

**Board Of Water Works
ANNUAL MEETING MINUTES
April 22, 2025
Louisville Water Company**

Board Members Present:

Dr. Sundeeep “Sunny” Dronawat, Chair
Ms. Jennifer Fust-Rutherford
Mr. Jacob Brown
Ms. Cathe Dykstra
Dr. Sharon Kerrick
Mr. William “Bill” E. Summers, IV

Not Present:

Mayor Craig Greenberg

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
Mr. Larry Bryant, Vice President, Engineering and Chief Engineer
Ms. Kelley Dearing Smith, Vice President, Communications and Marketing
Mr. Jeff Knott, Vice President, Information Technology
Ms. Lynn Pearson, Vice President, Finance and Treasurer
Mr. Terrence Spence, Vice President, Human Resources and Labor Relations
Mr. Michael Tigie, Vice President, Compliance, General Counsel and Corporate Secretary
Mr. Jeremy Raney, Director, Engineering
Ms. Jenni Schelling, Director, Internal Audit
Ms. Shannon Tivitt, Project Director, One Water
Mr. Andrew Winslow, Manager, Finance
Mr. Tim Calvery, Property Program Manager
Mr. Brian Sturgeon, Computer Network Administrator
Ms. Beverly Soice, Senior Paralegal

Visitors:

Caitlin Johnson, Stantec

The annual meeting of the Board of Water Works (BOWW) was held on Tuesday, April 22, 2024, at Louisville Water Company Corporate Offices located at 550 South 3rd Street, Louisville, KY. Chair, Dr. Sunny Dronawat called the meeting to order at 11:03 a.m.

Spencer Bruce stated that today’s meeting will be Dr. Sharon Kerrick’s last as a Director of the Board of Water Works. He expressed his appreciation for her leadership and guidance over the past 12 years as a board member. Other members of Louisville Water Executive Leadership Team and the Board of Water Works expressed their appreciation and well wishes to Dr. Kerrick.

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 Tigie, to conduct the elections of the Chair and Vice-Chair of the BOWW.

Mr. Tigie accepted nominations for the position of Chair of the Board. Jennifer Fust-Rutherford nominated Dr. Sunny Dronawat to serve in the position of Chair. William E. Summers, IV seconded the

nomination. Mr. Tigie called for other nominations. There being no other nomination submitted, Mr. Tigie declared the nominations closed. Mr. Tigie 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. Tigie accepted nominations for the position of Vice-Chair of the Board. Dr. Dronawat nominated Ms. Fust-Rutherford for the position of Vice-Chair of the Board. Cathe Dykstra seconded the nomination. Mr. Tigie called for other nominations. There being no other nominations submitted, Mr. Tigie declared the nominations closed. Mr. Tigie called for the vote. The members of the Board voted unanimously to approve Ms. Fust-Rutherford as Vice-Chair of the BOWW.

Election of Company Officers Conducted

Mr. Tigie 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 Tigie
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	Larry Bryant

Ms. Fust-Rutherford moved to nominate Spencer Bruce as the President and CEO. Mr. Summers seconded, and the motion unanimously carried.

Dr. Kerrick moved to nominate Dave Vogel as Executive Vice President, Customer Service & Distribution Operations. Jacob Brown seconded, and the motion unanimously carried.

Mr. Summers moved to nominate Kelley Dearing Smith as Vice President, Communications and Marketing. Ms. Dykstra seconded, and the motion unanimously carried.

Ms. Dykstra moved to nominate Michael Tigie as Vice President, Compliance and General Counsel. Mr. Summers seconded, and the motion unanimously carried.

Dr. Kerrick moved to nominate Lynn Pearson as Vice President, Finance and Treasurer. Ms. Fust-Rutherford seconded, and the motion unanimously carried.

Ms. Fust-Rutherford moved to nominate Terrence Spence as Vice President, Human Resources. Mr. Brown seconded, and the motion unanimously carried.

Ms. Dykstra moved to nominate Jeff Knott as Vice President, Information Technology. Mr. Summers seconded, and the motion unanimously carried.

Mr. Brown moved to nominate Larry Bryant as Vice President, Production Operations and Chief Engineer. Dr. Kerrick seconded, and the motion unanimously carried.

Committee Assignments Approved

Mr. Spencer Bruce advised that it is appropriate to appoint Directors to committees. Mr. Bruce proposed the following slate of committee appointees for the 2025 – 2026 year.

AUDIT COMMITTEE

Cathe Dykstra, Chair
Ken Marshall
Dr. Sunny Dronawat

**COMPENSATION & BENEFITS
COMMITTEE**

Jennifer Fust-Rutherford, Chair
Cathe Dykstra
William E. Summers, IV

MARKETING COMMITTEE

William E. Summers, IV, Chair
Jacob Brown
Dr. Sunny Dronawat

**PUBLIC AFFAIRS & CUSTOMER
SATISFACTION COMMITTEE**

Jennifer Fust-Rutherford
Ken Marshall
Jacob Brown

Mr. Summers moved to accept the proposed assignments as set forth below. Ms. Dykstra seconded, and the motion unanimously carried.

There being no further business, the meeting was adjourned at 11:20 a.m.



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