

**NORTHERN VIRGINIA ELECTRIC COOPERATIVE**  
**2022 ANNUAL MEETING MINUTES**  
**Sept. 21, 2022**

Northern Virginia Electric Cooperative, NOVEC, held its annual meeting on Wednesday, Sept. 21, 2022, at NOVEC's Gainesville Technical Center, 5399 Wellington Branch Drive, Gainesville, VA 20155.

**OPENING REMARKS: "FORWARD TOGETHER"**

Vice President of Public Relations Lisa Hooker welcomed those in attendance. She said NOVEC's annual meeting of members is a long-standing tradition, and that the Cooperative's employees are among the best in the country at keeping the lights on. Ms. Hooker outlined the events of the evening, and led the audience in the Pledge of Allegiance.

**CALL TO ORDER**

President & CEO David E. Schleicher called the business meeting to order at 6 p.m.

**QUORUM, LEGAL NOTICE, AND APPROVAL OF THE 2021 MINUTES**

Mr. Schleicher explained the meeting's legal requirements:

- In accordance with the bylaws, NOVEC sent a notice of the meeting via the U.S. Postal Service to all Cooperative members.
- The bylaws require a 2.5% quorum of members — or 3,941 of a total membership of 157,614 — to participate in person or by proxy. He reported the 26 members (not including family members) in attendance and 6,458 members who assigned their proxy met the quorum requirement.
- Members in attendance received the 2021 annual meeting minutes for review. Mr. Schleicher asked for a motion to dispense with reading the minutes. After hearing the motion and a second, he called for a vote to approve the minutes. Members approved the 2021 annual meeting minutes by voice vote.

**ELECTION OF BOARD DIRECTOR**

Board of Directors and Nominees Evaluation Committee Chairman Tim Singstock said the committee evaluated District 1 director candidate Cynthia Gilbride and found her qualified to serve on the board. Members reelected Mrs. Gilbride, who ran uncontested.

**REPORT FROM NOVEC BOARD OF DIRECTORS CHAIRMAN WADE HOUSE:**

- Introduced NOVEC's Board of Directors: Cynthia Gilbride, District 1; Brent George, District 2; James Chesley, District 3; Mark Bruno, District 4; himself, District 5; Michael Ragan, District 6; and Skip Albrite, District 7. He also introduced Dexter Odin, the board of directors' attorney.
- Former President & CEO Stan Feuerberg retired April 1, 2022. The Board interviewed multiple candidates and selected David E. Schleicher as the new president and CEO.

- NOVEC is in excellent financial condition with more than \$1 billion in assets. The Co-op also returned \$6.2 million in capital credits to members.
- The Cooperative is mindful of customers' requests for clean energy.
- NOVEC kept customers' lights on 99.99% of the time last year, because of substantial investment in its electric distribution system. He also recognized employees for their excellent work.

#### REPORT FROM PRESIDENT AND CEO DAVID SCHLEICHER:

- Introduced the executive staff: Senior Vice President of Finance and Asset Development Wilbur Rollins; Vice President of Electric System Development Bob Bisson; Vice President of Business Development Mike Dailey; Vice President of Public Relations Lisa Hooker; Vice President of Electric System Operations Dan Swingle; and Vice President and General Counsel Patrick Toulme.
- NOVEC's mission is to "Create value for members, employees, and communities by providing safe, reliable electricity and quality products at competitive prices."
- Employees' yearly key performance goals include workplace safety, power reliability, customer satisfaction, and financial operating margins.
- Discussed the Co-op's size, service territory, customer satisfaction, growing power demand, renewable energy use and initiatives, solid financing, steady rates, and power-cost-adjustments.
- Reviewed the 2021 financial information. Noted energy sales increased 19% and revenues increased 28%.
- Reiterated NOVEC kept power flowing to members 99.99% of the time, because of the robust distribution system, continual maintenance, and excellent employees.
- Peak power demand occurred in August 9, 2022 when customers used 1,559 megawatts of electricity — a 10% increase over last summer.

#### *Challenges*

- NOVEC launched "SmartHub," a new billing and payment system, on Aug. 1, 2022. He explained the difficulties of transitioning from the old system to the new one, and thanked members for their patience. He encouraged all members to sign-up for SmartHub and experience its benefits.
- NOVEC is working on more than 20 data center projects and will spend \$500 million over the next three years to build infrastructure. He noted NOVEC has an obligation to serve all new customers in its service territory.

- Wholesale energy prices increased 19% in a year, and 88 cents of every dollar the Co-op spends goes to purchasing wholesale electricity. NOVEC's Power Supply Team strives to purchase power at the lowest possible costs.

*Opportunities*

- Working with AllPoints Broadband to help that company bring internet service to rural areas of Loudoun County.
- Customers' rooftop solar photovoltaic systems generate 11 megawatts of power.
- Continue to seek opportunities for large scale solar projects that make sense for members and the Co-op.
- The Biomass Electric Generating Facility in South Boston, VA uses wood waste to generate renewable electricity seven days a week.
- Co-op affiliates NOVEC Solutions and NOVEC Energy Solutions offer home warranty programs, dark fiber leases, other energy services, and natural gas contracts.

*Bringing Value to Members and Communities*

- About 20,000 customers voluntarily round up their monthly bills to the nearest dollar as Operation Round Up participants. Approximately \$140,000 raised by ORU last year helped 379 low-income customers pay their energy bills.
- NOVEC HELPS, an employee-run charitable organization, raised and donated over \$37,000 to nearly 40 charitable organizations.
- Employees participated in a "Day of Caring" at the Willing Warriors Retreat in Haymarket, VA where injured military service members can enjoy a few days of rest and recreation with their families.

ADJOURNMENT

Mr. Schleicher called for any unfinished or new business. Hearing none, a motion was made and seconded to adjourn NOVEC's 2022 annual meeting. The meeting adjourned at 7 p.m.

Submitted By,

*Wade House*

Chairman

*Nov. 2, 2023*

Attest Date

*Michael E. Taylor*

Secretary

*November 2, 2023*

Attest Date