

WASHINGTON ELECTRIC COOPERATIVE, INC.
REGULAR MEETING OF THE BOARD OF DIRECTORS

January 28, 2026

The regular meeting of the Board of Directors, conducted in person and via video teleconference, was called to order at 4:01 p.m. by President Stephen Knowlton. The following Board members were in attendance:

Susan Alexander	Olivia Campbell Andersen	Stephen Knowlton
Betsy Allen	Don Douglas	Bill Powell
Pat Barnes	Jean Hamilton	

Also, present were; General Manager (GM) Louis Porter, Legal Counsel Ron Shems, Director of Finance & Administration (F&A) Teia Greenslit, Director of Engineering & Operations (E&O) Dave Kresock, Director of Special Projects & Innovations JJ Vandette, Director of Power Supply & Regulatory Affairs Brian Callnan, Member Services Supervisor Susan Golden, Administrative Assistant Dawn Johnson, Energy Innovator Fellow Intern Kevin Crawford, and members Steve Farnham and Ian Buchanan. Directors' Douglas, and Hamilton, staff member Golden and member Buchanan attended virtually. Director Hamilton joined at 5:21 p.m. Director Douglas left the meeting at 5:30 p.m.

CONSENT AGENDA

The consent agenda included the minutes of the December regular Board meeting held January 7, 2026.

President Knowlton declared the minutes of the regular December 2026 meeting of the Board of Directors, held January 28, 2026, approved.

BOARD MEMBER DEATH AND VICE PRESIDENT APPOINTMENT

President Knowlton reflected on Director Skinner's tenure on the board and her contributions to our community as a legislator and attorney. He noted the impact of her sudden passing and her family's decades-long involvement with WEC. Knowlton explained the urgency in appointing a new vice president, and with the approval from the board, he immediately asked and appointed Director Alexander to serve as Vice President. She accepted.

President Knowlton recommended, and the board agreed, not to appoint a provisional board member for the remaining three months before the election, to avoid influencing the ongoing election process and to maintain fairness among candidates.

TIER III

Director of Special Projects & Innovations JJ Vandette presented a comprehensive overview of WEC's Tier 3 program, including regulatory requirements, program design considerations, low-income participation challenges, partnerships, and planned offerings for 2026, with active discussion and input from GM Porter and Director of Power Supply & Regulatory Affairs Callnan, and board members.

EVT DRP ENGAGEMENT

GM Porter led a discussion on whether and how Washington Electric should engage, comment, and intervene in the Efficiency Vermont Demand Resource Plan (DRP) process. GM Porter sought board input on the level of involvement and identifying key areas of concern regarding incentive allocation and program targeting.

GM Porter noted that other utilities are having similar discussions about engagement but recommended that WEC make comments independently while remaining open to collaboration on joint concerns. The board agreed that the main goals are to ensure members receive appropriate value for their contributions and to encourage Efficiency Vermont to direct spending more effectively to Vermonters, with GM Porter asked to pursue a measured engagement strategy and to report back.

2026 ACTION PLAN

President Knowlton and GM Porter facilitated a review reviewed the 2026 action plan, included in the previous board packet, and addressed questions about ongoing and completed initiatives. Consideration of a new strategic planning process was brought up.

GM Porter indicated that results from the member survey will inform strategic planning priorities, and the board agreed to continue discussions, potentially including a retreat.

GENERAL MANAGER PARENTAL LEAVE PLAN

GM Porter informed the board of his upcoming parental leave plans, outlining a temporary reduction in work schedule over the summer and the arrangements for assuring adequate coverage of management's responsibilities. The board agreed to discuss the implications in executive session at the next meeting.

ANNUAL MEETING VENUE

GM Porter and Administrative Assistant Johnson evaluated potential venues for the annual meeting, recommending Alumni Hall at The New School of Montpelier. The board agreed with the choice of venue.

COMMUNITY FUND DONATION APPROVAL

GM Porter requested board input on a \$500 donation to The New School of Montpelier. Porter clarified that The New School of Montpelier is a cooperative but not registered as a 501(c)3 organization. After referring to the relevant WEC policy, the Board stated there was no objection to supporting the organization's educational mission via the Community Fund.

POLICY 85 & 91 REVIEW

President Knowlton reminded the board to review the Code of Ethics and conflict of interest policies, emphasizing the importance of acting in the members' best interests and clarifying the annual review process. Knowlton explained that signatures were required only upon joining the board and that this served as an annual refresher on Board members' fiduciary and ethical responsibilities.

There being no further essential business to discuss, the meeting adjourned at 6:02 p.m.

Betsy Allen, Secretary

The foregoing record of the minutes was duly accepted by the Board of Directors at a regular meeting held on 2/25/26, at which a quorum of the Board was present and voting.


Betsy Allen, Secretary