

**Board Of Water Works
ANNUAL MEETING MINUTES
April 16, 2024**

Board Members Present:

Dr. Sundeep “Sunny” Dronawat, Chair
Ms. Cathe Dykstra
Ms. Jennifer Fust-Rutherford
Dr. Sharon Kerrick

Not Present:

Mayor Craig Greenberg
Mr. Paul Esselman, Vice Chair
Mr. William “Bill” E. Summers, IV

Others Present:

Mr. Spencer Bruce, President and Chief Executive Officer
Ms. Dana Mayton, Louisville Metro, Deputy Mayor
Mr. Dave Vogel, Executive Vice President, Customer Service and Distribution Operations
Ms. Kelley Dearing Smith, Vice President, Communications and Marketing
Mr. Jeff Knott, Vice President, Information Technology
Mr. Tim Kraus, Vice President, Engineering and Chief Engineer
Ms. Lynn Pearson, Vice President, Finance and Treasurer
Mr. Terrence Spence, Vice President, Human Resources and Labor Relations
Mr. Michael Tigue, Vice President, Compliance, General Counsel and Corporate Secretary
Mr. Jordan Basham, Director, Infrastructure Planning and Records
Mr. Brad Hart, Director, Security, Risk & Resiliency
Mr. Jeremy Raney, Director, Engineering
Ms. Jenni Schelling, Director, Internal Audit
Mr. Andrew Winslow, Manager, Finance
Mr. Brian Sturgeon, Computer Network Administrator
Ms. Beverly Soice, Paralegal

Visitors:

The meeting of the Board of Water Works (BOWW) was held on Tuesday, March 19, 2024, at Louisville Water Tower Park 3005 River Road, Louisville, KY. Chair, Dr. Sunny Dronawat called the meeting to order at 11:05 a.m.

Election Conducted for the Position of Chair and Vice-Chair of the Board

Dr. Dronawat turned the meeting over to the Vice President, General Counsel and Secretary, Michael Tigue, to conduct the elections of the Chair and Vice-Chair of the BOWW.

Mr. Tigue accepted nominations for the position of Chair of the Board. Dr. Sharon Kerrick nominated Dr. Sunny Dronawat to serve in the position of Chair. Jennifer Fust-Rutherford seconded the nomination. Mr. Tigue called for other nominations. There being no other nomination submitted, Mr. Tigue declared the nominations closed. Mr. Tigue called for the vote for the position of Chair of the Board. The members of the Board voted unanimously to approve Dr. Dronawat as Chair of the BOWW. Mr. Tigue accepted nominations for the position of Vice-Chair of the Board. Dr. Kerrick nominated Paul Esselman for the position of Vice-Chair of the Board. Ms. Fust-Rutherford seconded the nomination. Mr. Tigue called for other nominations. There being no other nominations submitted, Mr. Tigue declared

the nominations closed. Mr. Tigue called for the vote. The members of the Board voted unanimously to approve Mr. Esselman as Vice-Chair of the BOWW.

Election of Company Officers Conducted

Mr. Tigue presented a slate of Company officers for the Board's consideration:

President/CEO	Spencer Bruce
Executive Vice President, Customer Service & Distribution Operations	Dave Vogel
Vice President, Communications and Marketing	Kelley Dearing Smith
Vice President, Compliance, General Counsel and Secretary	Michael Tigue
Vice President, Finance, and Treasurer	Lynn Pearson
Vice President, Human Resources	Terrence Spence
Vice President, Information Technology and Chief Information Officer	Jeff Knott
Vice President, Production Operations and Chief Engineer	Tim Kraus

Cathe Dykstra moved to approve the proposed slate of Company officers, seconded by Dr. Kerrick, the motion unanimously carried.

Committee Assignments Made

Mr. Spencer Bruce advised it is appropriate to appoint Directors to committees. Mr. Bruce proposed the following slate of committee appointees for the 2024 – 2025 year.

AUDIT COMMITTEE

Paul Esselman, Chair
Cathe Dykstra
Dr. Sunny Dronawat

COMPENSATION & BENEFITS COMMITTEE

Jennifer Fust-Rutherford, Chair
Dr. Sharon Kerrick
William E. Summers, IV

MARKETING COMMITTEE

William E. Summers, IV, Chair
Dr. Sharon Kerrick
Dr. Sunny Dronawat

PUBLIC AFFAIRS & CUSTOMER SATISFACTION COMMITTEE

Jennifer Fust-Rutherford
Paul Esselman
Cathe Dykstra

Dr. Kerrick moved to accept the proposed assignments as set forth below. Ms. Fust-Rutherford seconded, and the motion unanimously carried.

There being no further business, the meeting was adjourned at 11:12 a.m.



Michael F. Tigue
Vice President, General Counsel
and Corporate Secretary