

**MINUTES OF THE MEETING
BOARD OF DIRECTORS
DECEMBER 15, 2025**

President Scott Ury called the meeting to order at 9:08 a.m. Members present were Kim Bakehouse, William Littrell, Nathan Pfaff, Randall Rushing, and Gerald Thurston. Staff members present were Executive Vice President/General Manager, David A. Johnston; Director of Administration and Finance, Julie Wilke; Director of Operations and Maintenance, Robert Mayo; Director of Member Services, Brent Goforth; Assistant Director of Engineering-Project Manager, Nathan Hermetz; Electrical Engineer-Project Manager, Hank Stewart; and Executive Assistant, Stephanie Theis. Nathan Pfaff attended via phone. Attorney Blane Osman was present. Joshua Miller and Attorney Ron Osman were absent.

INVOCATION

Mrs. Toni L. Snell gave the invocation.

APPROVAL OF MINUTES OF PREVIOUS MEETING

It was moved by Mr. Littrell and seconded by Mr. Houston to approve November 24, 2025, board minutes. Motion carried.

APPROVAL OF MEETING AGENDA

Mr. Thurston made a motion to approve the meeting agenda. Mrs. Snell seconded the motion. Motion carried.

APPROVAL OF CONSENT AGENDA

It was moved by Mrs. Snell seconded by Mr. Bakehouse to approve the Consent Agenda as follows:

- a. Memberships
- b. Finance Committee Meeting
 - i. Finance Committee Agenda
 - ii. Finance Committee Minutes
 - iii. Memberships Applied
- c. Written Staff & General Manager Reports

Motion carried.

UNFINISHED BUSINESS

Mr. Johnston gave an update on the IFA Grid Resiliency Grant.

**Appoint NRECA 2026 Power Exchange (Annual Meeting) Voting Delegates
& Alternate Voting Delegates, March 6-11, Nashville, TN – Scott Ury**

President Ury appointed the following as Voting Delegates and Alternate Delegates for meetings to be held at the 2026 Power Exchange:

- NISC – March 8th – David A. Johnston as Voting Delegate and Randall Rushing as Alternate Voting Delegate.
- CRC – March 8th – David A. Johnston as Voting Delegate and Randall Rushing as Alternate Voting Delegate.
- NRTC – March 8th – Randall Rushing as Voting Delegate and David A. Johnston as Alternate Voting Delegate.
- NRECA – March 10th – Randall Rushing as Voting Delegate and David A. Johnston as Alternate Voting Delegate.

Designate Candidates for the SIPC Board of Directors

President Ury appointed David A. Johnston, William E. Littrell, Randall Rushing, and Scott Ury as candidates for Directors to the Southern Illinois Power Cooperative Board of Directors.

Designate Candidate for the AIEC Board of Directors

President Ury appointed Jerry Thurston as candidate for Director to the AIEC Board of Directors. Randall Rushing is the alternate.

Appoint ICWCG Voting Delegate & Alternate Voting Delegate

President Ury appointed David A. Johnston as the ICWCG Voting Delegate and Scott Ury as the Alternate Voting Delegate.

2025 Write Offs-Electrical and Miscellaneous Receivables

Mr. Littrell made a motion to approve the 2025 Electrical Write Offs for \$22,138.53. Mrs. Snell seconded the motion. Motion carried. The Miscellaneous Write Off amount for 2025 is \$0.00.

Wholesale Power Cost (WPCA) Adder

It was moved by Mr. Littrell and seconded by Mr. Rushing to the WPCA Adder Resolution as presented by David A. Johnston:

Adjustment to Wholesale Power Cost Adder (PCA)

A RESOLUTION OF THE BOARD OF DIRECTORS OF SOUTHERN ILLINOIS ELECTRIC COOPERATIVE AUTHORIZING AN ADJUSTMENT TO THE EXISTING WHOLESALE POWER COST ADDER

WHEREAS, the Board of Directors of Southern Illinois Electric Cooperative (SIEC) has the authority, pursuant to Article III, Section 1 of the Bylaws, to "fix charges for its services for furnishing electric energy to its members"; and

WHEREAS, the Cooperative currently utilizes a Wholesale Power Cost Adder (WPCA) mechanism to track and adjust for fluctuations in the cost of providing electric service; and

WHEREAS, SIEC's 2026 Operating Budget and associated rates, finalized based on the February 2025 Cost of Service Study, did not anticipate a specific and substantial change in costs; and

WHEREAS, the Cooperative received notice in November 2025 of a significant, non-budgeted cost increase, primarily driven by an unrecoverable jump in wholesale power costs, which is not currently offset by the existing rate structure; and

WHEREAS, this unrecovered cost necessitates a specific adjustment to the WPCA to ensure the Cooperative continues to operate on a non-profit basis and maintain financial stability, as required by Article IX of the Bylaws; and

WHEREAS, the Board has determined that the required adjustment to offset this specific unbudgeted cost and maintain sound financial operation is an additional amount up to \$0.0075 per kilowatt-hour (kWh).

BE IT RESOLVED:

1. Authorization of PCA Adjustment: The Board of Directors hereby approves and authorizes an increase to the existing Wholesale Power Cost Adder (WPCA) calculation, effective January 1, 2026.
2. Rate of Adjustment: The increase to the WPCA shall be an additional amount up to \$0.0075 per kilowatt-hour (kWh), applied to all energy consumed by the Cooperative's members.
3. Use of Funds: All revenues collected from this additional amount up to \$0.0075/kWh increase shall be incorporated into the Cooperative's general operating revenues and may be used by the Board to cover the cost of electric service and to meet other operational expenses as necessary to maintain the financial health and non-profit status of the Cooperative.
4. Administrative Authority: The EVP / General Manager is hereby authorized and directed to take all necessary steps to implement this WPCA adjustment and to incorporate the resultant revenue and expense forecasts into the finalized 2026 Operating Budget.
5. Duration and Integration: This specific amount up to \$0.0075/kWh increase shall remain in effect until a future Cost of Service Study is conducted, and the Board of Directors approves a new rate adjustment that fully integrates this cost component into the Cooperative's permanent base rate structure.

BE IT FURTHER RESOLVED, that the Board of Directors hereby directs and authorizes the President and Executive Vice President / General Manager and his designees to take all actions necessary to implement this plan in a legally and financially sound manner, generally consistent with the terms of this Resolution.

2026 Operating Budget

Mrs. Wilke presented the 2026 Operations & Maintenance Budget. After discussion, Mr. Thurston made a motion to approve the 2026 Operating Budget as presented, and Mrs. Snell seconded the motion. Motion carried.

REPORTS

Attorney Report

Attorney Blane Osman provided a legal report.

AIEC

Mr. Thurston provided an AIEC report.

SIPC

Mr. Johnston, President Ury, Mr. Littrell, and Mr. Rushing provided SIPC reports.

General Manager & Staff

Correspondence & Miscellaneous – David A. Johnston

Mr. Johnston distributed several items of correspondence for Board Members to review.

Mr. Johnston asked the Board Members to review the Safety Report.

Safety

Mr. Goforth provided the Safety report.

Mr. Littrell moved the board of Southern Illinois Electric Cooperative extends its sincere appreciation to Lamar Houston, Jr., for his many years of service and dedication to Southern Illinois Electric Cooperative. Mr. Rushing seconded the motion. Motion carried.

It was moved by Mr. Ury and seconded by Mr. Rushing to approve the Attorney, AIEC, SIPC, General Manager & Staff Reports, and the Safety Report. Motion carried.

EXECUTIVE SESSION

Mr. Houston moved to go into Executive Session at 10:56 a.m. The motion was seconded by Mr. Thurston. Motion Carried.

Mr. Littrell moved to come out of Executive Session at 11:47 a.m. The motion was seconded by Mr. Houston. Motion Carried.

President Ury adjourned the meeting at 11:48 a.m.

NEXT MEETING DATE

The next regular meeting is Monday, January 26, 2026, at 9:00 a.m.

Scott Ury

Gerald P. Thurston

Kim Bakehouse

Lamar Houston, Jr.

Joshua Miller

Randall Rushing

Toni Snell

William E. Littrell

Nathan Pfaff