

**MINUTES OF THE REGULAR MEETING
OF THE BOARD OF DIRECTORS OF
LEWIS COUNTY RURAL ELECTRIC COOPERATIVE ASSOCIATION
December 18, 2025**

A regular meeting of the Board of Directors of Lewis County Rural Electric Cooperative Association (hereinafter referred to as "Cooperative") was held on Thursday, December 18, 2025, at the office of the Cooperative pursuant to previous Board Resolution.

The business session was called to order at 6:11 p.m. by Emery **CALL TO ORDER** Geisendorfer, President. Megan McCord, Attorney for the Cooperative, caused the minutes of the meeting to be kept.

The following Directors were present: Emery "Buster" Geisendorfer, Mike Schantz, Larry Clark, Randy James, Larry Smoot, Sandra Ebeling, Jeff Whiston, Angela "Angie" Seals, and Donna Flood. Directors absent: none. Also present were Staci Mesmer, CEO/General Manager; staff members Kendall Hawkins, and Theresa Simmons; and Megan McCord, Attorney (via teleconference).

Staci Mesmer led the Board in an invocation and recitation of the **INVOCATION & PLEDGE** Pledge of Allegiance.

The chair asked for approval of the agenda. On motion made, **AGENDA APPROVAL** seconded and passed, the agenda was approved.

Minutes of the meeting of November 20, 2025 were presented. On motion made, seconded, and passed, the Board resolved to approve the minutes. **MINUTES APPROVED**

The Board reviewed the lists of new members for November 2025. On motion made, seconded and passed, the Board approved the lists of new members as presented. **MEMBER APPROVAL**

The Board reviewed work orders for November 2025. On motion made, seconded, and passed unanimously, the work orders were approved as presented. **WORK ORDERS**

Theresa Simmons reviewed the written financial report for the month of November 2025. Directors asked questions. After discussion, on motion made, seconded and passed, the Board accepted the financial report. **FINANCIAL REPORT**

The Board reviewed the disbursements report for the month. After discussion, on motion made, seconded, and passed, the disbursements and electronic transfers were approved. **DISBURSEMENTS REVIEW**

The Board reviewed the written manager's report. CEO Mesmer supplemented her report with information regarding 2026 budget meeting and a personnel update.

MANAGER'S REPORT

The Board reviewed the written monthly staff reports including: Operations; Safety & Training; Engineering; Information Technology; and Member Services & Government Relations. Kendall Hawkins provided an update on contractors and construction.

STAFF REPORTS

CEO Mesmer presented a proposed records retention policy which was recommended by the Cooperative's auditor. After discussion, on motion made, seconded and passed, Policy 222 was adopted as presented.

POLICY 222

President Geisendorfer called for new or old business. There was none.

NEW/OLD BUSINESS

Directors discussed their attendance at recent meetings and discussed training classes taken.

MISCELLANEOUS REPORTS

Larry Clark reported his attendance to the recent meeting of the Association of Missouri Electric Cooperatives. Items of interest included: MECIP update, committee reports, personnel, Rural Missouri, and AECI update.

AMEC REPORT

Mike Schantz reported his attendance to the recent meeting of Northeast Power. Items of interest included: Federated, loans, and AMEC delegate.

NORTHEAST POWER REPORT

The Board entered into Executive Session to discuss legal and personnel matters. Following Executive Session, the Board re-entered regular session.

EXECUTIVE SESSION

The next regular meeting of the Board will be called Thursday, January 29, 2026 at the office of the Cooperative in Lewistown, Missouri.

NEXT REGULAR MEETING

There being no further business to come before the Board, on motion made, seconded and passed, the meeting was adjourned at 8:28 p.m.

ADJOURNMENT

Approved:

Secretary

Chairman