

**PIONEER ELECTRIC COOPERATIVE, INC.
MINUTES OF THE REGULAR MEETING OF THE BOARD OF TRUSTEES**

November 22, 2024

CALL TO ORDER

The regular meeting of the Pioneer Electric Cooperative, Inc. (“Pioneer Electric” or “Cooperative”), Board of Trustees (“Board” or “Trustees”) was held in-person and remotely via Online Microsoft Office Teams on Friday, November 22, 2024, at the Cooperative’s headquarters in Ulysses, Kansas. The meeting convened at 8:30 a.m.

Present at the regular meeting were Board President Michael Brewer, Vice President Jeffrey Moyer, Secretary-Treasurer John Jury, Assistant Secretary-Treasurer David Light, and Trustees Darcy Alexander, James Bell, Lori Deyoe, Charles Milburn, Mark Goehring, and Board Counsel/General Counsel Paul Kitzke. Also present at the Board meeting were Lindsay A. Campbell, Chief Executive Officer (“CEO”); Chantry C. Scott, Executive Vice President, Assistant CEO and CFO; Clint Meier, Vice President of Engineering and Operations; and Melissa Morales, Vice President of Human Resources. Also in attendance for the full meeting was Pioneer Electric’s Michelle Brungardt, Executive Assistant and Chris Wagner, Manager of Purchasing, Materials, and Facilities. In attendance remotely via Online Microsoft Teams was Larissa Layman, Legal and Regulatory Affairs Coordinator. In partial attendance at the meeting was Pioneer Electric’s Kristen Koehn, Manager of Energy Solutions and Sherry Easton, Manager of Accounting. Board President Michael Brewer called the meeting to order.

INVOCATION & PLEDGE OF ALLEGIANCE

The meeting opened with an invocation and the Pledge of Allegiance.

APPROVAL OF MEETING AGENDA AS PUBLISHED OR AMENDED

A motion was made and seconded to approve the meeting agenda as published or amended.

Motion carried.

PUBLIC – INTRODUCTION OF GUESTS

None.

CONSENT AGENDA

- 1. Approval of October 23, 2024, Regular Board Meeting Minutes**
- 2. Approval of October 23, 2024, Executive Meeting Minutes**
- 3. Approval of New & Reactivated Memberships**
- 4. Approval of Deactivated Memberships**
- 5. Approval of October 2024 Estate Retirement Applications**
- 6. Approval of October 2024 General Fund Checks & Transactions**
- 7. Approval of October 2024 Board Expense Reports**
- 8. Approval of October CEO Expense Report**

After reviewing and discussing expense reports and general fund checks, a motion was made and seconded to approve the Consent Agenda. Motion carried.

KEC LEGAL SEMINAR AND CLE COURSE

CEO, Lindsay Campbell, and Board Counsel/General Counsel Paul Kitzke attended KEC's CLE Course in Topeka, KS October 25th. CEO Campbell and Board/General Counsel Kitzke shared that the seminar was insightful and some of the topics shared included additional legislation for vendor registration and franchise agreements.

CFC/IBES CONFERENCE

CEO, Lindsay Campbell, attended CFC's Independent Borrower's Executive Summit ("IBES") in Tucson, AZ. November 18th-20th. CEO Campbell shared that the conference shared insights and strategies on pressing issues facing the electric industry focusing on reliability, mega data centers, and overall the economy. Additionally, CEO Campbell noted that there was a great lineup of speakers including a presentation on leadership and company culture.

SUNFLOWER ELECTRIC UPDATE

CEO, Lindsay A. Campbell, updated the Board on Sunflower Electric Power Corporation ("Sunflower") activities for the months of October and November, including updates on the Clifton Replacement project, and large load opportunities. Clint Meier, Vice President of Engineering and Operations, shared with the board on transmission projects and updates.

CHIEF EXECUTIVE OFFICER'S REPORT

1. Finance & Accounting Update

a. Financial & Operating/Capital Budget Report

Chantry C. Scott, Executive Vice President, Assistant CEO & CFO, reviewed with the Board the November 2024 Financial and Operating Report numbers. After review and discussion, a motion was made and seconded to approve the unaudited November 2024 Financial and Operating Report numbers. Motion carried.

b. Review 2025 Operating Budget

Chantry C. Scott, Executive Vice President, Assistant CEO and CFO, reviewed with the Board in detail, the line items of the proposed 2025 Operating Budget. Assistant CEO and CFO, Scott answered any questions directed from the Board.

Final Board approval for the 2025 Operating Budget will be sought at the December 18, 2024, Regular Board Meeting.

c. Review 2025 Capital and Construction Budget

Chris Wagner, Manager of Purchasing, Materials and Facilities, reviewed with the Board, in detail, the line items of the proposed 2025 Capital and Construction Budget. Manager Wagner answered any questions directed from the Board. Final Board approval for the 2025 Capital and Construction Budget will be sought at the December 18, 2024, Regular Board Meeting.

2. Engineering & Operations

Clint Meier, Vice President of Engineering and Operations, elected to stand on a majority of the Engineering and Operations' monthly written report as published for review in the Chief Executive Officer's report posted on OnBoard. VP Meier also updated on FEMA reconstruction and Osmose pole changeout progress. Additionally, VP Meier shared with the Board a letter of gratitude to the crew of lineman who provided mutual aid assistance for Butler REC in September after a windstorm.

3. Energy Services

a. Update on Aged Balances and Disconnects for Non-Payment

Melissa Morales, Vice President of Human Resources, shared with the Board the month-to-date Pioneer Electric and Southern Pioneer November Aged Balance Reports, identifying the number of accounts delinquent and total dollar amount of arrearages by revenue class. A comparison from 2024 was also included revealing that aged balances for Pioneer Electric and Southern Pioneer are less in comparison to the previous year. VP Morales also reported on the total number of disconnects

for non-pay for each of Pioneer Electric and Southern Pioneer's billing cycles. The Kansas Cold Weather Rule went into effect as of November 1, 2024, therefore, the number of disconnects has reduced dramatically. Overall, the disconnect and accounts receivable process are continuing to go well for both companies, and Energy Services is continuing to promote all the ways to pay online, over the phone, and with auto pay.

b. Company "In the News" Report

Melissa Morales, Vice President of Human Resources, discussed recent happenings including the Community Health Fair, Safety Demonstrations, and Facebook statistics at Pioneer Electric and Southern Pioneer.

4. Regulatory and Legislative

Chantry C. Scott, Executive Vice President, Assistant CEO & CFO, advised he would stand on the written Regulatory and Legislative Report as published on OnBoard. Assist CEO Scott updated the Board on preparation for Southern Pioneer's upcoming filing to update and modernize Rules and Regulations.

5. Corporate Services and Energy Solutions

c. Pioneer Electric 40101(d) Funding Agreement

Kristen Koehn, Manager of Energy Solutions updated the Board on developments concerning Pioneer Electric's 40101(d) funding.

d. Southern Pioneer 40101(d) Funding Application

Kristen Koehn, Manager of Energy Solutions updated the Board on progress of Southern Pioneer's Application for 40101(d) funding.

e. DG. Working Group and Parallel Generation Statute.

Kristen Koehn, Manager of Energy Solutions shared with the Board that the DG Working Group has been working together to prepare changes to the existing Parallel Generation statute for submission in the next legislative session.

6. Administration

Lindsay A. Campbell, CEO, advised that she would stand on the majority of the written Administrative Report as published on OnBoard.

GENERAL COUNSEL'S REPORT

None.

MATTERS REQUIRING BOARD ACTION

1. Board Per Diem

After review and discussion, a motion was made and seconded to keep the current Board Per Diem for the 2025 calendar year as presented. Motion carried.

2. KEC Voting Delegates

After discussion, a motion was made and seconded to appoint President Michael Brewer as the Voting Delegate and Trustee Jim Bell as the Alternate Delegate. Motion carried.

3. Employee Appreciation Gift

After discussion, a motion was made and seconded to approve an employee appreciation gift to be purchased and given to employees during the Year-In-Review Event on New Year's Eve. Motion carried.

OTHER BUSINESS

1. **Pioneer Electric Christmas Party – Saturday, December 7th at 6:00 p.m.**
2. **NRECA 2025 Director’s Conference – January 25-28, 2025**
3. **Kansas Electric Cooperatives Winter Conference – February 1-3, 2025**
4. **NRECA PowerXchange – March 7-12, 2025**
5. **NRECA 2025 TechAdvantage – March 9-12, 2025**
6. **2025 CoBank Western Plains Customer Meeting – March 12-14, 2025**
7. **NRECA New Director Orientation – March 26-28, 2025**

EXECUTIVE SESSION

A motion was made and seconded to go into an Executive Meeting at 11:32 a.m. Motion carried.

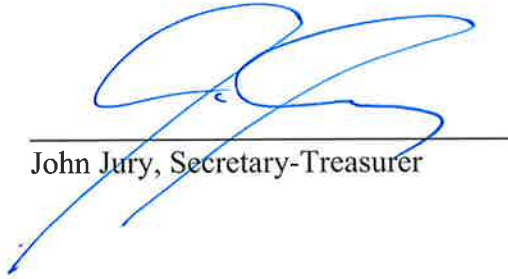
A motion was made and seconded to come out of the Executive Meeting at 12:13 a.m. Motion carried.

A motion was made and seconded to go into a second Executive Meeting at 1:00 p.m. Motion carried.

A motion was made and seconded to come out of the second Executive Meeting at 1:15 p.m. Motion carried.


ADJOURNMENT

With there being no further business, a motion was made and seconded to adjourn the meeting. Motion carried. Meeting adjourned at 1:15 p.m. Motion carried.



John Jury, Secretary-Treasurer

APPROVED:



Michael Brewer, President