

WHETSTONE VALLEY ELECTRIC COOPERATIVE, INC.
MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS
Thursday, June 18, 2026

The regular meeting of the Board of Directors of Whetstone Valley Electric Cooperative, Inc. was held on Thursday, June, 18, 2026 commencing at 8:00 AM at the Whetstone Valley Electric Headquarters.

The meeting was called to order by President, Joel Adler who presided and Secretary, Matt Cameron, acted as Secretary.

Directors Present: Joel Adler, Matt Cameron, Wayne Jarman, Krista Atyeo-Gortmaker, Tom Berens, Paul Nelson, Dave Behrns, Paul Tostenson - virtual,

Directors Absent: ,

Staff Present: Page, Anderson, Christensen

Others Present:

Review and Consideration of Agenda

- A motion and second was made to approve the agenda . The motion passed.

Review and Consideration of Minutes

- A motion to approve the minutes of the regular meeting of May 21, 2026 as corrected to remove a statement in the General Manager's Report was seconded and carried.
- A motion to approve the minutes of the reorganizational meeting of May 21, 2026 was seconded and carried.

Executive Session:

At 8:16 am a motion to enter executive session was seconded and carried.

At 10:26 am a motion to exit executive session was seconded and carried.

Review and Consideration of estate and special capital credit retirements:

A discussion was held on escalating capital retirements based on age and determined administratively difficult because member age is not tracked.

- A motion to approve the estate and special capital credit retirements was seconded and carried.

General Reports

The Board reviewed and discussed general reports including the Loss Control Report, Check Listing, Credit Card statement, Cash Flow, Cybersecurity Summary, and Capitalized Construction Work Orders.

General Manager Report

General Manager Page reported that year-to-date wholesale power costs are approximately 16% above last year due to seasonal power supply variations. May energy sales exceeded budget and year-to-date sales remain on target. Operating expenses continue to run below budget, and work has begun on the 2027 budget and updates to the Cooperative's long-range load and financial forecasts. Page also reported on the statewide managers meeting, including the announcement of Frank Guardini as South Dakota's new RUS field representative.

Management Reports

Operations Manager, Jon Christensen submitted a written report that provided updates from the utility, member services, and contracting departments and discussed electrician contracting licensing requirements. Line Crews continue to work on construction projects and completed a large switchgear project as well continue to work on the Large Eastman Road project. He reported on the wildfire Mitigation plan and the RESAP onsite inspection. The contracting crews remain busy with new and existing jobs while the Member Service Advisor is focusing on Irrigation load controllers.

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Office Manager, Bridget Anderson submitted a written report of the office services activities and financials. She reported on the annual South Dakota generation kWh tax process, provided an update on the 2025 audit, noting the draft audit contained no findings and that a balance sheet reclassification would be made for the recent land purchase with no impact on revenues or financial ratios, and reviewed changes to the capital credit timeline, including moving board approval of capital credit retirements to the February meeting beginning next year. Bridget also discussed seasonal member complaints regarding last years base fee change.

Association Reports:

East River Behrns reported on activities of East River including reduced sales and operating expenses. He also reported on damage sustained from a storm on May 17 and Basin's generation expansion.

SDREA Atyeo-Gortmaker reported on SDREA activities and noted that the association board will meet later in June.

Other Business and Action Items:

- A motion to approve an employee to transition from the Traditional Vacation/Sick Leave Plan to the PTO/SSL Plan as provided under Policy 20-7 was seconded and carried.
- A motion was made and seconded to appoint Jason Ackerman to fill the vacant position of Director representing District 6. Upon vote, the motion carried, and Mr. Ackerman was appointed to serve as Director for District 6 for the remainder of the unexpired term, or until a successor is elected and qualified in accordance with the Cooperative's Bylaws.

- The Governance Discussion video The Board's role in the audit process available on line.
- The Board reviewed upcoming events and meetings.

Resolution for Next Regular Board Meeting:

- The next regular board meeting was set for Tuesday, July 21, 2026 at 8:00 AM at the Cooperative Headquarters .

Adjournment:

- A motion to adjourn was made, seconded and carried.

President

Secretary