

**WASHINGTON ELECTRIC COOPERATIVE, INC.
SPECIAL MEETING OF THE BOARD OF DIRECTORS**

April 8, 2025

The special meeting of the Board of Directors, conducted in person and via video teleconference, was called to order at 4:03p.m., by President Stephen Knowlton. The following Board members were in attendance:

Susan Alexander	Olivia Campbell Andersen	Jean Hamilton
Betsy Allen	Don Douglas	Stephen Knowlton
Pat Barnes	Steven Farnham	Mary Just Skinner

Also present were General Manager (GM) Louis Porter; Attorney Ron Shems of the law firm Tarrant, Gillies, & Shems, the Cooperative's legal counsel; Member Services Supervisor Susan Golden, and Administrative Assistant Dawn Johnson and members Bill Powell and Ian Buchanan. Director Douglas, Director Campbell Anderson, Director Hamilton, Legal Counsel, Shems, staff member Golden and members Powell and Buchanan attended via video teleconference.

President Knowlton explained that the purpose of the meeting was to discuss whether to pursue legislative funding for a study discussed by Senator Andrew Perchlik, chair of the Senate Appropriations Committee, at the previous board meeting. Perchlik had suggested that WEC could submit a specific request to the Appropriations Committee. The funding request would be approximately \$85,000 for the study. The request submitted by WEC for this special meeting centered on exploring the feasibility and implications of potential collaborations, and/or consolidation or merger with Vermont Electric Cooperative (VEC) through a contracted study to be performed by a consulting firm.

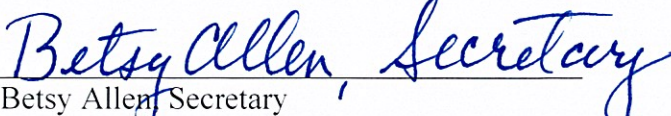
The board discussed whether to pursue this merger study at this time, or to consider WEC's future plans further before commissioning a study, legislatively funded or not. It decided to not pursue the legislative study at the present time and plan to conduct an internal review first. General Manager Porter was tasked to inform Senator Perchlik of their current stance. The Board proposed that they should take the rest of the year and examine strategic issues related to WEC's future and potentially request a study in the future.

Director Alexander made a motion, seconded by Director Farnham that General Manager Porter will send a written thank you to Senator Perchlik for the information, but the Board is not pursuing the legislative study at the present time. The motion was approved by 7-1 to not move forward with study.

There being no further essential business to discuss, the meeting adjourned at 5:07p.m.

Betsy Allen, Secretary

The foregoing record of the minutes was duly accepted by the Board of Directors at a regular meeting held on April 30, 2025, at which a quorum of the Board was present and voting.


Betsy Allen, Secretary

