

**MINUTES OF THE MEETING
BOARD OF DIRECTORS
FEBRUARY 23, 2026**

President Scott Ury called the meeting to order at 9:03 a.m. Members present were Kim Bakehouse, William Littrell, Joshua Miller, Randall Rushing, Brittany Thomas 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; Assistant Director of Engineering-Project Manager, Hank Stewart and Executive Assistant, Stephanie Theis. Director, Nathan Pfaff, attended via phone and Director, Toni L. Snell, was absent. Attorney Ron Osman was present.

INVOCATION

Mr. Bill Littrell gave the invocation.

APPROVAL OF MINUTES OF PREVIOUS MEETING

It was moved by Mr. Littrell and seconded by Mr. Miller to approve the January 26, 2026, board minutes. Motion carried.

APPROVAL OF MEETING AGENDA

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

APPROVAL OF CONSENT AGENDA

It was moved by Mr. Littrell 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. Hermetz gave an update on the IFA Grid Resiliency Grant.

Appoint SIPC Annual Meeting Delegates – Scott Ury

President Ury appointed the following as Voting Delegates for the SIPC Annual meeting to be held on March 26, 2026:

Mrs. Brittany Thomas

Appoint Finance Committee Member – Scott Ury

President Ury appointed Mrs. Brittany Thomas to the Finance Committee.

AirMedCare Membership Renewal

Mrs. Theis presented information regarding the AirMedCare Memberships. After discussion, Mr. Bakehouse made a motion, due to cost differences, to renewal all employees' membership who live on SIEC electric lines through their personal electric bill each month with a credit from SIEC for the cost of membership each month. Employees not served by SIEC lines will continue their membership through the SIEC AirMedCare account. Mr. Rushing seconded the motion. Motion carried.

SouthWater Resolution

It was moved by Mr. Littrell and seconded by Mr. Miller to accept the SouthWater Resolution as presented by David A. Johnston.

SOUTHERN ILLINOIS ELECTRIC COOPERATIVE

RESOLUTION

SUBJECT: Recognition of Southwater, Inc. as a Strategic Priority and Essential Regional Utility

WHEREAS, Southern Illinois Electric Cooperative (the “Cooperative”) serves as the sole voting member of Southwater, Inc. (“Southwater”); and

WHEREAS, the Board of Directors of the Cooperative recognizes that the availability of safe, reliable, and high-quality potable water is a fundamental necessity for the health, safety, and continued economic viability of the rural Southern Illinois region; and

WHEREAS, the Cooperative’s mission to enhance the quality of life for its membership is linked to the stability and success of essential regional infrastructure, including the utility services provided by Southwater; and

WHEREAS, it is the intent of the Cooperative to support the high-level mission of Southwater while strictly respecting the independent governance and authority of the Southwater Board of Directors;

NOW, THEREFORE, BE IT RESOLVED, that the Cooperative's Board of Directors hereby formally declares the long-term sustainability and success of Southwater, Inc. to be a matter of strategic importance to the Cooperative in its capacity as the sole voting member;

BE IT FURTHER RESOLVED, that the Cooperative shall exercise its rights as the sole voting member solely at the governance level and hereby reaffirms that the Southwater Board of Directors maintains full and independent authority over the operations, management, and daily decision-making of Southwater, Inc.;

BE IT FURTHER RESOLVED, that this resolution is intended to align the high-level strategic visions of both organizations for the benefit of the rural community, while strictly maintaining the distinct corporate identities, independent operational structures, and separate management functions of each entity.

REPORTS

Attorney Report

Attorney Ron 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.

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

EXECUTIVE SESSION

Mr. Thurston moved to go into Executive Session at 11:03 a.m. The motion was seconded by Mr. Miller. Motion Carried.

Mr. Pfaff moved to come out of Executive Session at 11:40 a.m. The motion was seconded by Mr. Miller. Motion Carried.

President Ury adjourned the meeting at 11:45 a.m.

NEXT MEETING DATE

The next regular meeting is Monday, March 30, 2026, at 9:00 a.m.

Scott Ury

Gerald P. Thurston

Kim Bakehouse

William Littrell

Joshua Miller

Nathan Pfaff

Randall Rushing

Toni Snell

Brittany Thomas