MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS FOR NORTHCENTRAL ELECTRIC COOPERATIVE

The May 27, 2026, meeting was held pursuant to the Bylaws. Directors Don Dickerson, Patty Griffin, Ricky Jones, Morris Thompson, Julie Niblett, Tony Taylor, Pat Woods, and Phil Lachaussee were present. Also present were Kevin Doddridge, CEO/General Manager, Attorney Chris Latimer, and Staff.

President Pat Woods determined a quorum was present, and called the meeting to order at 12:10 p.m. J D Cox gave the invocation.

Director Morris Thompson moved to approve the May 27, 2026 Agenda, seconded by Director Tony Taylor, and passed unanimously.

Director Morris Thompson moved to approve the April 2026 Board Minutes, seconded by Director Julie Niblett, and passed unanimously.

Director Don Dickerson moved, seconded by Director Tony Taylor, to approve new and terminated members for April 2026. The Board unanimously approved.

Staff members gave reports to the Board related to Marketing and Business Development, Engineering/Operations, Line Construction, Safety, Finance and Administration, and Management. The Board received the reports with no action taken.

Motion by Director Tony Taylor, seconded by Director Phil Lachaussee to approve four days for the ECM Annual Meeting in Biloxi and passed unanimously.

Director Don Dickerson moved, seconded by Director Tony Taylor, to enter into Closed Session to determine whether a reason exists to go into Executive Session. The Board unanimously approved.

In Closed Session, Director Don Dickerson moved, seconded by Director Phil Lachaussee, to enter into Executive Session for the purpose of discussing a personnel matter. The Board unanimously approved and entered into Executive Session.

In Executive Session, the Board considered the potential adoption of an Executive Benefits Restoration Plan. Following robust discussion, Director Phil Lachaussee moved approval of the Resolution of the Board of Directors of Northcentral Electric Cooperative Adopting an Executive Benefits Restoration Plan, as presented, and including Addendum Benefit Calculation Method 3, Box 1. Morris Thompson seconded the motion. The Board unanimously approved. A copy of the Resolution, Plan, and Addendum is kept on file in the office of the Cooperative.

Director Don Dickerson moved to exit Executive Session, seconded by Director Tony Taylor, and unanimously approved.

Director Morris Thompson moved to adjourn, seconded by Director Don Dickerson, and unanimously approved.

PAT WOODS, PRESIDENT

Don Dickerson

DON DICKERSON, SECRETARY

AGENDA

BOARD OF DIRECTORS REGULAR MEETING

May 27, 2026

12:00 NOON

1) Call to order by President

2) Invocation

3) Listening Session (if needed)

*4) Approve Agenda of May 2026 Board Meeting

*5) Approve Minutes of April 2026 Board Meeting

*6) Approve New and Terminated Members

7) Attorneys Report

8) Staff Reports

   A. Marketing and Business Development
   B. Engineering/Operations Report
   C. Line Construction Report
   D. Safety Report
   E. Administrative Report
   F. Manager's Report

9) Old Business

10) New Business:

   * A. Approve Days ECM Annual Meeting, Biloxi, MS, 9/13-9/16

11) Items of Mutual Concern

12) Adjourn