



MEETING OF NOMINATING COMMITTEE

Date: Wednesday, April 10, 2024 @ 9:30 a.m.

The Nominating Committee of INTERCOUNTY ELECTRIC COOPERATIVE ASSOCIATION met at the Cooperative's headquarters in Licking, Missouri at 9:30 a.m. on Wednesday, April 10th, 2024. The meeting was called to order by Attorney Christiaan Horton, legal counsel to the Cooperative. Roll call was taken, and the following members of the Committee were present to establish quorum:

- Bill McKinney (Licking)
Julius Fraley (Houston)
Roger Kirkman (Summersville)
Collette Walker (Rolla)
Carla Clayton (Rolla)
Mike Hammond (Licking)
Tom Wulff (Salem)

The Committee then officially organized by electing Tom Wulff as Chairperson and Carla Clayton as Secretary of the Committee. Consensus was reached to interview board candidates who submitted applications to the Nominating Committee. There were four (4) candidates in all who submitted applications for the Committee's consideration for the three (3) Director Districts (North, Central, and South) having board seats up for election this year.

The Committee then proceeded to the business assigned as set forth in the Cooperative's bylaws, that being the selection of qualified Board of Director nominees for member consideration and vote at the Annual Meeting of the Members to be held on Friday, June 28th, 2024. Results of the vote will be declared at the Annual Meeting, with voting by electronic means at the meeting and mail-in ballot voting commencing beforehand, all in accord with the Notice of Meeting published in advance and the Cooperative's bylaws.

The Committee completed interviews of all selected candidates to completion. Thereafter, the Committee met in executive session to discuss the candidates, their submitted materials and respective interviews, along with information obtained from all sources.

After due consideration, the Committee made the following 2024 Board of Director nominations, in order of preference, for Cooperative member consideration, subject to each candidate's continuing qualification to serve as Board of Director Member based on the Cooperative's bylaws and applicable policies. One Director from each District below will be elected by the members of the Cooperative at this year's Annual Meeting:

- Samuel S. Auxier * North District
Brian L. Tharp North District
Michael H. Smith * Central District
Doyle E. Bradford * South District

*Nominating Committee's top choice for 2024 Board of Director Candidate for this District

No further business appearing, the Committee meeting adjourned sine die at 12:45 p.m.

ATTEST: Carla Clayton, Secretary

Tom Wulff, Chairperson
Date 04/10/2024
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