

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS
OF THE SIOUX VALLEY-SOUTHWESTERN ELECTRIC COOPERATIVE, INC.
December 18, 2025**

The regular meeting of the Board of Directors of Sioux Valley-Southwestern Electric Cooperative, Inc. (DBA Sioux Valley Energy) was held on December 18, 2025, commencing at 12:04 p.m. in the Brandon Frontier Room.

The meeting was called to order by President Dan Leuthold, who presided, and Secretary Don DeGreef, who acted as Secretary.

Roll call showed the following members present:

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|---------------|--------------|----------------------|
| Don DeGreef | Dan Leuthold | Rodney DeMent |
| Ann Vostad | Dave Daniel | Allan Weinacht |
| Lucas Roskamp | Mark Rogen | Dr. Leslie Heinemann |
| Gregg Johnson | Gary Fish | |

Also present were Attorney Mike Nadolski, General Manager Tim McCarthy, Strategic Leadership Team members Ted Smith, Jason Maxwell, Justin Moose, Carrie Vugteveen, and Kimberlee Hansen along with Executive Assistant, Brenda Schelhaas.

REVIEW AND CONSIDERATION OF AGENDA

The agenda was presented for consideration. A motion to approve the agenda was made by Dr. Heinemann, seconded by Mr. Roskamp. The motion carried.

REVIEW AND CONSIDERATION OF BOARD MEETING MINUTES

A motion to approve the minutes of the November 25, 2025, regular board meeting was made by Mr. Daniel, seconded by Mr. Johnson. The motion carried.

REVIEW AND CONSIDERATION OF MEMBER ADVISORY COUNCIL MEMBERS

In accordance with Board Operating Guide 9-1, directors nominate members from their respective district to serve on the Member Advisory Council. A motion was made by Ms. Vostad, seconded by Mr. DeGreef, that the following nominees be appointed for three-year terms on the Member Advisory Council. The motion carried.

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|-------------|-----------------|
| District 2 | Mark Berkland |
| District 3 | Darnell Albers |
| District 4 | Greg Benda |
| District 5 | Floyd Snoozy |
| | Jeff Thompson |
| District 6 | Monte Albertson |
| District 10 | Clark Stoel |

**REVIEW AND CONSIDERATION OF DATE FOR WORK PLAN AND BUDGET MEETING
AND DECEMBER BOARD MEETING**

The 2026 Work Plan and Budget meeting and the December board meeting date was set for December 17, 2026, by a motion made by Mr. DeGreef, seconded by Mr. Roskamp. The motion carried.

SMEC DIRECTOR RESOLUTION

Manager McCarthy shared that his position on the SMEC Board of Directors will expire at the end of this year. Manager McCarthy must be voted into his position on the board. Mr. Rogen made a motion to support Manager McCarthy serving on the SMEC Board of Directors, seconded by Ms. Vostad. The motion carried.

WHEREAS, Tim McCarthy is currently the General Manager/CEO of Sioux Valley-Southwestern Electric Cooperative, Inc. (DBA Sioux Valley Energy) and Tim McCarthy meets the qualifications of a director as per SMEC Bylaws and Articles;

NOW, THEREFORE BE IT RESOLVED, that the Sioux Valley-Southwestern Electric Cooperative, Inc. (DBA Sioux Valley Energy) Board of Directors nominates General Manager/CEO Tim McCarthy to represent them on the SMEC Board of Directors.

DIRECTOR COST INQUIRY

Manager McCarthy provided a cost comparison for Sioux Valley Energy and several other electric cooperatives. His review included an energy dollar comparison, rates, construction work plans, expensed labor, miles of line, and reliability.

STRATEGIC PLANNING

Manager McCarthy stated that the Strategic Leadership Team continues to work on items including organizational structure, work processes, and succession planning needs. He also asked that the Board provide topics for the strategic planning session which will be held on July 20, 2026.

REVIEW AND CONSIDERATION OF GENERAL MANAGER'S REPORT

Manager McCarthy called upon Jason Maxwell to provide a statistical and financial summary for the period ending November 2025.

Manager McCarthy presented key highlights of the East River General Manager's report including East River financials, Basin financials, an update on Basin 45Z RECs, the Basin load forecast process, a Chinese AI cyber-attack, and an increase in RUS funding.

Manager McCarthy discussed several employee retirements that will happen this month or early in 2026. He noted that Travis Denison has been hired as SVE's Manager of Safety.

ACCEPT GENERAL MANAGER'S REPORT

A motion to accept the General Manager's Report was made by Mr. Roskamp, seconded by Mr. Johnson. The motion carried.

REPORTS ON POWER SUPPLY MEETINGS

L&O Power – Director Roskamp reported on his attendance of the L&O Power board meeting.

East River Electric – Director Fish reported on his attendance of the East River Electric board meeting.

REPORT ON MEETINGS/CLASSES ATTENDED

BLC 957.1 How to Evaluate and Improve Board Performance – Director Vostad reported on her attendance of this virtual class.

SDREA Board Meeting – Director Daniel reported on his attendance of this meeting.

Mid-West Electric Consumers Association Annual Meeting – Director Johnson reported on his attendance of this meeting.

NOTICES OF MEETINGS, SELECTION OF DELEGATES, AND ATTENDANCE AUTHORIZATION

East River Energize Forum, February 4-5, 2026, Sioux Falls, SD. All directors were authorized to attend per a motion made by Mr. Roskamp, seconded by Mr. Rogen. The motion carried.

BLC 943.1 Conversation Skills Outside the Boardroom, February 10-11, 2026, Virtual. Director DeGreef was authorized to attend per a motion made by Mr. Weinacht, seconded by Mr. Daniel. The motion carried.

Co-op Day at the Capital, February 17, 2026, Pierre, SD. All directors were authorized to attend per a motion made by Mr. Daniel, seconded by Mr. Fish. The motion carried.

Co-Bank Midwest Customer Meeting, March 2-3, 2026, Omaha, NE. All directors were authorized to attend per a motion made by Dr. Heinemann, seconded by Mr. Fish. The motion carried.

NRECA PowerXchange, March 6-11, 2026, Nashville, TN. Mr. Roskamp made a motion to authorize all directors to attend and nominated Director Fish to serve as the delegate and Director Johnson to serve as the alternate, seconded by Mr. Weinacht. The motion carried.

MREA Annual Meeting, March 17-18, 2026, St. Paul, MN. All directors were authorized to attend, Director Leuthold was nominated to serve as the voting delegate for all 2026 MREA meetings, and Director Roskamp as the alternate per a motion made by Mr. Weinacht, seconded by Mr. Daniel. The motion carried.

EXECUTIVE SESSION

Dr. Heinemann made a motion to move into executive session to discuss internal cooperative business, seconded by Mr. Roskamp at 1:54 p.m. The motion carried. The executive session adjourned at 2:19 p.m.

NEXT MEETING

The next regular board meeting will be held on Tuesday, January 27, 2026, in the Colman boardroom.

ADJOURNMENT

Dr. Heinemann made a motion to adjourn the Sioux Valley Energy board meeting at 2:20 p.m., seconded by Mr. Weinacht. The motion carried.

Donald DeGreef, Secretary

Date Approved: _____