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

May 27, 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	

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 Sources and Regulatory Affairs Brian Callnan, Member Services Supervisor Susan Golden, Administrative Assistant Dawn Johnson, member and Steve Farnham. Directors Campbell Anderson, and Hamilton and staff members Golden and Johnson attended virtually.

BOARD OFFICER ELECTIONS:

President Knowlton led the annual election of board officers, with Don Douglas, Betsy Allen, Stephen Knowlton, and the interim vice president Alexander all agreeing to serve another term if elected.

Director Barnes made the motion to accept the slate of board officers as Stephen Knowlton President, Susan Alexander Vice President, Don Douglas Treasurer and Betsy Allen Secretary. The board voted unanimously in favor of the existing officers continuing in their roles for another year, with no nays or abstentions recorded.

CONSENT AGENDA

The consent agenda included the minutes of the April regular Board meeting held April 29,2026.

President Knowlton declared the minutes of the regular April 29, 2026, meeting of the Board of Directors, approved.

2026 EQUITY DISTRIBUTION PLAN

President Knowlton and Director of Finance Greenslit presented the 2026 equity distribution plan. The plan was chosen from several options presented at the recent FAPP meeting. The committee recommended after some discussion a conservative retirement of $265,000 in capital credits due to uncertainties related to a FERC ruling and an unexpected equity call from Vermont Transco.

The motion was made by Director Alexander and seconded by Director Don Douglas. The board unanimously approved the staff's recommendation for the 2026 equity distribution plan, with no nays or abstentions.

LINE OF CREDIT RENEWALS

Director of Finance Greenslit presented the ~~annual~~ renewal of lines of credit with National Rural Utilities Cooperative Finance Corporation (CFC) and CoBank for a total of $5.6 million. She explained

their function in maintaining operational flexibility. Director of F&A Greenslit explained that the lines of credit are used to cover cash flow for projects like AMI and storm expenses, especially when awaiting grant reimbursements. Greenslit noted that CFC offers slightly lower interest rates, while CoBank provides a patronage refund of 25 basis points on outstanding balances, incentivizing use of both facilities as needed. The two renewals were discussed as separate items requiring separate motions.

The first motion was for the renewal of an uncommitted $2.6 million line of credit with CFC, which has been renewed annually and does not require PUC approval if under one year.

The motion was made by Director Don Douglas and seconded by Director Bill Powell to adopt the proposed resolution for an uncommitted $2.6 million line of credit with CFC. The board unanimously approved the renewal of the current CFC line of credit.

The second motion was for the renewal of a $3 million line of credit with CoBank, split into $1 million committed and $2 million uncommitted, providing additional financial flexibility for projects and emergencies.

The motion was made by Director Alexander and seconded by Director Allen to approve the request for Management to seek renewal of the committed $1.0 million and uncommitted $2.0 million line of credit (LOC) with CoBank. The board unanimously approved the renewal for the current CoBank line of credit.

HYBRID ELECTRONIC AND PAPER VOTING IMPLEMENTATION

Recognizing the need to modernize and potentially improve member engagement, President Knowlton presented a proposal for hybrid electronic and paper voting for board elections based on last month's discussion. After reviewing costs and logistics, the board approved moving forward with the contract for the 2027 election.

The motion was made by Director Pat Barnes and seconded by Director Bill Powell. The board unanimously approved proceeding with the hybrid voting contract for the 2027 election.

QUARTERLY FINANCIAL REPORT

Director of Finance Greenslit presented the 1st Quarter 2026 financials, highlighting strong margins, increased revenue, higher power costs due to increased load and the influence of increased residential usage and electric vehicle adoption. Quarter 1 2026 margins were just under $1.3 million, exceeding budget by $618,000, with higher-than-expected revenue from increased sales in January and February. Power purchase costs were over budget by $491,000 due to higher demand and increased spot market purchases, with Coventry generation consistent year-over-year but overall load higher. The increase in load was primarily attributed to usage by residential members, attributed in part to a rise in electric vehicle adoption and heat pump installations. Small and large commercial usage declined slightly. The board discussed the importance of tracking actual load growth for future Integrated Resource Planning (IRP), especially as electrification trends continue.

AMI PROJECT OVERVIEW AND MEMBER IMPACTS

President Knowlton, General Manager Porter, Director of E&O Dave Kresock, and Director of Special Projects & Innovations JJ Vandette provided an overview of the Advanced Metering

Infrastructure (AMI) project, outlining its benefits, technical details, opt-out provisions, and anticipated operational changes. Board discussion included implementation and the upcoming need for member communication.

The AMI project involves a $6 million investment to replace power line carrier meters with radio-mesh-based smart meters, with approximately $4.75 million funded by grants. Key benefits include improved outage detection and response, advanced rate structures (e.g., time-of-use), reduced field visits through remote disconnect/reconnect, and enhanced data analytics for voltage and usage monitoring. Members who opt out of smart meters will receive a non-communicating meter and may be required to self-report readings. Vermont allows for customer-opt-out at no additional cost, ~~though~~ and legislative changes to allow for small charges to those who do so were not enacted. The transition to AMI will result in significant changes to staff roles, increased data management needs, and possible future hiring, with the integration of AMI data into enterprise systems and customer communication platforms. The project will be rolled out over approximately two years, with a period of dual operation of old and new systems, initial testing in a subset of the territory, and full deployment proceeding in tandem with successful integration and communication.

VEC ANNUAL MEETING RECAP

President Knowlton, and Directors Alexander and Douglas recapped their attendance to the VEC annual meeting. VEC's General Manager Rebecca Towne emphasized the importance of cooperation in electric co-ops, especially during challenging financial and weather conditions, and highlighted VEC's investments in vegetation management and battery programs. DPS Commissioner Kerrick Johnson made a presentation highlighting the present status and future challenges of VT utilities. Among other topics, he noted the need to balance investments in greenhouse gas mitigation with strengthening infrastructure against extreme weather and noted that Vermont is not expected to host large data centers due to high electricity prices. He concluded with a mention of the potential for nuclear energy in Vermont and the debate about including nuclear in clean energy standards, acknowledging strong difference of opinions and lack of legislative backing.

ANNUAL MEETING VENUE AND ATTENDANCE REVIEW

President Knowlton and board members reviewed WEC's ~~S~~ recent annual meeting. The board compared the current venue to previous locations, noting improved acoustics and sound system, but also considering cost and fire marshal requirements for capacity. There was a significant number of no-shows among registered attendees, but also unregistered walk-ins, resulting in overall adequate attendance and no major parking issues.

RIGHT-OF-WAY MANAGEMENT AND VEGETATION CLEARING

Director of E&O Dave Kresock discussed the status of right-of-way management, including miles cleared, budgeting, and the use of new equipment and AI Dash for planning, with expectations for improved efficiency in future years. The team has maintained about 20 miles of right-of-way so far this year, with expectations to reach 50 miles, and clarified the distinction between maintained and re-cleared mileage for budgeting and scheduling. New equipment, such as a mulcher and an upgraded excavator head, is being used to improve access and efficiency, with AI Dash satellite imagery supporting planning and cost management.

ACRE BILL ASSISTANCE PROGRAM OUTREACH

General Manager Porter announced open spots in the ACRE bill assistance program for income-qualified members and encouraged board members to refer eligible individuals to apply before the September deadline.

EXECUTIVE SESSION

The WEC Board of Directors entered Executive Session to discuss the contracts for its Advanced Metering Infrastructure project at about 5:45 pm on May 27th, 2026.

While in executive session the Board voted on two motions.

The first motion authorized the General Manager to enter into a contract with the National Rural Telecommunications Cooperative/Itron to purchase an AMI solution for Washington Electric Cooperative, subject to review and approval by General Counsel Ron Shems. Unless resolved prior to entering the contract, this contract must include a provision stipulating a successful resolution of the provisions of the Build America/Buy America Act, either through compliance or through waiver or other exemption.

The motion was made by Director Don Douglas and seconded by Director Bill Powell. The vote was 6-0-0 with Directors Pat Barnes, Betsy Allen, Susan Alexander and Steve Knowlton joining Douglas and Powell.

The second motion authorized the General Manager to enter into a contract with Allegiant Utility Services to install the AMI solution for Washington Electric Cooperative, subject to review and approval by General Counsel Ron Shems. This contract should include a provision stipulating a successful contract being reached with NRTC/Itron.

The motion was made by Director Pat Barnes and seconded by Director Don Douglas. The vote was 6-0-0 with Directors Betsy Allen, Susan Alexander, Bill Powell and Steve Knowlton joining Directors Barnes and Douglas.

The Board concluded the executive session at 6:16 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.

Betsy Allen, Secretary

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