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

June 24, 2026

The regular meeting of the Board of Directors, conducted in person and via video teleconference, was called to order at 4:00 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	Paul Zabriskie

Also, present were; General Manager (GM) Louis Porter, Legal Counsel Ron Shems and law student Grace McGuire, 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 Sources and Regulatory Affairs Brian Callnan, Member Services Supervisor Susan Golden, Administrative Assistant Dawn Johnson, members Steve Farnham, and Ian Buchanan. Directors Allen, Campbell Andersen, Hamilton, staff Susan Golden and JJ Vandette and members Ian Buchanan and Roger Fox attended virtually. Buchanan, Farnham, Fox and Golden left at 4:50pm. Vandette left at 6:00pm.

CONSENT AGENDA

The consent agenda included the minutes of the May regular Board meeting held May 27, 2026.

President Knowlton declared the minutes of the regular May 27, 2026, meeting of the Board of Directors, approved.

VT TRANSCO EQUITY CALL

Director of F&A Greenslit explained that the equity call was necessitated by a FERC accounting order change, which required Vermont Transco to refund some transmission charges to ratepayers which will result in a significant decrease in VELCO's equity. The 2026 equity call is intended to restore VELCO's secure level of equity for capital investments. The call is not related to the usual purchase of bonds or stocks but is a direct result of the FERC penalty action against New England transmission operators.

Greenslit clarified that the investment will yield a return similar to previous investments, averaging around 12.5%, and that the rate of return for distribution utilities is not changing as a result of the FERC ruling. The transaction will reduce WEC's current cash reserves ~~assets~~ but increase investment assets, resulting in a net zero effect on the balance sheet.

General Manager Porter stated that all utilities, except GMP which is delaying its investment until December, are expected to participate in the equity call by the requested date of July 31st, based on information from recent CFO meetings. Director Allen raised questions about the impact on cash reserves and the rationale for the equity call.

Director Barnes made a motion to approve and authorize the General Manager to sign the VT Transco Equity Call once approved by the PUC. The motion was seconded by Director Powell. Unanimously approved.

ANNUAL MEETING SUMMARIES

Administrative Assistant Johnson provided statistics showing the total cost of the annual meeting was nearly $59,000, including approximately $32,000 for the balloting and voting and $27,000 for the meeting itself, excluding staff time.

President Knowlton summarized member comments, which included both positive feedback and criticisms, such as concerns about the ability to hear or see during the meeting, as well as suggestions for future speakers.

The board discussed the impact of the venue on attendee experience, noting that venues designed for presentations improved audibility and visibility, while separating the meal from the business meeting led to early departures.

President Knowlton noted that the primary area of dissatisfaction was the meeting's length and suggested that future meetings might consider shorter speaker segments or other adjustments to improve satisfaction.

President Knowlton said that the M&M Committee is assigned to review the annual meeting feedback and compare it with previous years.

SURVEY AND BALLOT SYSTEMS

Administrative Assistant Johnson outlined the hybrid voting logistics. The new system would allow for both electronic and mail-in voting, with options for members to vote at the meeting using scanning codes and tablets, enabling near-immediate tabulation by the vendor SBS.

The board discussed options to reduce mailing costs, such as sending a separate postcard notice from SBS instead of including the newsletter in the ballot packet, while still ensuring members receive all necessary information.

Board members agreed to retain the option for voting at the annual meeting, at least during the initial transition to hybrid voting, to accommodate members' preferences and avoid abrupt changes to established practices.

General Manager Porter clarified that the organization avoids handling ballots directly to maintain integrity, and all mail-in ballots will be sent directly to SBS in Minnesota, not to the local office.

The board reviewed cost estimates for the hybrid system, noting potential savings compared to previous methods, and directed the M&M Committee to continue to address logistical details and bring recommendations to the board as needed, with the possibility of action by the governance committee if policy changes are warranted.

GENERAL MANAGER UPDATE

Community Outreach and Strategic Communication: Director Hamilton, General Manager Porter and President Knowlton discussed ongoing and planned outreach efforts to local select boards and energy committees, emphasizing the importance of improving communication with members and involving board members in these initiatives.

Outreach Plans: General Manager Porter shared plans to visit select boards and energy committees in all service towns, starting in the summer and fall, with the goal of reaching influential community members and inviting board members to participate when possible.

Strategic Communication Importance: President Knowlton stated that appropriate communication with members is a strategic priority, referencing survey results that indicated room for improvement in this area, and suggesting that the M&M Committee review means to support and enhance outreach efforts.

Discussion on Coventry Landfill and Environmental Concerns: Director Hamilton raised questions about the organization's role and concerns regarding the Coventry landfill and PFAS contamination remaining in the leachate. This prompted discussion among the board about the complexities of waste management, regulatory challenges, and the organization's contractual relationship with Casella.

Director Hamilton expressed concerns about PFAS contamination from the landfill and the optics of WEC being associated with the landfill, President Knowlton mentioned some of the societal and regulatory complexities, including the role of Casella, legislative actions, and the unintended consequences of composting mandates.

Vice President Alexander discussed the organization's long-term contract with Casella, the challenges of aligning values with business partners, and the impact of state permitting decisions on landfill operations and environmental outcomes.

General Manager Porter provided data from a DEC study showing limited success in diverting food waste from the landfill and President Knowlton compared Vermont's enforcement and infrastructure to that of Massachusetts, highlighting ongoing challenges in waste management.

DOE Waiver for Smart Meter Project: Director of Special Projects & Innovations Vandette discussed the status of the DOE waiver required for the smart meter project and noted that the necessary waivers have not been obtained and there was no certainty on when they would be. no progress has been made, and He outlined the impact on project timelines.

Waiver Status and Advocacy: Vandette reported that the DOE has not yet posted or acted on the waiver application, and that other co-ops are experiencing similar delays; the team is considering additional advocacy, including outreach to NRECA and congressional offices.

Technical and Regulatory Barriers: General Manager Porter explained that no smart meters currently available for purchase comply with federal Buy America requirements, necessitating waivers for projects using federal funds, and noted that a similar blanket waiver has been granted for water meters, which could serve as a precedent.

Project Funding and Timeline: Vandette and Porter confirmed that while the waiver delay is affecting the timeline, other aspects of the grid grant projects are moving forward, with one project ready to use grid dollars soon and construction expected next season.

Operational Updates and Financial Report: Director E&O Dave Kresock reviewed operational updates, including outage statistics and the postponement of chiller installation at the Coventry plant to minimize revenue impact, and invited questions on the financial report.

Outage Statistics: Director E&O Dave Kresock reported that outage numbers are currently within normal ranges, with the board noting a return to higher levels during normal operation compared to the previous year.

Chiller Installation Scheduling: General Manager Porter explained that the installation of a new chiller at the Coventry plant is being postponed until September to avoid a planned shutdown of the plant during potentially costly summer peak periods, unless the current chiller fails sooner.

Financial Report Availability: Director of F&A Greenslit invited board members to ask questions about the financial report which was included in the board packet, but no significant issues or questions were raised during the meeting.

EXECUTIVE SESSION

The WEC Board of Directors entered Executive Session to discuss the WEC Energy Storage Services Agreement (ESSA) and Wrightsville Hydro at 5:00 pm on June 24, 2026.

The first motion authorized WEC's General Manager to execute an Energy Storage Services Agreement (ESSA) with a special purpose vehicle (SPV) formed by Lightshift Energy for a 4.999 MW / 20 MWh Battery Energy Storage System (BESS).

A motion was made to authorize the General Manager to execute an Energy Storage Services Agreement (ESSA) with a special purpose vehicle (SPV) formed by Lightshift Energy for a 4.999 MW/20 MWh Battery Energy Storage System (BESS). The motion was seconded and unanimously approved.

The second motion approved WEC management to draft a letter of intent to sell Wrightsville hydroelectric project to Wrightsville Hydroelectric LLC. The letter will be reviewed by Legal Counsel Ron Shems. The letter of intent will provide additional time to prepare the purchase and sales agreement for the Board to review.

A motion was made to have a letter of intent drafted General Manager Porter and reviewed by Legal Counsel Shems to sell Wrighstville hydroelectric project to Wrightsville Hydroelectric LLC and then bring a purchase and sales agreement to the Board for review. The motion was seconded and unanimously approved.

The Board concluded the executive session at 6:13 pm and adjourned the meeting.

There being no further essential business to discuss, the meeting adjourned at 6:15 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 7/29/26, at which a quorum of the Board was present and voting.

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