

REGULAR BOARD MEETING MINUTES  
OZARK ELECTRIC COOPERATIVE  
July 18, 2025

Opening

The regular monthly meeting of the Board of Directors of the Ozark Electric Cooperative was held July 18, 2025, at the Cooperative's office in Mt. Vernon, Missouri. The meeting was called to order by President Steve Stone. The invocation was given by O.D. Cope.

Directors Present

Directors present were Wendall Bolin, Daren Bowles, O. D. Cope, Kolby Kallweit, Ryan Post, Mitch Sims, Steve Stone and David Trogon. Scott Mahaffey was absent.

Others Present

Others included were Patrick Oehlschlager, General Manager; Tori Morris, Chief Financial Officer; Ken Raming, Manager of Engineering; Steve Swearingen, Manager of Operations; Jon Davis, Manager of Member Services; Holly Hodgson, Manager of Billing Services; Shawn Battagler, Legal Counsel; and Julie Marquis who recorded the minutes of the meeting.

Executive Session

At this time, the Board entered an executive session. Director Scott Mahaffey joined the executive session remotely by phone. The board left the executive session to propose the following resolution.

Resolution for Censure of Director Mitch Sims  
Ozark Electric Cooperative Board of Directors

WHEREAS, the Board of Directors of Ozark Electric Cooperative has a responsibility to protect the integrity of the organization, foster trust among its members and employees, and hold itself accountable to the highest ethical and professional standards, including the expectation that directors uphold integrity, professionalism, and mutual respect as outlined in Board Policy 107;

WHEREAS, Director Mitch Sims has, both prior to and during his service as a board member, published public posts that include:

- A comparison of utility rate changes to rape and sexual assault, invoking sexual violence in a manner that has offended members, staff, and survivors;
- Sexually suggestive commentary directed at public officials, including female political leaders, in a manner that is inappropriate and incompatible with the expectations of cooperative leadership;
- Repeated public engagement in comments or content that fall below the standards of professionalism and respect expected of a board director.

WHEREAS, Director Sims has since issued as apology about comments made prior to being a director, but it fails to acknowledge his serious misconduct during his tenure-including sexually suggestive commentary directed at female leaders, which remains unaddressed. He has also

refused the board's request to voluntarily resign and continues to represent the cooperative in public settings and online forums, where directors are viewed as official voices of the organization, regardless of intent or disclaimer;

WHEREAS, this conduct has harmed the cooperative's reputation, created division among members, and undermined the board's efforts to foster respect, dignity, and professionalism; and has exposed the cooperative to reputational and organizational risk due to the nature of the statements and the director's continued refusal to take corrective action;

THEREFORE, BE IT RESOLVED, that the Board of Directors of Ozark Electric Cooperative hereby formally censures Director Sims for conduct unbecoming of a board member and in violation of the cooperative's standards of governance and public trust;

BE IT FURTHER RESOLVED, that Director Sims shall be removed from his position on the Finance Committee and the Policy Committee, effective immediately, in order to protect the integrity and function of board committee work; and that he shall not be eligible for reappointment to any board committee unless and until approved by a majority vote of the Board of Directors;

BE IT FINALLY RESOLVED, that this censure shall be entered into the official board record and communicated publicly, reaffirming the Board's commitment to respectful governance, community leadership and the core principles that guide Ozark Electric Cooperative as we continue to serve our members with integrity.

Adopted this 18 day of July, 2025

A motion was made to accept the resolution, a second was made and a roll call vote was cast: Ryan Post, yay; O.D. Cope, yay; David Trogon, yay; Scott Mahaffey, yay; Kolby Kallweit, yay; Wendall Bolin, yay; Mitch Sims, Nay; Daren Bowles, yay; Steve Stone, yay. The ayes have it 8 to 1, motion passed.

The board then re-entered executive session until approximately 9:35 a.m. the staff was invited back in to resume regular business.

Steve Stone led the Pledge of Allegiance.

June  
Reports  
Approved

The operating reports for June 2025 were presented and reviewed by Tori Morris. Motion was made and second and on vote, the following resolution was adopted:

RESOLVED, that the operating reports for June 2025, be approved as presented.

Finance  
Committee  
Minutes

The Finance Committee report was presented by Tori Morris. Tori Morris reviewed the minutes of the meeting. Motion was made and seconded and on vote, the following resolution was adopted:

RESOLVED, that the Finance Committee

Meeting Minutes be approved as presented.

<u>Staff Report</u>	<div>1. Jon Davis reviewed the upcoming annual meeting and early voting.</div> <div>2. Jon thanked David for his years of service and dedication to the Co-Op.</div> <div>3. Ken Raming, Manager of Engineering, discussed letters sent to Net Metering members for annual testing. Approximately 40 members have yet to respond. They have all received a second letter with no response. Ken asked the board what kind of consequence the membership could face failing to comply with the law/policy. The board had some suggestions while landing on a 3<sup>rd</sup> letter stating what the consequence would be (a lock out) and a time limit to comply.</div> <div>4. Ken also took a few minutes to thank David for his years of service to the Coop and the Board.</div> <div>5. Steve Swearingen presented numbers from the most recent storm. He also spoke on how wonderful it is to be able to call mutual aid from surrounding areas.</div>
<u>Manager’s Report</u>	<div>Patrick Oehlschlager gave an update from the KAMO Manager’s meeting.</div> <div>Patrick discussed the upcoming dates for the wage and benefit study and the Toth COS presentations coming in August.</div>
<u>Missouri Directors Conference</u>	<div>Kolby Kallweit, Ryan Post, and Mitch Sims attended the Missouri Directors Conference in Chesterfield, Missouri, on July 8<sup>th</sup>-10<sup>th</sup>.</div> <div>Kolby, Ryan and Mitch, all said it was good hearing from other directors and perspectives from across the state. Great conversations all around with AMEC.</div>
<u>KAMO Update</u>	<div>Steve Stone presented the KAMO Board Summary dated July 11, 2025, which was reviewed by the Board.</div>
<u>Legal Update</u>	<div>Shawn Battagler presented updates in executive session.</div>
<u>June Minutes Approved</u>	<div>The minutes of the June board meeting were submitted to the board for action. Following discussion, a motion was made and second, and on vote, the following resolution was adopted:</div> <div>RESOLVED, that the minutes of June 2025, board meeting be approved as revised.</div>
<u>Adjournment</u>	<div>There being no further business to come before the meeting, motion was made and seconded that the meeting adjourns. On vote, the meeting adjourned.</div>