to a Force Majeure Event, that Party will be excused from performing its obligations for the duration of the time that such Party remains affected by the Force Majeure Event; provided that the affected Party uses commercially reasonable efforts to mitigate the impact of the Force Majeure Event and resumes performance of its affected obligations as soon as reasonably practical. The Party affected by the Force Majeure Event shall notify the other Party as soon as reasonably practical after the affected Party becomes aware that it is or will be affected by a Force Majeure Event.

ii. *Extended Force Majeure.* If a Force Majeure Event notified by either Party under paragraph (i) above continues for a consecutive period of 180 days or more within a 12-month period, then either Party may terminate this Agreement without either Party having further liability under this Agreement except: (1) liabilities accrued prior to termination; and (2) Seller shall remove the System as required under Section 9 (but Purchaser shall reimburse Seller for Seller's removal costs if the Force Majeure Event affects Purchaser and Purchaser elects to terminate the Agreement). Notwithstanding the foregoing, if the Force Majeure Event can be corrected through repair or restoration of the System or other actions by Seller and, prior to expiration of the initial 180-day period, Seller provides written evidence to Purchaser that it is diligently pursuing such actions, then Purchaser shall not have the right to terminate this Agreement so long as Seller continues to diligently pursue such actions.

e. Extension of Time. If Seller is delayed in achieving Commencement of Installation due to a Force Majeure Event, the time for achievement of Commencement of Installation will be automatically extended to account for the impact of the delay.

f. Commercial Operation. Seller shall notify Purchaser when it has achieved Commercial Operation (the date this notice is received, the "**Commercial Operation Date**"). "**Commercial Operation**" means that the System is mechanically complete, capable of providing electricity to Purchaser at the nameplate capacity, and has permission to operate from the relevant Governmental Authority. Seller shall provide Purchaser with documentation to evidence that the System is ready to begin Commercial Operation upon Purchaser's reasonable request.

6. **Installation, Operation, and Maintenance.**

a. Seller's General Obligations Regarding the System. Subject to the terms and conditions of this Agreement, Seller shall design, engineer, install, commission, monitor, operate, and maintain the System, in each case in a good and workmanlike manner and in accordance with applicable law and prudent solar industry practices in the state in which the Premises are located. The System shall comply with all applicable rules, regulations, and local building codes.

b. System Design. Seller shall use its best efforts and prudent solar industry practices in its design of the System.

c. System Repair and Maintenance. Seller may suspend delivery of electricity from the System for the purpose of maintaining and repairing the System; provided that Seller shall use commercially reasonable efforts to (i) minimize any interruption in service to the Purchaser, and (ii) limit any suspension of service to weekend or off-peak hours. Scheduled and unscheduled maintenance and repairs shall be undertaken at Seller's sole cost and expense, except that Purchaser shall reimburse Seller for the reasonable cost of any repairs or maintenance resulting from damage caused by Purchaser, its agents, employees, or contractors.

d. Maintenance of Premises. Purchaser shall, at its sole cost and expense, maintain the Premises and Improvements in good condition and repair, including, without limiting the generality of the foregoing, mowing of the area of the Premises in which the System is located. Purchaser is fully responsible for, and shall properly maintain in full working order and good repair, the electrical infrastructure on Purchaser's side of delivery, including all of Purchaser's equipment that utilizes the System's outputs. Purchaser shall use commercially reasonable efforts to cooperate with Seller to comply with any technical standard of the utility providing electrical power to the Purchaser, and does not need to receive permission to operate from the utility.

- e. No Alteration of Premises. Purchaser shall notify Seller at least 30 days prior to making any alterations or repairs to the Premises or any Improvement (except for emergency repairs) which may adversely affect the operation and maintenance of the System. Thereafter, Purchaser shall use commercially reasonable efforts to conduct alterations or repairs in compliance with any reasonable request made by Seller within 10 days after having received such notice to mitigate any adverse effects. If any alteration or repair result in a permanent and material adverse economic impact on the System, Purchaser may request relocation of the System under Section 8. To the extent that temporary disconnection or removal of the System is necessary to perform alterations or repairs, Seller shall perform such work and any re-connection or re-installation of the System at Purchaser's cost, subject to Sections 6(b) and 6(c). Seller shall make any alterations and repairs in a good and workmanlike manner, in compliance with all applicable laws, codes, and permits.

7. **Miscellaneous Rights and Obligations of the Parties.**

- a. Access Rights. Purchaser hereby grants to Seller and to Seller's agents, employees, contractors, and the utility a non-exclusive license running with the Premises ("**Non-Exclusive License**") for access to, on, over, under, and across the Premises from the Effective Date until the date that is 6 months following the date of expiration or earlier termination of this Agreement ("**License Term**"), for the purposes of performing all of Seller's obligations and enforcing all of Seller's rights set forth in this Agreement, and otherwise as required by Seller in order to effectuate the purposes of this Agreement. Additionally, if the System shall be a ground-mounted System located within a secure, fenced area on the Premises, Purchaser hereby grants to Seller an exclusive, sub-licensable license running with the Premises ("**Exclusive License**", and together with the Non-Exclusive License, the "**Licenses**") for purposes of the installation, operation, use, and maintenance of the System on the exclusively licensed area of the Premises during the License Term. Seller and its employees, agents, and contractors must comply with Purchaser's site safety and security requirements when on the Premises (other than in respect of the fenced area governed by the Exclusive License) during the License Term. During the License Term, Purchaser shall preserve and protect Seller's rights under the Licenses and Seller's access to the Premises, and shall not interfere, or permit any third parties under Purchaser's control to interfere with Seller's rights or access. Seller may record a customary memorandum of license in the land records respecting the Licenses.
- b. OSHA Compliance. Each Party shall comply with all Occupational Safety and Health Act requirements and other similar applicable safety laws and codes with respect to the Party's performance under this Agreement.
- c. Safeguarding the Premises. Purchaser shall maintain the physical security of the Premises and Improvements in a manner to be expected of a reasonable and prudent owner of premises and improvements similar to the Premises and Improvements in nature and location. Purchaser shall not conduct or permit activities on, in, or about the Premises or the Improvements that have a reasonable likelihood of causing damage, impairment, or otherwise adversely affecting the System. Purchaser shall indemnify Seller for any loss or damage to the System to the extent caused by or arising out of (i) Purchaser's breach of its obligations under this Section 7(c) or (ii) the acts or omissions of Purchaser or its employees, agents, invitees, or separate contractors.
- d. Insolation. Purchaser acknowledges that unobstructed access to sunlight ("**Insolation**") is essential to Seller's performance of its obligations and a material term of this Agreement. Purchaser shall not, to the extent within its reasonable control, cause or permit any interference with the System's Insolation, and shall ensure that vegetation on the Premises adjacent to the System is regularly pruned or otherwise maintained to prevent interference with the System's Insolation. If Purchaser discovers any activity or condition that could diminish the Insolation of the System, Purchaser shall immediately notify Seller

and cooperate with Seller in preserving and restoring the System's Insulation levels as they existed on the Effective Date.

e. Use and Payment of Contractors and Subcontractors. Seller may use contractors and subcontractors to perform its obligations under this Agreement. To the extent Seller chooses to do so, Seller shall use suitably qualified, experienced, and licensed contractors and subcontractors. However, Seller shall be responsible for the quality of the work performed by its contractors and subcontractors. Seller shall pay when due all valid charges from all contractors, subcontractors, and suppliers supplying goods or services to Seller under this Agreement.

f. Liens.

i. *Lien Obligations.* Purchaser shall not directly or indirectly cause, create, incur, assume, or allow to exist any mortgage, pledge, lien, charge, security interest, encumbrance, or other claim of any nature, except such encumbrances as may be required to allow Seller access to the Premises (each, a "Lien"), on or with respect to the System. Seller shall not directly or indirectly cause, create, incur, assume, or allow to exist any Lien on or with respect to the Premises or the Improvements, other than those Liens which Seller is permitted by law to place on the Premises due to non-payment by Purchaser of amounts due under this Agreement. Each Party shall immediately notify the other Party of the existence of any Lien following its discovery, and shall promptly cause the Lien to be discharged and released of record without cost to the other Party; provided, however, that each indemnifying Party has the right to contest any Lien, so long as it provides a statutory bond or other reasonable assurances of payment that either removes such Lien from title to the affected property, or that assures that any adverse judgment with respect to the Lien shall be paid without affecting title to such property.

ii. *Lien Indemnity.* Each Party shall indemnify the other Party from and against all claims, losses, damages, liabilities, and expenses resulting from any Liens filed against the other Party's property as a result of the indemnifying Party's breach of its obligations under Section 7(f)(i).

8. **Relocation of System.** If, during the Term, Purchaser ceases to conduct business operations at the Premises or vacates the Premises; the Premises have been destroyed; or the Purchaser is otherwise unable to continue to host the System or accept the electricity delivered by the System for any other reason (other than a Default Event by Seller), Purchaser may propose in writing the relocation of the System, at Purchaser's cost, in lieu of termination of the Agreement by Seller for a Default Event by Purchaser. If the proposal is practically feasible and preserves the economic value of the agreement for Seller, the Parties shall seek to negotiate in good faith an agreement for the relocation of the System. If the Parties are unable to reach agreement on relocation of the System within 60 days after the date of receipt of Purchaser's proposal, Seller may terminate this Agreement pursuant to Section 11(b)(ii).

9. **Removal of System upon Termination or Expiration.** Upon the expiration or earlier termination of this Agreement, Seller shall, at its expense (unless expressly provided otherwise in this Agreement), remove all of the tangible property comprising the System from the Premises with a targeted completion date that is no later than 6 months after the expiration of the Term. The portion of the Premises where the System is located shall be returned to substantially its original condition (excluding ordinary wear and tear), including the removal of System mounting pads or other support structures. Purchaser must provide sufficient access, space, and cooperation as reasonably necessary to facilitate System removal. If Seller fails to remove or commence substantial efforts to remove the System by the agreed upon date, Purchaser may remove the System to a public warehouse and restore the Premises to its original condition (other than ordinary wear and tear) at Seller's cost.

10. **Measurement.**

- a. Meter. The System's electricity output during the Term shall be measured by both Parties' meters.
- b. Meter Standards and Calibration. Each Party shall ensure that its meter meets applicable solar industry standards related to grade, quality, and accuracy, and that its meters are properly calibrated in accordance with the manufacturer's recommendations.
- b. Purchaser's Meter Controls. If there is a discrepancy in the measurement of the Parties' meters, the Purchaser's meter shall be deemed definitive. Additionally, each Party shall make good faith efforts to determine the cause of the discrepancy and to take corrective action.

11. Default, Remedies, and Damages.

- a. Default. Any Party that fails to perform its responsibilities as listed below or experiences any of the circumstances listed below is deemed a "Defaulting Party," the other Party is the "Non-Defaulting Party," and each of the following is a "Default Event":
 - i. failure of a Party to pay any amount due and payable under this Agreement, other than an amount that is subject to a good faith dispute, within 10 days following receipt of notice from the Non-Defaulting Party of a failure to pay ("Payment Default");
 - ii. failure of a Party to perform any material obligation under this Agreement not addressed elsewhere in this Section 11(a) within 30 days following receipt of notice from the Non-Defaulting Party demanding its cure; provided that if the Default Event cannot reasonably be cured within 30 days and the Defaulting Party has demonstrated prior to the end of that period that it is diligently pursuing a cure, the cure period will be extended for a further reasonable period of time, not to exceed 90 days;
 - iii. any representation or warranty given by a Party under this Agreement was incorrect in any material respect when made and is not cured within 30 days following receipt of notice from the Non-Defaulting Party demanding its cure;
 - iv. a Party becomes insolvent or is a party to a bankruptcy, reorganization, insolvency, liquidation, receivership, dissolution, winding-up, or relief of debtors, or any general assignment for the benefit of creditors or other similar arrangement, or any event occurs or proceedings are taken in any jurisdiction with respect to the Party which has a similar effect (or, if any such actions are initiated by a third party, the action is not dismissed within 60 days); or,
 - v. in the case of Purchaser as the Defaulting Party only, Purchaser: (1) loses its rights to occupy and enjoy the Premises, unless the Parties agree upon a relocation under Section 8; or (2) prevents Seller from performing any material obligation under this Agreement unless the action by Purchaser is (a) is permitted under this Agreement, or (b) is cured within 10 days after receipt of notice from Seller.
- b. Remedies.
 - i. Suspension. Upon the occurrence and during the continuation of a Default Event by Purchaser, including a Payment Default, Seller may suspend performance of its obligations under this Agreement until the earlier to occur of the date (1) that Purchaser cures the Default Event in full, or (2) of termination of this Agreement. Seller's rights under this Section 11(b)(i) are in addition to any other remedies available to it under this Agreement, at law, or in equity.

- ii. *Termination.* Upon the occurrence and during the continuation of a Default Event, the Non-Defaulting Party may terminate this Agreement, by providing 5 days' prior notice to the Defaulting Party; provided that in the case of a Default Event under Section 11(a)(iv), the Non-Defaulting Party may terminate this Agreement immediately.
- iii. *Damages upon Default Termination.* Upon a termination of this Agreement pursuant to Section 11(b)(ii), the Defaulting Party shall pay a termination payment to the Non-Defaulting Party determined as follows ("**Termination Payment**"):
 - (1) Termination by Seller. If Seller terminates this Agreement for a Default Event by Purchaser, the Termination Payment payable to Seller shall be equal to the sum of (a) any amounts previously accrued under this Agreement and then owned by Purchaser to Seller; and (b) all direct costs reasonably incurred by Seller by reason of the termination.
 - (2) Termination by Purchaser. If Purchaser terminates this Agreement for a Default Event by Seller, the Termination Payment payable to Purchaser shall be \$10,000.00.
- c. Obligations Following Termination. If a Party terminates this Agreement pursuant to Section 11(b)(ii), then following such termination, Seller shall remove the equipment constituting the System in compliance with Section 9 above at the sole cost and expense of the Defaulting Party; provided, however, that Seller shall not be required to remove the System following the occurrence of a Default Event by Purchaser pursuant to Section 11(a)(i), unless Purchaser pre-pays the cost of restoration reasonably estimated by Seller.
 - i. *Reservation of Rights.* Except in the case of a termination under Section 11(b)(ii) and payment of a Termination Payment (if any) determined pursuant to Section 11(b)(iii), nothing in this Section 11 limits either Party's right to pursue any remedy under this Agreement, at law, or in equity, including with respect to the pursuit of an action for damages by reason of a breach or Default Event under this Agreement.
 - ii. *Mitigation Obligation.* Regardless of whether this Agreement is terminated for a Default Event, the Non-Defaulting Party must make commercially reasonable efforts to mitigate its damages as the result of the Default Event; provided that this obligation shall not reduce Purchaser's obligation to pay the full Termination Payment following a Default Event by Purchaser.
 - iii. *No Limitation on Payments.* Nothing in this Section 11 excuses a Party's obligation to make any payment when due under this Agreement, including with respect to payments for electricity that would have been delivered to Purchaser but for a Purchaser breach or Default Event.

12. Representations and Warranties.

- a. General Representations and Warranties. Each Party represents and warrants to the other the following:
 - i. Such Party is duly organized, validly existing, and in good standing under the laws of the jurisdiction of its formation; the execution, delivery, and performance by such Party of this Agreement has been duly authorized by all necessary corporate, partnership, or limited liability company action, as applicable, and does not and will not violate any law; and this Agreement is the valid obligation of such Party, enforceable against such Party in accordance with its terms (except as may be limited by applicable bankruptcy, insolvency, reorganization, moratorium, and other similar laws now or hereafter in effect relating to creditors' rights generally).

- ii. Such Party has obtained, or will obtain within a reasonable time, all licenses, authorizations, consents, and approvals required by any Governmental Authority or other third party and necessary for such Party to own its assets, carry on its business, and to execute and deliver this Agreement; and such Party is in compliance with all laws that relate to this Agreement in all material respects.
- b. Purchaser's Representations and Warranties. Purchaser represents and warrants to Seller the following:
- i. *Licenses.* (1) Purchaser has title to, a leasehold to, or other valid property interest in the Premises such that Purchaser has the full right, power, and authority to grant the Licenses in Section 7(a), (2) granting the Licenses does not violate any law, ordinance, rule, or other governmental restriction applicable to Purchaser or the Premises and is not inconsistent with and will not result in a breach or default under any agreement by which Purchaser is bound or that affects the Premises, and (3) if Purchaser does not own the Premises or any Improvement on which the System is to be installed, Purchaser has obtained all required consents from the owner of the Premises and/or Improvements, as the case may be, to grant the Licenses to Seller so that Seller may perform its obligations under this Agreement.
 - ii. *Other Agreements.* Neither the execution and delivery of this Agreement by Purchaser nor the performance by Purchaser of any of its obligations under this Agreement conflicts with or will result in a breach or default under any agreement or obligation to which Purchaser is a party or by which Purchaser is bound.
 - iii. *Accuracy of Information.* All information provided by Purchaser to Seller, as it pertains to (1) the Premises, (2) the Improvements on which the System is to be installed, if applicable, (3) Purchaser's planned use of the Premises and any applicable Improvements, and (4) Purchaser's estimated electricity requirements, is accurate in all material respects.
 - iv. *Limit on Use.* No portion of the electricity generated by the System shall be used to heat a swimming pool.
- c. Seller's Warranties. If Seller damages any part of the Premises or any Improvement, Seller shall repair or reimburse Purchaser for the damage, as agreed by the Parties.
- d. NO OTHER WARRANTY. THE WARRANTIES SET FORTH IN SECTIONS 12(a) AND 12(c) ARE PURCHASER'S SOLE AND EXCLUSIVE BASIS FOR ANY CLAIM OR LIABILITY ARISING OUT OF OR IN CONNECTION WITH THIS SECTION 12, WHETHER ARISING IN CONTRACT, TORT (INCLUDING NEGLIGENCE), STRICT LIABILITY, OR OTHERWISE. OTHER THAN AS EXPRESSLY SET FORTH IN SECTIONS 12(a) AND 12(c), NO WARRANTY, WHETHER STATUTORY, WRITTEN, ORAL, EXPRESS, OR IMPLIED, INCLUDING WARRANTIES OF MERCHANTABILITY AND FITNESS FOR A PARTICULAR PURPOSE, OR WARRANTIES ARISING FROM COURSE OF DEALING OR USAGE OF TRADE, APPLIES UNDER THIS AGREEMENT.

13. Insurance.

- a. Insurance Coverage. At all times during the Term, each Party shall maintain such insurance (including workers' compensation insurance) as is required under any applicable law and as is customary in such Party's respective industry.

- b. Certificates. Upon the other Party's request, each Party shall deliver certificates of insurance evidencing the above required coverage. A Party's receipt, review, or acceptance of a certificate shall in no way limit or relieve the other Party of the duties and responsibilities to maintain insurance as set forth in this Agreement.
- c. Deductibles. Each Party shall pay its own insurance deductibles, except in the case of claims (i) resulting from a breach of this Agreement, in which case the breaching Party is responsible for payment of the non-breaching Party's deductible for any responding insurance, and (ii) covered by an indemnity set forth in this Agreement.

14. **Ownership; Right of First Refusal.**

a. Ownership of System.

- i. *Ownership; Personal Property*. Throughout the Term, Seller shall be the legal and beneficial owner of the System and all RECs and Incentives, and the System will remain the personal property of Seller and will not attach to or be deemed a part of, or fixture to the Premises or any Improvement on which the System is installed. Each of the Parties agree that the Seller is the tax owner of the System and all tax filings and reports shall be filed in a manner consistent with this Agreement. The System will at all times retain the legal status of personal property as defined under Article 9 of the Uniform Commercial Code.
- ii. *Notice to Purchaser Lienholders*. Purchaser shall use its best efforts to place all parties having a Lien on the Premises or any Improvement on which the System is installed on notice of the ownership of the System and the legal status or classification of the System as personal property. If any mortgage or fixture filing against the Premises could reasonably be construed as prospectively attaching to the System as a fixture of the Premises, Purchaser shall provide a disclaimer or release from such lienholder.
- iii. *Fixture Disclaimer*. If Purchaser is the fee owner of the Premises, Purchaser consents to the filing of a disclaimer of the System as a fixture of the Premises in the office where real estate records are customarily filed in the jurisdiction where the Premises are located. If Purchaser is not the fee owner, Purchaser shall obtain such consent from the owner. For the avoidance of doubt, in either circumstance Seller has the right to file such a disclaimer.

b. Right of First Refusal.

- i. *Offer and Notice*. If Gary Booth, as the sole owner of Seller, or, in the case of Gary Booth's death, the executor of his estate (Gary Booth and the executor of his estate are collectively referred to as "**Booth**"), desires to sell his interest in Seller ("**Interest**") and solicits or receives a bona fide offer to acquire the Interest that Booth desires to accept ("**Offer**"), then Booth shall promptly, but not more than 10 days after receipt of the Offer, give Purchaser notice of the Offer ("**Offer Notice**"). The Offer Notice shall specify: (1) the percentage of the ownership of Seller that is subject to purchase in the Offer; (2) the identity of each proposed acquirer of the Interest (collectively, the "**Proposed Acquirers**"); (3) all terms of the transaction that is proposed by the Offer; (4) the price for the Interest, including a detailed description of the terms of payment and of any non-cash consideration to be received by Booth; and (5) the proposed time and date of closing of the Offer transaction, which shall not be sooner than 60 days after receipt by the Purchaser of the Offer Notice ("**Proposed Closing Time**"). True and complete copies of all documents relating to or containing the terms and provisions of the Offer must be appended to the Offer Notice.

- ii. *Purchaser Option.* Beginning on the date the Purchaser receives the Offer Notice and ending 21 days thereafter (“**Purchaser Option Period**”), the Purchaser shall have the exclusive right (but not the obligation) to acquire the Interest upon the same terms and conditions contained in the Offer. The Purchaser may exercise its option by, prior to the expiration of the Purchaser Option Period, delivering notice to Booth stating that the Purchaser has elected to acquire the Interest (“**Notice of Exercise**”). The Notice of Exercise shall stipulate a closing date for the acquisition of the Interest, which shall be on or before the later of (1) 60 days after the date on which the purchaser received the Offer Notice, or (2) the proposed closing date contained in the Offer.
- iii. *Expiration of Purchaser Option Period.* If the Purchaser Option Period expires without the Purchaser electing to acquire the Interest, then Booth shall be free to sell the Interest to the Proposed Acquirers by the Proposed Closing Time on the exact terms and conditions set forth in the Offer. Any variation, amendment, modification, or supplement to the terms and conditions shall create a new offer subject to the provisions of this Section 14(b).

15. **Indemnification and Limitations of Liability.**

- a. General. Each Party (the “**Indemnifying Party**”) shall defend, indemnify, and hold harmless the other Party, its affiliates, and the other Party’s and its affiliates’ respective directors, officers, shareholders, partners, members, agents, and employees (collectively, the “**Indemnified Parties**”), from and against any loss, damage, expense, liability, and other claims, including court costs and reasonable attorneys’ fees (individually, a “**Liability**,” and collectively, “**Liabilities**”) resulting from (i) any Claim (as defined in Section 15(b) relating to the Indemnifying Party’s breach of any representation or warranty set forth in Section 12 and (ii) injury to or death of persons, and damage to or loss of property, to the extent caused by or arising out of the negligent acts or omissions of the Indemnifying Party (or its contractors, agents, or employees) in connection with this Agreement; provided, however, that nothing in this Agreement will require the Indemnifying Party to indemnify the Indemnified Parties for any Liabilities to the extent caused by or arising out of the negligent acts or omissions of an Indemnified Party. This Section 15(a) does not apply to Liabilities arising out of or relating to any form of Hazardous Substances or other environmental contamination, as these matters are addressed exclusively by Section 15(c).
- b. Notice and Participation in Third Party Claims. The Indemnified Party shall give the Indemnifying Party notice with respect to any Liability asserted by a third party (“**Claim**”), as soon as possible upon the receipt of information of any possible Claim or of the commencement of a Claim. The Indemnifying Party may assume the defense of any Claim, at its sole cost and expense, with counsel designated by the Indemnifying Party and reasonably satisfactory to the Indemnified Party. The Indemnified Party may, however, select separate counsel if both Parties are defendants in the Claim, and such defense or other form of participation is not reasonably available to the Indemnifying Party. The Indemnifying Party shall pay the reasonable attorneys’ fees incurred by separate counsel until such time as the need for separate counsel expires. The Indemnified Party may also, at the sole cost and expense of the Indemnifying Party, assume the defense of any Claim if the Indemnifying Party fails to assume the defense of the Claim within a reasonable time. Neither Party may settle any Claim covered by this Section 15(b) unless it has obtained the prior written consent of the other Party, which consent shall not be unreasonably withheld or delayed. The Indemnifying Party has no liability under this Section 15(b) for any Claim for which notice is not provided if the failure to give notice prejudices the Indemnifying Party.
- c. Environmental Indemnification.
 - i. *Seller Indemnity.* Seller shall indemnify, defend, and hold harmless all of Purchaser’s Indemnified Parties from and against all Liabilities arising out of or relating to the existence at,

on, above, below, or near the Premises of any Hazardous Substance (as defined in Section 15(c)(iii)) to the extent deposited, spilled, or otherwise caused by Seller or any of its contractors, agents, or employees.

- ii. *Purchaser Indemnity.* Purchaser shall indemnify, defend, and hold harmless all of Seller's Indemnified Parties from and against all Liabilities arising out of or relating to the existence at, on, above, below, or near the Premises of any Hazardous Substance, except to the extent deposited, spilled, or otherwise caused by Seller or any of its contractors, agents, or employees.
- iii. *Notice of Hazardous Substance.* Each Party shall promptly notify the other Party if it becomes aware of any Hazardous Substance on or about the Premises generally, or any deposit, spill, or release of any Hazardous Substance. "Hazardous Substance" means any chemical, waste or other substance (1) which now or hereafter becomes defined as or included in the definition of "hazardous substances," "hazardous wastes," "hazardous materials," "extremely hazardous wastes," "restricted hazardous wastes," "toxic substances," "toxic pollutants," "pollution," "pollutants," "regulated substances," or words of similar import under any laws pertaining to the environment, health, safety, or welfare, (2) which is declared to be hazardous, toxic, or polluting by any Governmental Authority, (3) exposure to which is now or hereafter prohibited, limited, or regulated by any Governmental Authority, (4) the storage, use, handling, disposal, or release of which is restricted or regulated by any Governmental Authority, or (5) for which remediation or cleanup is required by any Governmental Authority.

d. Limitations on Liability.

- i. *No Consequential Damages.* Except with respect to indemnification of third-party claims, neither Party nor its directors, officers, shareholders, partners, members, agents, and employees, subcontractors, or suppliers will be liable for any indirect, special, incidental, exemplary, or consequential loss or damage of any nature (including lost revenues, lost profits, lost business opportunity, or any business interruption) arising out of their performance or non-performance under this Agreement even if advised of such. Notwithstanding the previous sentence, any Termination Payment shall be deemed to be direct, and not indirect or consequential damages for purpose of this Section 15(d)(i).
- ii. *Actual Damages.* Except with respect to indemnification of Claims pursuant to this Section 15, and except as otherwise limited in this Agreement, Seller's aggregate liability under this Agreement arising out of or in connection with the performance or non-performance of this Agreement cannot exceed the total payments made (and, as applicable, projected to be made) by Purchaser under this Agreement. The provisions of this Section 15(d)(ii) will apply whether such liability arises in contract, tort, strict liability, or otherwise.

e. EXCLUSIVE REMEDIES. TO THE EXTENT THAT THIS AGREEMENT SETS FORTH SPECIFIC REMEDIES FOR ANY CLAIM OR LIABILITY, THE REMEDIES ARE THE AFFECTED PARTY'S SOLE AND EXCLUSIVE REMEDIES FOR SUCH CLAIM OR LIABILITY, WHETHER ARISING IN CONTRACT, TORT (INCLUDING NEGLIGENCE), STRICT LIABILITY, OR OTHERWISE.

f. Comparative Negligence. Where negligence is determined to have been joint, contributory, or concurrent, each Party shall bear the proportionate cost of any Liability.

16. Change in Law.

- a. **“Change in Law”** means (i) the enactment, adoption, promulgation, modification, or repeal after the Effective Date of any applicable law or regulation, (ii) the imposition of any material conditions on the issuance or renewal of any applicable permit after the Effective Date (notwithstanding the general requirements contained in any applicable Permit at the time of application or issue to comply with future laws, ordinances, codes, rules, regulations, or similar legislation), or (iii) a change in any utility rate schedule or tariff approved by any Governmental Authority.
- b. **Impacts of Change in Law.** If Seller determines that a Change in Law has occurred or will occur that has or will have a material adverse effect on Seller’s rights, entitlement, obligations, or costs under this Agreement, then Seller may so notify the Purchaser of the Change in Law. Within 30 days following receipt by the Purchaser of such notice, the Parties shall meet and attempt in good faith to negotiate amendments to this Agreement as are reasonably necessary to preserve the economic value of this Agreement to both Parties. If the Parties are unable to agree upon amendments within the 30-day period, then Seller may terminate this Agreement, remove the System, and restore the Premises in accordance with Section 9 without either Party having further liability under this Agreement except with respect to liabilities accrued prior to the date of termination.
- c. **Illegality or Impossibility.** If a Change in Law renders this Agreement, or Seller’s performance of this Agreement, either illegal or impossible, then Seller may terminate this Agreement immediately upon notice to Purchaser without either Party having further liability under this Agreement except with respect to liabilities accrued prior to the date of termination.

17. Assignment; Financing.

a. Assignment.

- i. **Restrictions on Assignment.** Subject to the remainder of this Section 17(a), this Agreement may not be assigned in whole or in part by either Party without the prior written consent of the other Party, which consent may not be unreasonably withheld or delayed. Purchaser may not withhold its consent to an assignment proposed by Seller where the proposed assignee has the financial capability and experience necessary to operate and maintain solar photovoltaic systems such as the System.
- ii. **Permitted Assignments.** Notwithstanding Section 17(a)(i):
 - (1) Seller may, without the prior written consent of Purchaser, assign, mortgage, pledge, or otherwise directly or indirectly assign its interests in this Agreement to (a) any Financing Party (as defined in Section 17(b)), (b) any entity through which Seller is obtaining financing from a Financing Party, or (c) any affiliate of Seller or any person succeeding to all or substantially all of the assets of Seller; provided that Seller is not released from liability under this Agreement as a result of any assignment to an affiliate unless the assignee assumes Seller’s obligations this Agreement by binding written instrument; and
 - (2) Purchaser may, by providing prior notice to Seller, assign this Agreement to an affiliate of Purchaser or a purchaser of the Premises; provided that Purchaser is not released from liability under this Agreement by reason of the assignment unless the assignee assumes Purchaser’s obligations under this Agreement by binding written instrument on terms satisfactory to Seller, including as to the assignee’s creditworthiness.
- iii. **Successors and Permitted Assigns.** This Agreement is binding on and inures to the benefit of successors and permitted assignees. Subject to Section 14(b), the restrictions on assignment contained in this Agreement do not prohibit or otherwise limit changes in control of Seller.

- b. Financing. The Parties acknowledge that Seller may obtain debt or equity financing or other credit support from lenders, investors, or other third parties (each, a “**Financing Party**”) in connection with the installation, construction, ownership, operation, and maintenance of the System. In furtherance of Seller’s financing arrangements and in addition to any other rights or entitlements of Seller under this Agreement, Purchaser shall timely execute any consents to assignment (which may include notice, cure, attornment, and step-in rights) or estoppels and negotiate any amendments to this Agreement that may be reasonably requested by Seller or the Financing Parties; provided that the estoppels, consents to assignment, or amendments do not alter the fundamental economic terms of this Agreement.

18. Confidentiality.

- a. Confidential Information. To the maximum extent permitted by applicable law, if either Party provides confidential information (“**Confidential Information**”) to the other or, if in the course of performing under this Agreement or negotiating this Agreement, a Party learns Confidential Information of the other Party, the receiving or learning Party shall (i) protect the Confidential Information from disclosure to third parties with the same degree of care accorded its own confidential and proprietary information, and (ii) refrain from using the Confidential Information, except in the negotiation, performance, enforcement, and in the case of Seller, financing, of this Agreement. The terms of this Agreement (but not the fact of its execution or existence) are considered Confidential Information of each Party for purposes of this Section 18(a).
- b. Permitted Disclosures. Notwithstanding Section 18(a):
- i. a Party may provide the Confidential Information to its affiliates and to its and its affiliates’ respective officers, directors, members, managers, employees, agents, contractors, consultants, and Financing Parties (collectively, “**Representatives**”), and potential direct or indirect assignees of this Agreement if the potential assignees are first bound by a written agreement or legal obligation restricting use and disclosure of Confidential Information. Each Party is liable for breaches of this provision by any person to whom that Party discloses Confidential Information.
 - ii. Confidential Information does not include any information that (1) becomes publicly available other than through breach of this Agreement, (2) is required to be disclosed to a Governmental Authority under applicable law or pursuant to a validly issued subpoena, (3) is independently developed by the receiving Party, or (4) becomes available to the receiving Party without restriction from a third party under no obligation of confidentiality. If disclosure of information is required by a Governmental Authority, the disclosing Party shall, to the extent permitted by applicable law, notify the other Party of the required disclosure promptly upon becoming aware of it and shall reasonably cooperate with the other Party’s efforts to limit the disclosure to the extent permitted by applicable law.
- c. Miscellaneous. All Confidential Information remains the property of the disclosing Party and will be destroyed or returned to the disclosing Party (at the receiving Party’s option) after the receiving Party’s need for it has expired or upon the request of the disclosing Party. Each Party acknowledges that the disclosing Party would be irreparably injured by a breach of this Section 18 by the receiving Party or its Representatives or other person to whom the receiving Party discloses Confidential Information of the disclosing Party and that the disclosing Party may be entitled to equitable relief, including injunctive relief and specific performance, for breaches of this Section 18. To the fullest extent permitted by applicable law, these remedies shall not be deemed to be the exclusive remedies for a

breach of this Section 18, but will be in addition to all other remedies available at law or in equity. The obligation of confidentiality will survive termination of this Agreement for a period of 2 years.

- d. Goodwill and Publicity. Either Party may make any press release or public announcement of the relationship of the Parties as it relates to the System and the use of solar or renewable energy involving this Agreement, including the contractual relationship Parties and the production figures of the System. Additionally, either Party may promote their involvement in the project contemplated by this Agreement on their respective websites, which may include posting the production figures of the System. The Parties shall coordinate and cooperate with each other when making public announcements regarding this Agreement, the System, and its use, and each Party may promptly review, comment upon, and approve any publicity materials, press releases, or other public statements before they are made. Notwithstanding the foregoing in this Section 18(d), Purchaser may not disclose the specific terms of this Agreement without the prior consent of Seller.

19. General Provisions.

a. Definitions and Interpretation.

- i. Unless otherwise defined or required by the context in which any term appears: (1) the singular includes the plural and vice versa, (2) references to any agreement, document, or instrument mean such agreement, document, or instrument as amended, restated, modified, supplemented, or replaced from time to time, and (3) the words "include," "includes," and "including" mean include, includes, and including "without limitation."
- ii. As used in this Agreement, "dollar" and "\$" refer to United States dollars.
- iii. Each Party acknowledges and agrees that it has been represented, or has had the full opportunity to be represented, by counsel in the drafting and negotiation of this Agreement. This Agreement shall be construed without regard to any presumption or rule requiring construction or interpretation against the party drafting an instrument or causing any instrument to be drafted.

- b. Governing Law. The laws of the Commonwealth of Kentucky govern all matters arising out of this Agreement without giving effect to conflict of laws principles.

- c. Dispute Resolution. In the event the Parties are unable to resolve any dispute under this Agreement through good faith efforts, such dispute shall be settled by arbitration in Cincinnati, Ohio. The arbitration shall be administered by the American Arbitration Association in accordance with its arbitration rules, and judgment on any award rendered in such arbitration may be entered in any court of competent jurisdiction. If the Parties agree in writing, a mediator may be consulted prior to arbitration.

- d. Notices. All notices under this Agreement shall be in writing and delivered by hand, electronic mail, overnight courier, or regular, certified, or registered mail, return receipt requested, and will be deemed received upon personal delivery, acknowledgment of receipt of electronic transmission, the promised delivery date after deposit with overnight courier, or 5 days after deposit in the mail. Notices must be sent to the addresses set forth in the Preamble, or to such other address as either Party may specify in writing.

- e. Survival. Provisions of this Agreement that should reasonably be considered to survive termination of this Agreement, including provisions related to billing, payment, and indemnification will survive termination of this Agreement.

- f. Further Assurances. Each Party shall provide information, execute and deliver any instruments and documents, and to take other actions as may be reasonably requested by the other Party to give full effect to this Agreement and to carry out the intent of this Agreement.
- g. Waivers. No provision, right, or entitlement under this Agreement may be waived or varied except in writing signed by the Party to be bound. No waiver of any of the provisions of this Agreement will constitute a waiver of any other provision, nor will such waiver constitute a continuing waiver unless otherwise expressly provided.
- h. Non-Dedication of Facilities. Nothing in this Agreement may be construed as the dedication by either Party of any part of its facilities or equipment to the public. Neither Party may knowingly take any action that would subject the other Party, or other Party's facilities or equipment, to the jurisdiction of any Governmental Authority as a public utility or similar entity. Neither Party may assert in any proceeding before a court or regulatory body that the other Party is a public utility by virtue of such other Party's performance under this Agreement. If Seller is reasonably likely to become subject to regulation as a public utility, then the Parties shall use commercially reasonable efforts to restructure their relationship under this Agreement in a manner that preserves their relative economic interests, while ensuring that Seller does not become subject to any such regulation. If the Parties are unable to agree upon restructuring, Seller may terminate this Agreement without further liability under this Agreement except with respect to liabilities accrued prior to the date of termination and removal of the System in accordance with Section 9.
- i. Service Contract. The Parties intend this Agreement to be a "service contract" within the meaning of Section 7701(e)(3) of the Internal Revenue Code of 1986. Purchaser shall not take the position on any tax return or in any other filings suggesting that it is anything other than a purchase of electricity from the System.
- j. No Partnership. No provision of this Agreement may be construed or represented as creating a partnership, trust, joint venture, fiduciary, or any similar relationship between the Parties. No Party is authorized to act on behalf of the other Party, and neither may be considered the agent of the other.
- k. Entire Agreement. This Agreement constitutes the entire agreement of the Parties regarding its subject matter and supersedes all prior proposals, agreements, or other communications between the Parties, oral or written.
- l. Modification. This Agreement may be modified only by a writing signed by both Parties.
- m. Headings. The headings in this Agreement are for reference only and are in no way intended to describe, interpret, define, or limit the scope, extent, or intent of this Agreement.
- n. Severability. If any term or provision of this Agreement is held invalid, illegal, or unenforceable by a court of competent jurisdiction, such invalidity, illegality, or unenforceability shall not affect any other term or provision of this Agreement. Upon any such holding, the Parties shall negotiate in good faith to modify this Agreement so as to effect the original intent of the Parties.
- o. Forward Contract. The transaction contemplated under this Agreement constitutes a "forward contract" within the meaning of the United States Bankruptcy Code, and the Parties further acknowledge and agree that each Party is a "forward contract merchant" within the meaning of the United States Bankruptcy Code.
- p. No Third-Party Beneficiaries. Except as otherwise expressly provided, this Agreement and all its rights are intended for the sole benefit of the Parties, and the Financing Parties to the extent provided in this

Agreement or in any other agreement between a Financing Party and Seller or Purchaser, and do not imply or create any rights on the part of, or obligations to, any other person or entity.

- q. Counterparts: Electronic Signatures. This Agreement may be executed in any number of separate counterparts and each counterpart will be considered an original and together comprise the same instrument. A signed copy of this Agreement delivered by e-mail or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original signed copy of this Agreement. Each Party agrees that an electronic signature of a Party included within this Agreement, if any, is intended to authenticate this Agreement and to have the same force and effect as a manual signature.
- r. WAIVER OF JURY TRIAL. EACH PARTY IRREVOCABLY AND UNCONDITIONALLY WAIVES ANY RIGHT IT MAY HAVE TO A TRIAL BY JURY IN RESPECT OF ANY LEGAL ACTION ARISING OUT OF OR RELATING TO THIS AGREEMENT.

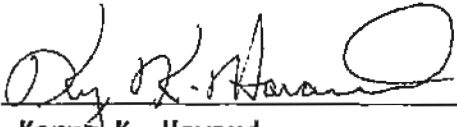
Intending to be legally bound, the Parties have executed and delivered this SOLAR POWER PURCHASE AGREEMENT as of the later of the dates set forth below.

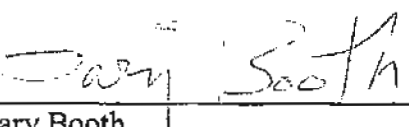
PURCHASER:

Licking Valley Rural Electric
Cooperative

SELLER:

Starshine Energy, LLC

By: 
Name: Kerry K. Howard
Title: General Manager/CEO
Date: March 29, 2018

By: 
Name: Gary Booth
Title: Sole Member
Date: 10 April 2018

Licking Valley Rural Electric Cooperative Corporation
Case No. 2024-00211
Commission Staff's Third Request for Information

Request 12: Refer to Licking Valley RECC's response to Staff's First Request, Item 1, Operating Expenses, Acct. 431. Explain the significant percentage increase in Other Interest Expense. Provide any workpapers to support the explanation.

Response 12: Account 431 contains customer deposit interest, which has increased dramatically. Additionally, a small percentage of Account 431 contains late fee interest that is owed to EKPC if the bill for purchased power is not paid on time. Please see Attachment PSC 3-12 for details.

ATTACHMENT PSC 3-12

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**GENERAL LEDGER
TRANSACTION DETAIL**

Page: 1

JAN 2020 To DEC 2020

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 431.0 OTHER INTEREST EXPENSE-LEASED VEHICLES						Beginning Balance:		0.00
12/31/20	56235 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	19,078.33		19,078.33
Net Amount For DEC 2020:						19,078.33	0.00	
Subtotal For Account: 0 431.0						19,078.33	0.00	19,078.33
Account: 0 431.1 OTHER INTEREST EXP						Beginning Balance:		0.00
Account: 0 431.2 OTHER INTEREST EXPENSE-EKP						Beginning Balance:		0.00
02/29/20	51938 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	26.71		26.71
Net Amount For FEB 2020:						26.71	0.00	
Subtotal For Account: 0 431.2						26.71	0.00	26.71
Account: 0 431.5 INTEREST EXP-CONS DEPOSITS						Beginning Balance:		0.00
01/31/20	51610 Deposit	0	0		BI 5 Deposit Batch	1,712.26		1,712.26
Net Amount For JAN 2020:						1,712.26	0.00	
02/29/20	52112 Deposit	0	0		BI 5 Deposit Batch	1,718.13		3,430.39
Net Amount For FEB 2020:						1,718.13	0.00	
03/31/20	52519 Deposit	0	0		BI 5 Deposit Batch	1,719.89		5,150.28
Net Amount For MAR 2020:						1,719.89	0.00	
04/30/20	52927 Deposit	0	0		BI 5 Deposit Batch	1,730.50		6,880.78
Net Amount For APR 2020:						1,730.50	0.00	
05/31/20	53353 Deposit	0	0		BI 5 Deposit Batch	1,733.11		8,613.89
Net Amount For MAY 2020:						1,733.11	0.00	
06/30/20	53778 Deposit	0	0		BI 5 Deposit Batch	1,738.24		10,352.13
Net Amount For JUN 2020:						1,738.24	0.00	
07/31/20	54246 Deposit	0	0		BI 5 Deposit Batch	1,744.38		12,096.51
Net Amount For JUL 2020:						1,744.38	0.00	
08/31/20	54703 Deposit	0	0		BI 5 Deposit Batch	1,747.04		13,843.55
Net Amount For AUG 2020:						1,747.04	0.00	
09/30/20	55174 Deposit	0	0		BI 5 Deposit Batch	1,740.52		15,584.07
Net Amount For SEP 2020:						1,740.52	0.00	
10/31/20	55567 Deposit	0	0		BI 5 Deposit Batch	1,741.62		17,325.69
Net Amount For OCT 2020:						1,741.62	0.00	
11/30/20	56000 Deposit	0	0		BI 5 Deposit Batch	1,737.63		19,063.32
Net Amount For NOV 2020:						1,737.63	0.00	
12/31/20	56487 Deposit	0	0		BI 5 Deposit Batch	1,731.71		20,795.03
Net Amount For DEC 2020:						1,731.71	0.00	

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**GENERAL LEDGER
TRANSACTION DETAIL**

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JAN 2020 To DEC 2020

Date	Journal Description	Dept	Actv	BU	Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Subtotal For Account: 0 431.5							20,795.03	0.00	20,795.03
Grand Total Beginning Balances:							0.00	0.00	
Grand Total Transactions: 14							39,900.07	0.00	
Grand Total:							39,900.07	0.00	39,900.07

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**GENERAL LEDGER
TRANSACTION DETAIL**

Page: 1

JAN 2021 To DEC 2021

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 431.0 OTHER INTEREST EXPENSE-LEASED VEHICLES						Beginning Balance:		0.00
01/31/21	56805 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	573.00		573.00
	Net Amount For JAN 2021:				573.00		0.00	
02/28/21	57070 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	561.51		1,134.51
	Net Amount For FEB 2021:				561.51		0.00	
03/31/21	57622 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	549.97		1,684.48
	Net Amount For MAR 2021:				549.97		0.00	
04/30/21	57920 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	538.39		2,222.87
	Net Amount For APR 2021:				538.39		0.00	
05/31/21	58394 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	526.78		2,749.65
	Net Amount For MAY 2021:				526.78		0.00	
06/30/21	59036 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	515.12		3,264.77
	Net Amount For JUN 2021:				515.12		0.00	
07/31/21	59373 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	503.42		3,768.19
	Net Amount For JUL 2021:				503.42		0.00	
08/31/21	60036 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	491.68		4,259.87
	Net Amount For AUG 2021:				491.68		0.00	
09/30/21	60363 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	479.90		4,739.77
	Net Amount For SEP 2021:				479.90		0.00	
10/31/21	60870 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	468.07		5,207.84
	Net Amount For OCT 2021:				468.07		0.00	
11/30/21	61036 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	456.21		5,664.05
	Net Amount For NOV 2021:				456.21		0.00	
12/31/21	61500 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	444.30		6,108.35
	Net Amount For DEC 2021:				444.30		0.00	
Subtotal For Account: 0 431.0						6,108.35	0.00	6,108.35
Account: 0 431.1 OTHER INTEREST EXP						Beginning Balance:		0.00
Account: 0 431.2 OTHER INTEREST EXPENSE-EKP						Beginning Balance:		0.00
01/31/21	56807 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	147.67		147.67
	Net Amount For JAN 2021:				147.67		0.00	
02/28/21	57525 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	154.39		302.06
	Net Amount For FEB 2021:				154.39		0.00	
03/31/21	57709 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	275.21		577.27
	Net Amount For MAR 2021:				275.21		0.00	
04/30/21	58308 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	53.70		630.97
	Net Amount For APR 2021:				53.70		0.00	

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**GENERAL LEDGER
TRANSACTION DETAIL**

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JAN 2021 To DEC 2021

Date	Journal Description	Dept	Actv BU Project	Mod	Jrnl Code Reference	Debit	Credit	Balance
Account: 0 431.2 OTHER INTEREST EXPENSE-EKP						Beginning Balance:		
05/31/21	58792 Journal Entry	0	0	GL	5 OTHER INTEREST EXPENSE-EKP	147.67		778.64
	Net Amount For MAY 2021:			147.67		147.67	0.00	
06/30/21	59118 Journal Entry	0	0	GL	5 OTHER INTEREST EXPENSE-EKP	13.42		792.06
	Net Amount For JUN 2021:			13.42		13.42	0.00	
12/31/21	62317 Journal Entry	0	0	GL	5 OTHER INTEREST EXPENSE-EKP	26.85		818.91
	Net Amount For DEC 2021:			26.85		26.85	0.00	
Subtotal For Account: 0 431.2						818.91	0.00	818.91
Account: 0 431.5 INTEREST EXP-CONS DEPOSITS						Beginning Balance:		
01/31/21	56931 Deposit	0	0	BI	5 Deposit Batch	127.07		127.07
	Net Amount For JAN 2021:			127.07		127.07	0.00	
02/28/21	57432 Deposit	0	0	BI	5 Deposit Batch	126.60		253.67
	Net Amount For FEB 2021:			126.60		126.60	0.00	
03/31/21	57926 Deposit	0	0	BI	5 Deposit Batch	126.48		380.15
	Net Amount For MAR 2021:			126.48		126.48	0.00	
04/30/21	58440 Deposit	0	0	BI	5 Deposit Batch	126.85		507.00
	Net Amount For APR 2021:			126.85		126.85	0.00	
05/31/21	58891 Deposit	0	0	BI	5 Deposit Batch	126.92		633.92
	Net Amount For MAY 2021:			126.92		126.92	0.00	
06/30/21	59396 Deposit	0	0	BI	5 Deposit Batch	127.06		760.98
	Net Amount For JUN 2021:			127.06		127.06	0.00	
07/31/21	59896 Deposit	0	0	BI	5 Deposit Batch	127.17		888.15
	Net Amount For JUL 2021:			127.17		127.17	0.00	
08/31/21	60386 Deposit	0	0	BI	5 Deposit Batch	126.96		1,015.11
	Net Amount For AUG 2021:			126.96		126.96	0.00	
09/30/21	60903 Deposit	0	0	BI	5 Deposit Batch	127.39		1,142.50
	Net Amount For SEP 2021:			127.39		127.39	0.00	
10/31/21	61360 Deposit	0	0	BI	5 Deposit Batch	127.26		1,269.76
	Net Amount For OCT 2021:			127.26		127.26	0.00	
11/30/21	61850 Deposit	0	0	BI	5 Deposit Batch	127.28		1,397.04
	Net Amount For NOV 2021:			127.28		127.28	0.00	
12/31/21	62396 Deposit	0	0	BI	5 Deposit Batch	127.63		1,524.67
	Net Amount For DEC 2021:			127.63		127.63	0.00	
Subtotal For Account: 0 431.5						1,524.67	0.00	1,524.67

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**GENERAL LEDGER
TRANSACTION DETAIL**

Page: 3

Grand Total Beginning Balances:	0.00	0.00	
Grand Total Transactions: 31	8,451.93	0.00	
Grand Total:	<u>8,451.93</u>	<u>0.00</u>	8,451.93

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GENERAL LEDGER TRANSACTION DETAIL

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PARAMETERS ENTERED:

Division: All
Accounts: 0 431.0, 0 431.1, 0 431.2, 0 431.5
Department: All
Activity: All
Sort By: Acct/Div
Date Selection: Period
Period: JAN 2021 To DEC 2021
Module: All
Journal Activity: All
Accounts With No Transactions: Yes
Extended Reference: No
Interface Detail: No
Group by Department: No

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**GENERAL LEDGER
TRANSACTION DETAIL**

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JAN 2022 To DEC 2022

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 431.2 OTHER INTEREST EXPENSE-EKP						Beginning Balance:		
04/30/22	64376 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	657.80		1,865.46
					Net Amount For APR 2022:	657.80	886.02	
05/31/22	64886 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	396.02		2,261.48
					Net Amount For MAY 2022:	396.02	0.00	
06/30/22	65368 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	577.40		2,838.88
					Net Amount For JUN 2022:	577.40	0.00	
07/31/22	65703 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	96.30		2,935.18
					Net Amount For JUL 2022:	96.30	0.00	
08/31/22	66295 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	81.51		3,016.69
					Net Amount For AUG 2022:	81.51	0.00	
09/30/22	66738 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	1,911.91		4,928.60
					Net Amount For SEP 2022:	1,911.91	0.00	
10/31/22	67195 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	1,490.41		6,419.01
					Net Amount For OCT 2022:	1,490.41	0.00	
Subtotal For Account: 0 431.2						7,305.03	886.02	6,419.01
Account: 0 431.5 INTEREST EXP-CONS DEPOSITS						Beginning Balance:		
01/31/22	62902 Deposit	0	0		BI 5 Deposit Batch	127.46		127.46
					Net Amount For JAN 2022:	127.46	0.00	
02/28/22	63366 Deposit	0	0		BI 5 Deposit Batch	127.07		254.53
					Net Amount For FEB 2022:	127.07	0.00	
03/31/22	63863 Deposit	0	0		BI 5 Deposit Batch	127.26		381.79
					Net Amount For MAR 2022:	127.26	0.00	
04/30/22	64391 Deposit	0	0		BI 5 Deposit Batch	127.94		509.73
					Net Amount For APR 2022:	127.94	0.00	
05/31/22	64870 Deposit	0	0		BI 5 Deposit Batch	128.08		637.81
					Net Amount For MAY 2022:	128.08	0.00	
06/30/22	65431 Deposit	0	0		BI 5 Deposit Batch	128.27		766.08
					Net Amount For JUN 2022:	128.27	0.00	
07/31/22	65982 Deposit	0	0		BI 5 Deposit Batch	128.06		894.14
					Net Amount For JUL 2022:	128.06	0.00	
08/31/22	66471 Deposit	0	0		BI 5 Deposit Batch	128.04		1,022.18
					Net Amount For AUG 2022:	128.04	0.00	
09/30/22	67021 Deposit	0	0		BI 5 Deposit Batch	128.13		1,150.31
					Net Amount For SEP 2022:	128.13	0.00	
10/31/22	67528 Deposit	0	0		BI 5 Deposit Batch	127.73		1,278.04

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**GENERAL LEDGER
TRANSACTION DETAIL**

Page: 1

JAN 2022 To DEC 2022

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 431.0 OTHER INTEREST EXPENSE-LEASED VEHICLES						Beginning Balance:		0.00
01/27/22	62456 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	432.35		432.35
					Net Amount For JAN 2022:	432.35	0.00	
02/28/22	63008 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	420.36		852.71
					Net Amount For FEB 2022:	420.36	0.00	
03/31/22	63472 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	408.33		1,261.04
					Net Amount For MAR 2022:	408.33	0.00	
04/20/22	63840 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	396.25		1,657.29
					Net Amount For APR 2022:	396.25	0.00	
05/31/22	64522 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	384.13		2,041.42
					Net Amount For MAY 2022:	384.13	0.00	
06/30/22	65044 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	371.97		2,413.39
					Net Amount For JUN 2022:	371.97	0.00	
07/22/22	65439 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	359.77		2,773.16
					Net Amount For JUL 2022:	359.77	0.00	
08/31/22	66296 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	347.52		3,120.68
					Net Amount For AUG 2022:	347.52	0.00	
09/30/22	66792 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	335.23		3,455.91
					Net Amount For SEP 2022:	335.23	0.00	
10/31/22	66827 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	322.89		3,778.80
					Net Amount For OCT 2022:	322.89	0.00	
11/30/22	67685 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	310.52		4,089.32
					Net Amount For NOV 2022:	310.52	0.00	
12/31/22	67686 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	298.09		4,387.41
					Net Amount For DEC 2022:	298.09	0.00	
Subtotal For Account: 0 431.0						4,387.41	0.00	4,387.41
Account: 0 431.1 OTHER INTEREST EXP						Beginning Balance:		0.00
Account: 0 431.2 OTHER INTEREST EXPENSE-EKP						Beginning Balance:		0.00
01/31/22	62793 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	40.27		40.27
					Net Amount For JAN 2022:	40.27	0.00	
02/28/22	63152 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	298.69		338.96
					Net Amount For FEB 2022:	298.69	0.00	
03/31/22	63671 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	868.70		1,207.66
					Net Amount For MAR 2022:	868.70	0.00	
04/30/22	64371 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	886.02		2,093.68
04/30/22	64375 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP		886.02	1,207.66

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**GENERAL LEDGER
TRANSACTION DETAIL**

Page: 3

JAN 2022 To DEC 2022

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 431.5 INTEREST EXP-CONS DEPOSITS						Beginning Balance:		
					Net Amount For OCT 2022:	127.73	0.00	
11/30/22	68049 Deposit	0	0		BI 5 Deposit Batch	127.99		1,406.03
					Net Amount For NOV 2022:	127.99	0.00	
12/31/22	68571 Deposit	0	0		BI 5 Deposit Batch	128.15		1,534.18
					Net Amount For DEC 2022:	128.15	0.00	
Subtotal For Account: 0 431.5						1,534.18	0.00	1,534.18
Grand Total Beginning Balances:						0.00	0.00	
Grand Total Transactions: 36						13,226.62	886.02	
Grand Total:						13,226.62	886.02	12,340.60

**GENERAL LEDGER
TRANSACTION DETAIL**

PARAMETERS ENTERED:

Division: All
Accounts: 0 431.0, 0 431.1, 0 431.2, 0 431.5
Department: All
Activity: All
Sort By: Acct/Div
Date Selection: Period
Period: JAN 2022 To DEC 2022
Module: All
Journal Activity: All
Accounts With No Transactions: Yes
Extended Reference: No
Interface Detail: No
Group by Department: No

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**GENERAL LEDGER
TRANSACTION DETAIL**

Page: 1

JAN 2023 To DEC 2023

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 431.0 OTHER INTEREST EXPENSE-LEASED VEHICLES						Beginning Balance:		0.00
01/31/23	68473 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	285.63		285.63
	Net Amount For JAN 2023:					285.63	0.00	
02/28/23	69156 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	273.12		558.75
	Net Amount For FEB 2023:					273.12	0.00	
03/31/23	69769 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	260.57		819.32
	Net Amount For MAR 2023:					260.57	0.00	
04/30/23	70047 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	247.97		1,067.29
	Net Amount For APR 2023:					247.97	0.00	
05/31/23	70605 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	235.33		1,302.62
	Net Amount For MAY 2023:					235.33	0.00	
06/30/23	71122 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	222.64		1,525.26
	Net Amount For JUN 2023:					222.64	0.00	
07/31/23	71601 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	209.91		1,735.17
	Net Amount For JUL 2023:					209.91	0.00	
08/31/23	72122 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	197.14		1,932.31
	Net Amount For AUG 2023:					197.14	0.00	
09/30/23	73072 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	184.31		2,116.62
	Net Amount For SEP 2023:					184.31	0.00	
10/31/23	73147 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	171.45		2,288.07
	Net Amount For OCT 2023:					171.45	0.00	
11/30/23	74120 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	158.54		2,446.61
	Net Amount For NOV 2023:					158.54	0.00	
12/31/23	74712 Journal Entry	0	0		GL 3 FARM CREDIT LEASING	145.58		2,592.19
	Net Amount For DEC 2023:					145.58	0.00	
Subtotal For Account: 0 431.0						2,592.19	0.00	2,592.19
Account: 0 431.1 OTHER INTEREST EXP						Beginning Balance:		0.00
Account: 0 431.2 OTHER INTEREST EXPENSE-EKP						Beginning Balance:		0.00
05/31/23	71035 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	1,010.96		1,010.96
	Net Amount For MAY 2023:					1,010.96	0.00	
06/30/23	71542 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	2,128.77		3,139.73
	Net Amount For JUN 2023:					2,128.77	0.00	
07/31/23	72120 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	2,535.34		5,675.07
	Net Amount For JUL 2023:					2,535.34	0.00	
10/31/23	73879 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	2,228.63		7,903.70
	Net Amount For OCT 2023:					2,228.63	0.00	

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**GENERAL LEDGER
TRANSACTION DETAIL**

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JAN 2023 To DEC 2023

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 431.2 OTHER INTEREST EXPENSE-EKP						Beginning Balance:		
12/31/23	74538 Journal Entry	0	0		GL 5 OTHER INTEREST EXPENSE-EKP	854.11		8,757.81
Net Amount For DEC 2023:						854.11	0.00	
Subtotal For Account: 0 431.2						8,757.81	0.00	8,757.81
Account: 0 431.5 INTEREST EXP-CONS DEPOSITS						Beginning Balance:		0.00
01/31/23	69071 Deposit	0	0		BI 5 Deposit Batch	4,552.30		4,552.30
01/31/23	69076 Journal Entry	0	0		GL 5 INTEREST EXPENSE	4,552.30		9,104.60
Net Amount For JAN 2023:						9,104.60	0.00	
02/28/23	69569 Deposit	0	0		BI 5 Deposit Batch	4,536.49		13,641.09
02/28/23	69578 Journal Entry	0	0		GL 5 INTEREST EXPENSE	4,536.49		18,177.58
Net Amount For FEB 2023:						9,072.98	0.00	
03/31/23	70125 Deposit	0	0		BI 5 Deposit Batch	4,501.50		22,679.08
03/31/23	70139 Journal Entry	0	0		GL 5 INTEREST EXPENSE/CONSUMER	4,501.50		27,180.58
Net Amount For MAR 2023:						9,003.00	0.00	
04/30/23	70617 Deposit	0	0		BI 5 Deposit Batch	4,467.95		31,648.53
04/30/23	70688 Journal Entry	0	0		GL 5 INTEREST EXPENSE/CONSUMER	4,467.95		36,116.48
04/30/23	70692 Journal Entry	0	0		GL 3 INTEREST EXPENSE		18,058.24	18,058.24
Net Amount For APR 2023:						-9,122.34	18,058.24	
05/31/23	71134 Deposit	0	0		BI 5 Deposit Batch	4,436.83		22,495.07
Net Amount For MAY 2023:						4,436.83	0.00	
06/30/23	71666 Deposit	0	0		BI 5 Deposit Batch	4,434.95		26,930.02
Net Amount For JUN 2023:						4,434.95	0.00	
07/31/23	72187 Deposit	0	0		BI 5 Deposit Batch	4,390.01		31,320.03
Net Amount For JUL 2023:						4,390.01	0.00	
08/31/23	72673 Deposit	0	0		BI 5 Deposit Batch	4,399.67		35,719.70
Net Amount For AUG 2023:						4,399.67	0.00	
09/30/23	72946 Deposit	0	0		BI 5 Deposit Batch	4,313.98		40,033.68
09/30/23	73211 Deposit	0	0		BI 5 Deposit Batch	4,392.87		44,426.55
Net Amount For SEP 2023:						8,706.85	0.00	
10/31/23	73401 Deposit	0	0		BI 5 Deposit Batch	4,314.06		48,740.61
10/31/23	73687 Deposit	0	0		BI 5 Deposit Batch	4,350.16		53,090.77
Net Amount For OCT 2023:						8,664.22	0.00	
11/30/23	73947 Deposit	0	0		BI 5 Deposit Batch	4,314.06		57,404.83
11/30/23	74193 Deposit	0	0		BI 5 Deposit Batch	4,319.09		61,723.92
Net Amount For NOV 2023:						8,633.15	0.00	
12/31/23	74455 Deposit	0	0		BI 5 Deposit Batch	4,314.06		66,037.98
12/31/23	74722 Deposit	0	0		BI 5 Deposit Batch	4,293.01		70,330.99

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**GENERAL LEDGER
TRANSACTION DETAIL**

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JAN 2023 To DEC 2023

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 431.5 INTEREST EXP-CONS DEPOSITS						Beginning Balance:		
Net Amount For DEC 2023:						8,607.07	0.00	
Subtotal For Account: 0 431.5						88,389.23	18,058.24	70,330.99
Grand Total Beginning Balances:						0.00	0.00	
Grand Total Transactions: 38						99,739.23	18,058.24	
Grand Total:						99,739.23	18,058.24	81,680.99

**GENERAL LEDGER
TRANSACTION DETAIL**

PARAMETERS ENTERED:

Division: All
Accounts: 0 431.0, 0 431.1, 0 431.2, 0 431.5
Department: All
Activity: All
Sort By: Acct/Div
Date Selection: Period
Period: JAN 2023 To DEC 2023
Module: All
Journal Activity: All
Accounts With No Transactions: Yes
Extended Reference: No
Interface Detail: No
Group by Department: No

Licking Valley Rural Electric Cooperative Corporation
Case No. 2024-00211
Commission Staff's Third Request for Information

Request 13: Refer to Licking Valley RECC's response to Staff's First Request, Item 1, Operating Expenses, Acct. 904. Explain the significant percentage increase in Uncollectible Accounts. Provide any workpapers to support the explanation.

Response 13: Licking Valley increased the uncollectable account in order to have additional funds for write-off liability. This was done after consultation with Licking Valley's auditors. Please see Attachment PSC 3-13.

ATTACHMENT PSC 3-13

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**GENERAL LEDGER
TRANSACTION DETAIL**

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JAN 2020 To DEC 2020

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 904.0 UNCOLLECTABLE ACCOUNTS						Beginning Balance:		0.00
01/31/20	51311 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		5,000.00
	Net Amount For JAN 2020:				5,000.00	5,000.00	0.00	
02/29/20	51912 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		10,000.00
	Net Amount For FEB 2020:				5,000.00	5,000.00	0.00	
03/31/20	51917 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		15,000.00
	Net Amount For MAR 2020:				5,000.00	5,000.00	0.00	
04/30/20	52676 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		20,000.00
	Net Amount For APR 2020:				5,000.00	5,000.00	0.00	
05/31/20	53323 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		25,000.00
	Net Amount For MAY 2020:				5,000.00	5,000.00	0.00	
06/30/20	53754 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		30,000.00
	Net Amount For JUN 2020:				5,000.00	5,000.00	0.00	
07/31/20	53982 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		35,000.00
	Net Amount For JUL 2020:				5,000.00	5,000.00	0.00	
08/31/20	54607 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		40,000.00
	Net Amount For AUG 2020:				5,000.00	5,000.00	0.00	
09/30/20	54796 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		45,000.00
	Net Amount For SEP 2020:				5,000.00	5,000.00	0.00	
10/31/20	55299 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		50,000.00
	Net Amount For OCT 2020:				5,000.00	5,000.00	0.00	
11/30/20	55304 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		55,000.00
	Net Amount For NOV 2020:				5,000.00	5,000.00	0.00	
12/31/20	56102 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		60,000.00
	Net Amount For DEC 2020:				5,000.00	5,000.00	0.00	
Subtotal For Account: 0 904.0						60,000.00	0.00	60,000.00
Grand Total Beginning Balances:						0.00	0.00	
Grand Total Transactions: 12						60,000.00	0.00	
Grand Total:						60,000.00	0.00	60,000.00

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**GENERAL LEDGER
TRANSACTION DETAIL**

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JAN 2021 To DEC 2021

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 904.0 UNCOLLECTABLE ACCOUNTS						Beginning Balance:		0.00
01/31/21	56806 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		5,000.00
	Net Amount For JAN 2021:					5,000.00	0.00	
02/28/21	57069 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		10,000.00
	Net Amount For FEB 2021:					5,000.00	0.00	
03/31/21	57625 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		11,000.00
	Net Amount For MAR 2021:					1,000.00	0.00	
04/30/21	58036 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		12,000.00
	Net Amount For APR 2021:					1,000.00	0.00	
05/31/21	58608 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		13,000.00
	Net Amount For MAY 2021:					1,000.00	0.00	
06/30/21	59033 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		14,000.00
	Net Amount For JUN 2021:					1,000.00	0.00	
07/31/21	59558 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		15,000.00
	Net Amount For JUL 2021:					1,000.00	0.00	
08/31/21	60031 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		16,000.00
	Net Amount For AUG 2021:					1,000.00	0.00	
09/30/21	60543 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		17,000.00
	Net Amount For SEP 2021:					1,000.00	0.00	
10/31/21	61035 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		18,000.00
	Net Amount For OCT 2021:					1,000.00	0.00	
11/30/21	61495 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		19,000.00
	Net Amount For NOV 2021:					1,000.00	0.00	
12/31/21	62170 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		20,000.00
	Net Amount For DEC 2021:					1,000.00	0.00	
Subtotal For Account: 0 904.0						20,000.00	0.00	20,000.00
Grand Total Beginning Balances:						0.00	0.00	
Grand Total Transactions: 12						20,000.00	0.00	
Grand Total:						20,000.00	0.00	20,000.00

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**GENERAL LEDGER
TRANSACTION DETAIL**

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JAN 2022 To DEC 2022

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 904.0 UNCOLLECTABLE ACCOUNTS						Beginning Balance:		0.00
01/31/22	62731 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		1,000.00
	Net Amount For JAN 2022:				1,000.00	1,000.00	0.00	
02/28/22	63009 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		2,000.00
	Net Amount For FEB 2022:				1,000.00	1,000.00	0.00	
03/31/22	63474 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		3,000.00
	Net Amount For MAR 2022:				1,000.00	1,000.00	0.00	
04/30/22	64049 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		4,000.00
	Net Amount For APR 2022:				1,000.00	1,000.00	0.00	
05/31/22	64524 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		5,000.00
	Net Amount For MAY 2022:				1,000.00	1,000.00	0.00	
06/30/22	65049 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		6,000.00
	Net Amount For JUN 2022:				1,000.00	1,000.00	0.00	
07/31/22	65536 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		7,000.00
	Net Amount For JUL 2022:				1,000.00	1,000.00	0.00	
08/31/22	66120 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		8,000.00
	Net Amount For AUG 2022:				1,000.00	1,000.00	0.00	
09/30/22	66567 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		9,000.00
	Net Amount For SEP 2022:				1,000.00	1,000.00	0.00	
10/31/22	66794 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		10,000.00
	Net Amount For OCT 2022:				1,000.00	1,000.00	0.00	
11/30/22	67683 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		11,000.00
	Net Amount For NOV 2022:				1,000.00	1,000.00	0.00	
12/31/22	68250 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	1,000.00		12,000.00
	Net Amount For DEC 2022:				1,000.00	1,000.00	0.00	
Subtotal For Account: 0 904.0						12,000.00	0.00	12,000.00
Grand Total Beginning Balances:						0.00	0.00	
Grand Total Transactions: 12						12,000.00	0.00	
Grand Total:						12,000.00	0.00	12,000.00

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**GENERAL LEDGER
TRANSACTION DETAIL**

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JAN 2023 To DEC 2023

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 904.0 UNCOLLECTABLE ACCOUNTS						Beginning Balance:		0.00
01/31/23	68661 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		5,000.00
	Net Amount For JAN 2023:				5,000.00	5,000.00	0.00	
02/28/23	69154 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		10,000.00
	Net Amount For FEB 2023:				5,000.00	5,000.00	0.00	
03/31/23	69767 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		15,000.00
	Net Amount For MAR 2023:				5,000.00	5,000.00	0.00	
04/30/23	70351 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		20,000.00
	Net Amount For APR 2023:				5,000.00	5,000.00	0.00	
05/31/23	70604 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		25,000.00
	Net Amount For MAY 2023:				5,000.00	5,000.00	0.00	
06/30/23	71119 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		30,000.00
	Net Amount For JUN 2023:				5,000.00	5,000.00	0.00	
07/31/23	71829 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		35,000.00
	Net Amount For JUL 2023:				5,000.00	5,000.00	0.00	
08/31/23	72121 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		40,000.00
	Net Amount For AUG 2023:				5,000.00	5,000.00	0.00	
09/30/23	73071 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		45,000.00
	Net Amount For SEP 2023:				5,000.00	5,000.00	0.00	
10/31/23	73349 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		50,000.00
	Net Amount For OCT 2023:				5,000.00	5,000.00	0.00	
11/30/23	74123 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		55,000.00
	Net Amount For NOV 2023:				5,000.00	5,000.00	0.00	
12/31/23	74715 Journal Entry	0	0		GL 5 ACCRUED BAD DEBTS	5,000.00		60,000.00
	Net Amount For DEC 2023:				5,000.00	5,000.00	0.00	
Subtotal For Account: 0 904.0						60,000.00	0.00	60,000.00
Grand Total Beginning Balances:						0.00	0.00	
Grand Total Transactions: 12						60,000.00	0.00	
Grand Total:						60,000.00	0.00	60,000.00

Licking Valley Rural Electric Cooperative Corporation
Case No. 2024-00211
Commission Staff's Third Request for Information

Request 14: Refer to Licking Valley RECC's response to Staff's First Request, Item 1, Operating Expenses, Acct. 908. Explain the significant percentage increase in Customer Assistance Expense. Provide any workpapers to support the explanation.

Response 14: This account includes the rebate programs that are offered as part of Licking Valley's DSM/EE programs. These rebates are reimbursed to Licking Valley from EKPC. The increase correlates with the increase in participation by Licking Valley members in these programs. Please see Attachment PSC 3-14.

ATTACHMENT PSC 3-14

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**GENERAL LEDGER
TRANSACTION DETAIL**

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JAN 2023 To DEC 2023

Date	Journal Description	Dept	Actv	BU	Project	Jrnl Mod Code Reference	Debit	Credit	Balance	
Account: 0 908.0 CUSTOMER ASSISTANCE EXPENSE							Beginning Balance:		0.00	
03/14/23	69414 Cash Register	0	0			RG 1 Cash Register		1,695.00	-1,695.00	
03/14/23	69417 Payment	0	0			AP 2 NATHAN GOFF	500.00		-1,195.00	
	Net Amount For MAR 2023:						-1,195.00	500.00	1,695.00	
06/13/23	70939 Cash Register	0	0			RG 1 Cash Register		440.00	-1,635.00	
	Net Amount For JUN 2023:						-440.00	0.00	440.00	
07/03/23	71294 Payment	0	0			AP 2 GATEWAY COMMUNITY ACTION	2,000.00		365.00	
07/03/23	71294 Payment	0	0			AP 2 GATEWAY COMMUNITY ACTION	2,000.00		2,365.00	
07/03/23	71294 Payment	0	0			AP 2 GATEWAY COMMUNITY ACTION	2,000.00		4,365.00	
07/11/23	71435 Cash Register	0	0			RG 1 Cash Register		6,775.00	-2,410.00	
	Net Amount For JUL 2023:						-775.00	6,000.00	6,775.00	
09/21/23	72688 Payment	0	0			AP 2 ELLEN PHIPPS	250.00		-2,160.00	
	Net Amount For SEP 2023:						250.00	250.00	0.00	
10/10/23	72962 Cash Register	0	0			RG 1 Cash Register		6,723.61	-8,883.61	
10/10/23	73606 Journal Entry	0	0			GL 3 CASH REGISTER		3,686.00	-12,569.61	
10/11/23	73001 Payment	0	0			AP 2 NORTHEAST KY COMMUNITY AC	750.00		-11,819.61	
10/11/23	73001 Payment	0	0			AP 2 BIG SANDY AREA COMMUNITY A	1,973.61		-9,846.00	
10/11/23	73001 Payment	0	0			AP 2 GATEWAY COMMUNITY ACTION	2,000.00		-7,846.00	
10/11/23	73001 Payment	0	0			AP 2 GATEWAY COMMUNITY ACTION	2,000.00		-5,846.00	
10/11/23	73001 Payment	0	0			AP 2 PATRICK HOSKINS	750.00		-5,096.00	
10/11/23	73001 Payment	0	0			AP 2 MICHAEL STORER	500.00		-4,596.00	
10/16/23	73059 Cash Register	0	0			RG 1 Cash Register		1,920.00	-6,516.00	
	Net Amount For OCT 2023:						-4,356.00	7,973.61	12,329.61	
11/15/23	73590 Cash Register	0	0			RG 1 Cash Register		3,686.00	-10,202.00	
11/16/23	73622 Payment	0	0			AP 2 LANDS END BUSINESS OUTFITTE	25.24		-10,176.76	
11/16/23	73622 Payment	0	0			AP 2 RICHARD CLARK	750.00		-9,426.76	
11/16/23	73622 Payment	0	0			AP 2 BILL KONWAY	500.00		-8,926.76	
	Net Amount For NOV 2023:						-2,410.76	1,275.24	3,686.00	
Subtotal For Account: 0 908.0							15,998.85	24,925.61	-8,926.76	
Account: 0 908.1 CUSTOMER ASSISTANCE-LOAD CONTROL							Beginning Balance:		0.00	
01/10/23	68336 Cash Register	0	0			RG 1 Cash Register		110.00	-110.00	
01/31/23	69068 Bill Calculation	0	0			BI 5 Bill Calc - Cycle 1	2,560.00		2,450.00	
	Net Amount For JAN 2023:						2,450.00	2,560.00	110.00	
02/14/23	68924 Cash Register	0	0			RG 1 Cash Register		330.00	2,120.00	
02/28/23	69567 Bill Calculation	0	0			BI 5 Bill Calc - Cycle 1	330.00		2,450.00	
	Net Amount For FEB 2023:						0.00	330.00	330.00	
03/14/23	69414 Cash Register	0	0			RG 1 Cash Register		440.00	2,010.00	
03/21/23	69534 Cash Register	0	0			RG 1 Cash Register		2,230.00	-220.00	

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**GENERAL LEDGER
TRANSACTION DETAIL**

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JAN 2023 To DEC 2023

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 908.1 CUSTOMER ASSISTANCE-LOAD CONTROL						Beginning Balance:		
03/31/23	70123 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	440.00		220.00
	Net Amount For MAR 2023:					440.00	2,670.00	
04/11/23	69883 Cash Register	0	0		RG 1 Cash Register		330.00	-110.00
04/30/23	70145 Miscellaneous Charge	0	0		BI 5 Miscellaneous Charges	110.00		0.00
	Net Amount For APR 2023:					110.00	330.00	
05/31/23	70708 Cash Register	0	0		RG 1 Cash Register		110.00	-110.00
05/31/23	71132 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	440.00		330.00
	Net Amount For MAY 2023:					440.00	110.00	
06/30/23	71664 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	1,340.00		1,670.00
	Net Amount For JUN 2023:					1,340.00	0.00	
07/11/23	71435 Cash Register	0	0		RG 1 Cash Register		2,210.00	-540.00
07/31/23	72185 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	1,340.00		800.00
	Net Amount For JUL 2023:					1,340.00	2,210.00	
08/15/23	72037 Cash Register	0	0		RG 1 Cash Register		110.00	690.00
08/31/23	72671 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	1,215.00		1,905.00
	Net Amount For AUG 2023:					1,215.00	110.00	
09/30/23	73209 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	1,430.00		3,335.00
	Net Amount For SEP 2023:					1,430.00	0.00	
10/10/23	72962 Cash Register	0	0		RG 1 Cash Register		3,020.00	315.00
10/26/23	73234 Cash Register	0	0		RG 1 Cash Register		4,860.00	-4,545.00
10/31/23	73685 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	2,270.00		-2,275.00
	Net Amount For OCT 2023:					2,270.00	7,880.00	
11/15/23	73590 Cash Register	0	0		RG 1 Cash Register		330.00	-2,605.00
	Net Amount For NOV 2023:					0.00	330.00	
12/31/23	74720 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	110.00		-2,495.00
	Net Amount For DEC 2023:					110.00	0.00	
Subtotal For Account: 0 908.1						11,585.00	14,080.00	-2,495.00
Grand Total Beginning Balances:						0.00	0.00	
Grand Total Transactions: 43						27,583.85	39,005.61	
Grand Total:						27,583.85	39,005.61	-11,421.76

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TRANSACTION DETAIL**

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JAN 2022 To DEC 2022

Date	Journal Description	Dept	Actv BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 908.0 CUSTOMER ASSISTANCE EXPENSE					Beginning Balance:		0.00
01/12/22	62178 Cash Register	0	0	RG 1 Cash Register		2,700.00	-2,700.00
01/12/22	62187 Payment	0	0	AP 2 GATEWAY COMMUNITY SERVICE	2,000.00		-700.00
Net Amount For JAN 2022:					2,000.00	2,700.00	
02/15/22	62775 Cash Register	0	0	RG 1 Cash Register		1,695.00	-2,395.00
02/17/22	62830 Payment	0	0	AP 2 WADE CANTRELL	500.00		-1,895.00
Net Amount For FEB 2022:					500.00	1,695.00	
03/15/22	63234 Cash Register	0	0	RG 1 Cash Register		1,695.00	-3,590.00
03/16/22	63269 Payment	0	0	AP 2 KENNY HALL	500.00		-3,090.00
Net Amount For MAR 2022:					500.00	1,695.00	
04/11/22	63669 Payment	0	0	AP 2 REGINA W JENKINS	39.22		-3,050.78
04/30/22	64174 Invoice	0	0	AP 4 RURAL COOP CREDIT UNION	58.83		-2,991.95
Net Amount For APR 2022:					98.05	0.00	
06/13/22	64712 Cash Register	0	0	RG 1 Cash Register		2,700.00	-5,691.95
06/24/22	64879 Payment	0	0	AP 2 GATEWAY COMMUNITY ACTION	2,000.00		-3,691.95
Net Amount For JUN 2022:					2,000.00	2,700.00	
11/14/22	67366 Cash Register	0	0	RG 1 Cash Register		2,700.00	-6,391.95
11/14/22	67377 Payment	0	0	AP 2 GATEWAY COMMUNITY SERVICE	2,700.00		-3,691.95
11/14/22	67628 Payment Void	0	0	BR 2 GATEWAY COMMUNITY SERVICE		2,700.00	-6,391.95
11/29/22	67624 Payment	0	0	AP 2 GATEWAY COMMUNITY SERVICE	2,000.00		-4,391.95
Net Amount For NOV 2022:					4,700.00	5,400.00	
Subtotal For Account: 0 908.0					9,798.05	14,190.00	-4,391.95
Account: 0 908.1 CUSTOMER ASSISTANCE-LOAD CONTROL					Beginning Balance:		0.00
01/12/22	62178 Cash Register	0	0	RG 1 Cash Register		110.00	-110.00
01/31/22	62900 Bill Calculation	0	0	BI 5 Bill Calc - Cycle 1	2,530.00		2,420.00
Net Amount For JAN 2022:					2,530.00	110.00	
02/15/22	62775 Cash Register	0	0	RG 1 Cash Register		330.00	2,090.00
02/28/22	62906 Miscellaneous Charge	0	0	BI 5 Miscellaneous Charges			2,090.00
02/28/22	63364 Bill Calculation	0	0	BI 5 Bill Calc - Cycle 1	220.00		2,310.00
Net Amount For FEB 2022:					220.00	330.00	
03/15/22	63234 Cash Register	0	0	RG 1 Cash Register		220.00	2,090.00
03/29/22	63434 Cash Register	0	0	RG 1 Cash Register		2,370.00	-280.00
03/31/22	63861 Bill Calculation	0	0	BI 5 Bill Calc - Cycle 1	440.00		160.00
Net Amount For MAR 2022:					440.00	2,590.00	
04/11/22	63658 Cash Register	0	0	RG 1 Cash Register		440.00	-280.00
04/30/22	64389 Bill Calculation	0	0	BI 5 Bill Calc - Cycle 1	440.00		160.00
Net Amount For APR 2022:					440.00	440.00	

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TRANSACTION DETAIL**

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JAN 2022 To DEC 2022

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 908.1 CUSTOMER ASSISTANCE-LOAD CONTROL						Beginning Balance:		
05/09/22	64142 Cash Register	0	0		RG 1 Cash Register		440.00	-280.00
05/31/22	64868 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	220.00		-60.00
Net Amount For MAY 2022:						-220.00	440.00	
06/13/22	64712 Cash Register	0	0		RG 1 Cash Register		220.00	-280.00
06/30/22	65429 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	1,550.00		1,270.00
Net Amount For JUN 2022:						1,330.00	220.00	
07/11/22	65155 Cash Register	0	0		RG 1 Cash Register		330.00	940.00
07/31/22	65980 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	1,555.00		2,495.00
Net Amount For JUL 2022:						1,225.00	330.00	
08/08/22	65692 Cash Register	0	0		RG 1 Cash Register		330.00	2,165.00
08/31/22	66469 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	1,660.00		3,825.00
Net Amount For AUG 2022:						1,330.00	330.00	
09/12/22	66282 Cash Register	0	0		RG 1 Cash Register		440.00	3,385.00
09/12/22	66282 Cash Register	0	0		RG 1 Cash Register	440.00		3,825.00
09/12/22	66282 Cash Register	0	0		RG 1 Cash Register		440.00	3,385.00
09/30/22	67019 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	1,345.00		4,730.00
Net Amount For SEP 2022:						905.00	880.00	
10/11/22	66803 Cash Register	0	0		RG 1 Cash Register		110.00	4,620.00
10/17/22	66991 Journal Entry	0	0		GL 3 CASH REGISTER		1,640.00	2,980.00
10/24/22	67007 Cash Register	0	0		RG 1 Cash Register		4,920.00	-1,940.00
10/31/22	67526 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	1,640.00		-300.00
Net Amount For OCT 2022:						-5,030.00	6,670.00	
11/30/22	67545 Miscellaneous Charge	0	0		BI 5 Miscellaneous Charges	110.00		-190.00
Net Amount For NOV 2022:						110.00	0.00	
12/12/22	67861 Cash Register	0	0		RG 1 Cash Register		110.00	-300.00
12/31/22	68569 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	110.00		-190.00
Net Amount For DEC 2022:						0.00	110.00	
Subtotal For Account: 0 908.1						12,260.00	12,450.00	-190.00
Grand Total Beginning Balances:						0.00	0.00	
Grand Total Transactions: 43						22,058.05	26,640.00	
Grand Total:						22,058.05	26,640.00	-4,581.95

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TRANSACTION DETAIL**

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JAN 2021 To DEC 2021

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 908.0 CUSTOMER ASSISTANCE EXPENSE						Beginning Balance:		0.00
01/18/21	56443 Cash Register	0	0		RG 1 Cash Register		1,695.00	-1,695.00
01/19/21	56463 Payment	0	0		AP 2 BRENDA STAMPER	500.00		-1,195.00
Net Amount For JAN 2021:						500.00	1,695.00	
03/10/21	57215 Cash Register	0	0		RG 1 Cash Register		2,766.00	-3,961.00
03/11/21	57245 Payment	0	0		AP 2 RONNIE PRICE	250.00		-3,711.00
03/11/21	57245 Payment	0	0		AP 2 BURTON WRIGHT	750.00		-2,961.00
Net Amount For MAR 2021:						1,000.00	2,766.00	
05/10/21	58189 Cash Register	0	0		RG 1 Cash Register		5,400.00	-8,361.00
05/11/21	58225 Payment	0	0		AP 2 GATEWAY COMMUNITY ACTION	2,000.00		-6,361.00
05/11/21	58225 Payment	0	0		AP 2 GATEWAY COMMUNITY ACTION	2,000.00		-4,361.00
Net Amount For MAY 2021:						4,000.00	5,400.00	
07/12/21	59172 Cash Register	0	0		RG 1 Cash Register		7,095.00	-11,456.00
07/13/21	59223 Payment	0	0		AP 2 GATEWAY COMMUNITY ACTION	2,000.00		-9,456.00
07/13/21	59223 Payment	0	0		AP 2 GATEWAY COMMUNITY ACTION	2,000.00		-7,456.00
07/13/21	59223 Payment	0	0		AP 2 KERRY ROBERTS	500.00		-6,956.00
Net Amount For JUL 2021:						4,500.00	7,095.00	
Subtotal For Account: 0 908.0						10,000.00	16,956.00	-6,956.00
Account: 0 908.1 CUSTOMER ASSISTANCE-LOAD CONTROL						Beginning Balance:		0.00
01/18/21	56443 Cash Register	0	0		RG 1 Cash Register		220.00	-220.00
01/31/21	56929 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	2,620.00		2,400.00
Net Amount For JAN 2021:						2,620.00	220.00	
02/08/21	56746 Cash Register	0	0		RG 1 Cash Register		110.00	2,290.00
Net Amount For FEB 2021:						0.00	110.00	
03/10/21	57215 Cash Register	0	0		RG 1 Cash Register		220.00	2,070.00
03/23/21	57422 Cash Register	0	0		RG 1 Cash Register		2,390.00	-320.00
03/31/21	57924 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	220.00		-100.00
Net Amount For MAR 2021:						220.00	2,610.00	
04/30/21	58438 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	550.00		450.00
Net Amount For APR 2021:						550.00	0.00	
05/31/21	58889 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	220.00		670.00
Net Amount For MAY 2021:						220.00	0.00	
06/14/21	58759 Cash Register	0	0		RG 1 Cash Register		880.00	-210.00
06/30/21	59394 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	1,690.00		1,480.00
Net Amount For JUN 2021:						1,690.00	880.00	
07/12/21	59172 Cash Register	0	0		RG 1 Cash Register		110.00	1,370.00
07/31/21	59894 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	1,465.00		2,835.00

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TRANSACTION DETAIL**

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JAN 2020 To DEC 2020

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 908.0 CUSTOMER ASSISTANCE EXPENSE						Beginning Balance:		0.00
01/13/20	50964 Cash Register	0	0		RG 1 Cash Register		3,040.25	-3,040.25
01/14/20	50987 Payment	0	0		AP 2 ACEY BURCHAM	250.00		-2,790.25
01/14/20	50987 Payment	0	0		AP 2 DESSIE SCOTT CHILDREN'S HOM	641.13		-2,149.12
01/14/20	50987 Payment	0	0		AP 2 DESSIE SCOTT CHILDREN'S HOM	264.12		-1,885.00
Net Amount For JAN 2020:					-1,885.00	1,155.25	3,040.25	
02/11/20	51443 Cash Register	0	0		RG 1 Cash Register		2,470.00	-4,355.00
02/11/20	51458 Payment	0	0		AP 2 JACOB JOHNSON	500.00		-3,855.00
02/11/20	51458 Payment	0	0		AP 2 JANET RUDD	250.00		-3,605.00
02/29/20	51878 Journal Entry	0	0		GL 3 CASH REGISTER		2,695.00	-6,300.00
Net Amount For FEB 2020:					-4,415.00	750.00	5,165.00	
03/11/20	51929 Cash Register	0	0		RG 1 Cash Register		5,085.00	-11,385.00
03/11/20	51933 Payment	0	0		AP 2 JAMISON LITTLE	500.00		-10,885.00
03/11/20	51933 Payment	0	0		AP 2 RONNIE PELFREY	500.00		-10,385.00
03/11/20	51933 Payment	0	0		AP 2 BARBARA DEATON	500.00		-9,885.00
Net Amount For MAR 2020:					-3,585.00	1,500.00	5,085.00	
06/17/20	53295 Cash Register	0	0		RG 1 Cash Register		10,800.00	-20,685.00
06/17/20	53300 Payment	0	0		AP 2 GATEWAY COMMUNITY ACTION	8,000.00		-12,685.00
Net Amount For JUN 2020:					-2,800.00	8,000.00	10,800.00	
07/13/20	53612 Cash Register	0	0		RG 1 Cash Register		3,390.00	-16,075.00
07/15/20	53688 Payment	0	0		AP 2 SARA KNAPPENBERGER	500.00		-15,575.00
07/15/20	53688 Payment	0	0		AP 2 BILLY G SPENCE	500.00		-15,075.00
Net Amount For JUL 2020:					-2,390.00	1,000.00	3,390.00	
08/11/20	54094 Cash Register	0	0		RG 1 Cash Register		14,486.00	-29,561.00
08/17/20	54172 Payment	0	0		AP 2 GATEWAY COMMUNITY SERVICE	8,000.00		-21,561.00
08/17/20	54172 Payment	0	0		AP 2 CYNTHIA TAPLEY	500.00		-21,061.00
08/17/20	54172 Payment	0	0		AP 2 BRAXTPM [ATTERSPM	750.00		-20,311.00
Net Amount For AUG 2020:					-5,236.00	9,250.00	14,486.00	
10/13/20	55012 Cash Register	0	0		RG 1 Cash Register		3,145.00	-23,456.00
10/14/20	55031 Payment	0	0		AP 2 DILLARD BLACKBURN	500.00		-22,956.00
10/14/20	55031 Payment	0	0		AP 2 TIMOTHY WADE	750.00		-22,206.00
Net Amount For OCT 2020:					-1,895.00	1,250.00	3,145.00	
11/10/20	55412 Cash Register	0	0		RG 1 Cash Register		1,991.00	-24,197.00
11/10/20	55429 Payment	0	0		AP 2 AMBER MAYBERRY	750.00		-23,447.00
Net Amount For NOV 2020:					-1,241.00	750.00	1,991.00	
12/17/20	55938 Cash Register	0	0		RG 1 Cash Register		1,695.00	-25,142.00
12/18/20	55954 Payment	0	0		AP 2 CORA SHOUSE	500.00		-24,642.00
Net Amount For DEC 2020:					-1,195.00	500.00	1,695.00	

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TRANSACTION DETAIL**

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JAN 2020 To DEC 2020

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod	Code Reference	Debit	Credit	Balance
Subtotal For Account: 0 908.0							24,155.25	48,797.25	-24,642.00
Account: 0 908.1 CUSTOMER ASSISTANCE-LOAD CONTROL							Beginning Balance:		0.00
01/31/20	51608 Bill Calculation	0	0		BI	5 Bill Calc - Cycle 1	3,260.00		3,260.00
					Net Amount For JAN 2020:		3,260.00	0.00	
02/29/20	51878 Journal Entry	0	0		GL	3 CASH REGISTER		2,400.00	860.00
02/29/20	52110 Bill Calculation	0	0		BI	5 Bill Calc - Cycle 1	110.00		970.00
					Net Amount For FEB 2020:		110.00	2,400.00	
03/11/20	51929 Cash Register	0	0		RG	1 Cash Register		1,090.00	-120.00
03/30/20	52164 Cash Register	0	0		RG	1 Cash Register		2,390.00	-2,510.00
03/31/20	52125 Miscellaneous Charge	0	0		BI	5 Miscellaneous Charges		220.00	-2,730.00
03/31/20	52517 Bill Calculation	0	0		BI	5 Bill Calc - Cycle 1	550.00		-2,180.00
					Net Amount For MAR 2020:		550.00	3,700.00	
04/16/20	52444 Cash Register	0	0		RG	1 Cash Register		110.00	-2,290.00
					Net Amount For APR 2020:		0.00	110.00	
05/26/20	52973 Cash Register	0	0		RG	1 Cash Register		230.00	-2,520.00
05/31/20	52942 Miscellaneous Charge	0	0		BI	5 Miscellaneous Charges	10.00		-2,510.00
05/31/20	53351 Bill Calculation	0	0		BI	5 Bill Calc - Cycle 1	340.00		-2,170.00
					Net Amount For MAY 2020:		120.00	350.00	230.00
06/30/20	53776 Bill Calculation	0	0		BI	5 Bill Calc - Cycle 1	1,270.00		-900.00
					Net Amount For JUN 2020:		1,270.00	0.00	
07/13/20	53612 Cash Register	0	0		RG	1 Cash Register		340.00	-1,240.00
07/31/20	54244 Bill Calculation	0	0		BI	5 Bill Calc - Cycle 1	1,605.00		365.00
					Net Amount For JUL 2020:		1,265.00	340.00	
08/11/20	54094 Cash Register	0	0		RG	1 Cash Register		220.00	145.00
08/31/20	54701 Bill Calculation	0	0		BI	5 Bill Calc - Cycle 1	1,600.00		1,745.00
					Net Amount For AUG 2020:		1,380.00	1,600.00	220.00
09/15/20	54587 Cash Register	0	0		RG	1 Cash Register		230.00	1,515.00
09/30/20	55172 Bill Calculation	0	0		BI	5 Bill Calc - Cycle 1	1,695.00		3,210.00
					Net Amount For SEP 2020:		1,465.00	1,695.00	230.00
10/13/20	55012 Cash Register	0	0		RG	1 Cash Register		330.00	2,880.00
10/26/20	55159 Cash Register	0	0		RG	1 Cash Register		5,140.00	-2,260.00
10/31/20	55565 Bill Calculation	0	0		BI	5 Bill Calc - Cycle 1	670.00		-1,590.00
					Net Amount For OCT 2020:		-4,800.00	670.00	5,470.00
11/03/20	55274 Cash Register	0	0		RG	1 Cash Register		540.00	-2,130.00
11/10/20	55451 Journal Entry	0	0		GL	3 CASH REGISTER		330.00	-2,460.00
11/30/20	55998 Bill Calculation	0	0		BI	5 Bill Calc - Cycle 1	220.00		-2,240.00
					Net Amount For NOV 2020:		-650.00	220.00	870.00

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TRANSACTION DETAIL**

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JAN 2020 To DEC 2020

Date	Journal Description	Dept	Actv	BU Project	Jrnl Mod Code Reference	Debit	Credit	Balance
Account: 0 908.1 CUSTOMER ASSISTANCE-LOAD CONTROL						Beginning Balance:		
12/17/20	55938 Cash Register	0	0		RG 1 Cash Register		220.00	-2,460.00
12/31/20	56485 Bill Calculation	0	0		BI 5 Bill Calc - Cycle 1	110.00		-2,350.00
Net Amount For DEC 2020:						110.00	220.00	
Subtotal For Account: 0 908.1						11,440.00	13,790.00	-2,350.00
Grand Total Beginning Balances:						0.00	0.00	
Grand Total Transactions: 54						35,595.25	62,587.25	
Grand Total:						35,595.25	62,587.25	-26,992.00

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TRANSACTION DETAIL**

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PARAMETERS ENTERED:

Division: All
Accounts: 0 908.0, 0 908.1
Department: All
Activity: All
Sort By: Acct/Div
Date Selection: Period
Period: JAN 2020 To DEC 2020
Module: All
Journal Activity: All
Accounts With No Transactions: Yes
Extended Reference: No
Interface Detail: No
Group by Department: No