

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS  
OF  
WHITE RIVER ELECTRIC ASSOCIATION, INC.

May 21, 2026

The meeting of the Board of Directors ("Board") of White River Electric Association, Inc. ("WREA") was held on May 21, 2026 at 1:30 P.M. with the following Directors present:

Dearman, Hilkey, Pearce, Phelan, Rogers, Ducey and Sheridan ("Directors")

Directors Absent: None

President Pearce called the meeting to order and presided throughout.

Kari Matriciano was appointed as Recording Secretary.

Guests Business meeting visitors included General Manager Alan Michalewicz, Staff Members Brett Berthelson, Chris Reidinger, JH Sheridan, Kari Matriciano and Attorney Kobi Webb.

Staff member Mike Dinwiddie joined for select presentations.

Agenda The Directors reviewed the May 2026 agenda as presented. Upon motion by Director Phelan, seconded by Director Dearman, the agenda was unanimously approved.

Public Comment None

Minutes The minutes of the regular meeting on April 16, 2026 were posted to BoardEffect for review. Upon motion by Director Sheridan, seconded by Director Dearman, the minutes were unanimously approved.

Bills & Checks The bills and checks for the month of April 2026 were reviewed by the Directors. Accounting Manager J.H. Sheridan, highlighted disbursements to contractors relating to Wilson-Magnolia, Sanderson Hills and downriver projects and foresees an increase in May payables due to the completion of the 345 kV transmission rebuild.

Current bank balances and investments were reviewed by the Directors. Accounting Manager, Sheridan reported that investment accounts remain strong and anticipates that nearly \$8 million dollars from the Emergency Line of Credit ("ELOC") will be advanced by the end of May related to the transmission reconstruction projects. Upon motion by Director Dearman, seconded by Director Hilkey, the financial reports were unanimously approved.

Safety/Outages Operations Manager Berthelson reported on the safety meeting held on May 12, 2026. Items of discussion included CREA Safety & Loss Control Conference, safety day participation at Meeker Elementary School, operations team building and safety standards, participation in Mesa Hotline School's 60<sup>th</sup> Anniversary, rubber glove testing and continued post-inspection diligence of rubber goods and the advancement of SCADA fire settings.

Engineering Manager Reidinger reported that five outages occurred in April due to wind, snow unloading, broken tree branches and one caused by a transformer failure. Reidinger reported that WREA recorded a 99.983% system availability metric for April.

Upon motion by Director Dearman, seconded by Director Rogers, the Safety and Outage Reports were unanimously approved.

Donations No donation requests were submitted for Board consideration.

Capital Credits Retirement Accounting Manager, Sheridan presented current allocated, but unretired, patronage capital totals for discussion. Following a discussion of current financials, and upon motion by Director Rogers, seconded by Director Ducey, the Board unanimously approved the retirement of the remaining 50% of allocated patronage capital credits from 2009- valued at approximately \$1.3 million- to be disbursed in August, 2026.

Election Judges/Clerks Upon motion by Director Ducey, seconded by Director Hilkey, the Board unanimously appointed Margaret (Peggy) Shults and Cheryl Mazzola as Election Judges and Peggy Back and Margaret (Sparky) Pappas as Election Clerks for the 2026 WREA Director Election.

The Board suggested that staff secure alternates in the instance that any of the appointed Judges or Clerks are unable to serve during the election ballot count on July 16, 2026. Accordingly, alternates are scheduled to be presented for approval at the June 2026 Board meeting.

CFC Voting Delegate The Board appointed Director Phelan to serve as voting delegate for the Cooperative Finance Corporation ("CFC") Annual Meeting, held in Chula Vista, CA in June. Director Sheridan will serve as the alternate.

BLM / O&M Plan Engineering Manager Reidinger presented a quote for a consulting firm to develop a Section 512 master operations and maintenance plan for submission to the Bureau of Land Management ("BLM") and U.S. Forest Service ("USFS") which would include vegetation management, emergency response, and wildfire mitigation designed to help expedite the permitting process on BLM and USFS lands.

Following a lengthy discussion, the Board requested that staff explore additional quotes and options for Section 512 submission to the permitting agencies and report back to the Board before moving forward with the proposed consultant quote.

## Management Reports

- Cyber** IT Administrator, Mike Dinwiddie joined the meeting and reported that he has replaced some office-related power supply units to ensure data integrity and security remains a priority. Dinwiddie advised the Board that he has been exploring methods for safe and responsible use of artificial intelligence (“AI”) within the organization and is working with other IT professionals to form best practices and AI policy drafts for the Board to consider. Currently, ten (10) WREA employees have been authorized to test a secure and closed AI platform as pilot group prior to opening the closed platform to all staff and/or Board members. Dinwiddie reminded the Board that a cyber training and table-top mock emergency would be hosted for staff, law enforcement and other community first responders on August 5-6<sup>th</sup>, 2026.
- Power Bill** Accounting Manager, J.H. Sheridan reported on the operations of WREA for April, 2026. The power bill for the month of April was \$3,610,524.47. There were 47,459,060 worth of kWh purchased, the demand was 72,714 kW, the cost per kilowatt-hour was 76.08 mills per kWh. The member system load factor was 90.65.
- The Directors reviewed the statistical information for the month of March, including a new set of graphs that summarized electric revenue and fluctuations within a three-year time frame. The Board found the information to be valuable and requested the addition of pertinent revenue summaries on a quarterly basis moving forward.

## Other Management Reports

- Transmission Reconstruction** General Manager Michalewicz reported that the 345 kV transmission line construction had been completed and the line was re-energized on April 27, 2026. Michalewicz added that the fire-damaged portions of the 138 kV and 69 kV transmission lines have been fully demolished and burned materials have been disposed.
- Michalewicz reported that construction materials for the Sulphur Creek Road transmission project are being delivered and construction is scheduled to begin in July. Member communication regarding the project is scheduled for June with additional information to be shared as part of the WREA annual meeting in July.
- Federated Insurance Claim** General Manager Michalewicz updated the Board on the status of the Federated Insurance Claim as a result of a power surge that occurred on March 10, 2026. Two claims were filed, and one claimant has been paid in full for damages. The second claimant is still in the assessment process for equipment damages and replacement by the insurance adjuster.
- Right-Of-Way (ROW) Clearing** Manager Michalewicz reported that right of way (“ROW”) clearing continues with a primary focus on upriver 3-phase lines. Clearing is being done partially by machinery, but due to difficult terrain, other areas are being cleared by hand. WREA is still awaiting approval from the BLM to begin vegetation management within the C-A transmission line boundaries. Michalewicz added that fire wrap has been received and WREA is hoping to utilize staff from White River Energy Co. (“WRE”) to help install the fire wrap and expediate ROW clearing through a shared services agreement with WRE.
- Nomination Letter-NRECA** Manager Michalewicz shared a letter he submitted to the National Rural Electric Cooperative Association (“NRECA”) in support of U.S. Congressman Jeff Hurd being considered for the Distinguished Service Award. The letter highlighted Hurd’s longtime support of the rural electric industry.
- Federal Funding Update** Michalewicz updated the Board on a Rural Electric Supply (“RUS”) announcement that some federal funding had been reallocated which could allow for additional grant money for new hydroelectric construction in the future.
- Bar D Solar** Engineering Manager Reidinger updated the Board that communication with the owners of Bar D Solar have been unsuccessful and noted that WREA has seen a decrease in solar generation because of maintenance degradation. Reidinger notified the Board that, during times of high fire danger and red flag warnings issued by the National Weather Service, WREA has made the decision to deenergize Bar D Solar until the threat has passed.
- Thank You’s** Thank you notes were passed around the room.
- Attorney** Attorney Webb updated the Board that the 21-day waiting period for protests on the Miller Creek Hydro ruling had passed and the water rights are now absolute.
- Executive** Upon motion by Director Dearman, seconded by Director Hilkey, the Board unanimously approved entering Executive Session at 3:43 p.m. to discuss confidential and legal matters related to the transfer of transmission facilities, a high impact load tariff before the Federal Energy Regulatory Commission, the National Rural Utilities Cooperative Finance Corporation (“CFC”) loan requirements, personnel matters and privileged legal.
- Upon motion by Director Dearman, seconded by Director Hilkey, the Board unanimously approved reconvening the public portion of the meeting at 4:54 p.m.
- Exec. Action** Upon motion by Director Dearman, seconded by Director Phelan, the Board unanimously approved spending up to \$15,000 to secure title commitments required for finalization of the CFC loan opinion letter to be issued by the legal firm of Ireland, Stapelton, Pryor & Pascoe, PC.
- Travel** No out-of-state director or staff travel was submitted for consideration.
- Fire Suppression Equipment** Operations Manager Berthelson presented quotes for a truck mounted fire suppression unit as well as a UTV mounted unit for operations crews to use during ROW clearing and mastication projects or when high fire danger exists on projects. Upon motion by Director Dearman, seconded by Director Rogers, the

Board unanimously approved the purchase of a 50-gallon UTV mounted unit and a 325-gallon truck mounted unit, not to exceed \$30,000.

#### Director Reports

##### Associated Organizations

Director Rogers reported that the CREA legislative departments did a great job representing rural cooperatives during recent legislative sessions and that the recognition of Lineworker Appreciation Day at the State Capitol was a big success. Rogers offered to have a representative of CARE present to the WREA Board at a future meeting and invited the WREA Board and staff to attend the CREA Board meeting, hosted in Meeker, on May 28-29, 2026.

Director Rogers reported that the financials for Western United Electric Supply ("WUESC") have been uploaded to BoardEffect for review and that WUESC has signed a preliminary agreement for an additional warehouse space in Topeka, KS. WUESC has acquired two new members recently.

Director Sheridan reported on the May Board meeting for Tri-State Generation and Transmission Association, Inc ("Tri-State"). Discussions included the acquisition of a new headquarters building in the Interlocken area estimated to cost approximately \$22 million, an adjustment to Tri-State's retirement program for non-union employees and Colowyo hunting permits as well as the future of land and water rights most recently used by the Colowyo Mine.

Manager Michalewicz added that Tri-State G&T is assessing how best to manage orders by the Department of Energy's ("DOE") to keep the Craig Station power plant open and operational with the State of Colorado's momentum to shut it down. Michalewicz noted that the change in momentum and meeting the DOE's orders will become costly.

With no further business appearing before the Board, the meeting was adjourned at 5:25 p.m.



Bryce R. Ducey, Secretary