

**PROPOSED DRAFT OF THE NORTH WESTERN ELECTRIC COOPERATIVE, INC.  
2022 ANNUAL MEETING OF MEMBERS MINUTES**

On the 2023 official ballot, member-owners are asked to vote to accept or reject the minutes from the 2022 Annual Meeting, as presented below:

**NORTH WESTERN ELECTRIC COOPERATIVE, INC.  
2022 Annual Meeting Minutes  
(Drive-Thru Voting)**

The 2022 Annual Meeting of the Members of the North Western Electric Cooperative, Inc. (NWECC) was held at the Cooperative building in Bryan, Ohio, on the 9th day of April 2022.

Due to COVID-19\* concerns and to conform with COVID-19 mandates from government health officials (federal, state and local agencies) at the time of the meeting preparations, the Board voted to conduct the meeting as a drive-thru meeting only. In accordance with the cooperative Code of Regulations, member-owners could also vote online from March 21, 2022, through April 8, 2022, at noon.

**Annual Meeting Packet**

Each NWECC member-owner was sent an Annual Meeting packet on March 2, 2022. The packet contained the following documents:

- Official Notice of Meeting
  - ◊ The notice included a member-owner-specific barcode for registration.
- Official Ballot Form
- Proposed Changes to the Code of Regulations
- NWECC 2021 Annual Meeting Minutes

During the Annual Meeting, member-owners could drive through the cooperative parking lot and warehouse to register and drop off their voting ballots. Member-owners who attended stayed in their vehicles.

Member-owners were able to attend at any time during the hours of 9 a.m. to 12 p.m. A total of 373 people attended (265 members-owners and 108 guests). There were also 536 member-owner online votes collected prior to the meeting through the SmartHub app.

**Call to Order**

The meeting was called to order by Chairman Andy Farnham at 9:00 a.m.

**Election**

Trustee Candidates:

District 3 - No petitions were received. Kim Shoup was re-elected by affirmation.

District 7 - No petitions were received. Richard Polter was re-elected by affirmation.

**Proposed Changes to the Code of Regulations**

Article III, Meeting of Members

- Organized the order of business at NWECC's Annual Meeting. Allowed for hybrid format versus large in-person meetings when necessary.

Article IV, Board of Trustees

- Expanded the nepotism policy for board members to include close relatives and former employees of less than three years – including employees of NW Ohio Propane. It also added that trustees could not be convicted felons.
- Removed nominations from the floor at the Annual Meeting.

Jeff Woodbury and Keith Stark were member-owner representatives present to oversee the collection of the ballots during the drive-thru meeting and counting the votes following the meeting.

**Adjournment**

Chairman Farnham adjourned the meeting at 12:01 p.m.

**Election Results**

Cooperative attorney, Christopher Walker, reported the results of the voting:

2021 Annual Meeting Minutes – Accepted

Article III - Meeting of the Members – Accepted

Article IV - Board of Trustees – Accepted

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*\*COVID-19 is a respiratory disease that can result in severe illness or death caused by the SARS-CoV-2 virus, which could easily spread from person to person. The virus is spread between individuals in close contact (within six feet) through respiratory droplets produced when an infected person coughs, sneezes, speaks, sings, or breathes.*