

**MINUTES OF THE REGULAR MEETING  
OF THE BOARD OF DIRECTORS OF  
LEWIS COUNTY RURAL ELECTRIC COOPERATIVE ASSOCIATION  
February 29, 2024**

A regular meeting of the Board of Directors of Lewis County Rural Electric Cooperative Association (hereinafter referred to as “Cooperative”) was held on Thursday, February 29, 2024, at the office of the Cooperative pursuant to previous Board Resolution.

The business session was called to order at 6:00 p.m. by Emery Geisendorfer, President. Megan McCord, Attorney for the Cooperative, caused the minutes of the meeting to be kept. **CALL TO ORDER**

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

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

Eric Consford and Christopher Lau from nGuard joined the meeting via teleconference and provided a review of the recent PCI compliance and cybersecurity audit it conducted for the Cooperative. Following their presentation, the nGuard representatives left the meeting. **PCI SECURITY TESTING REVIEW**

Minutes of the meeting of January 25, 2024 were presented. On motion made, seconded, and passed, the Board resolved to approve the minutes. **MINUTES APPROVED**

The Board reviewed the written safety report and CEO Mesmer supplemented the report with information regarding the recent safety meeting. **SAFETY REPORT**

The Board reviewed the list of new members for the previous month. On motion made, seconded and passed, the Board approved the list of new members as presented. **MEMBER APPROVAL**

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

The Board reviewed written financial reports for the months of December 2023 and January 2024, and the preliminary financial report for February 2024. Theresa Simmons supplemented the written reports and the Board asked questions. After discussion, on **FINANCIAL REPORT**

motion made, seconded and passed, the financial reports for December 2023 and January 2024 were accepted.

The Board reviewed the disbursements for the previous 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 on applications for the apprentice position, recent legislative conference attendance and attendance at various meetings. She also reported on an opportunity with the NRECA international program.

**MANAGER’S REPORT**

The Board reviewed written reports from staff members. Ryan Strubinger reported on a recent tabletop exercise of a cyber event, in coordination with Northeast Power. He also provided an overview of the OMS system.

**STAFF REPORTS**

Larry Clark reported his attendance at the recent AMEC meeting. Items of interest included: Renew Missouri attendance at annual meetings; committee reports; and new employees.

**AMEC REPORT**

Mike Schantz reported his attendance at the recent Northeast Power meeting. Items of interest included: new REDLG application; policy review; and an analysis of outage response times.

**NORTHEAST POWER REPORT**

The remaining staff members were excused from the meeting. Thereafter, the Board entered into Executive Session to discuss legal and personnel matters.

**EXECUTIVE SESSION**

The next regular meeting of the Board will be called Thursday, March 28, 2024 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 9:11 p.m.

**ADJOURNMENT**

Approved:

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Chairman

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Secretary