

ENERGYUNITED ELECTRIC MEMBERSHIP CORPORATION

Minutes of Regular Meeting of the Board of Directors

December 18, 2025

Pursuant to due notice thereof, a regular meeting of the Board of Directors of EnergyUnited Electric Membership Corporation was held at the Cooperative's Headquarters in Statesville, North Carolina, at 1:00 p.m. on Thursday, December 18, 2025. With Board President Brian Sisson presiding, the following proceedings were held (action being by unanimous or without dissenting vote or abstention unless otherwise stated):

1. CALL TO ORDER

President Sisson called the meeting to order.

2. INVOCATION

Treasurer Craig Black gave the invocation.

3. ROLL CALL

Upon calling the roll, all Directors were present. Also present were Chief Executive Officer Thomas Golden, Chief Operating Officer Brett Alkins, Chief Financial Officer Alec Natt, Chief Human Resources Officer Pam Britt, Vice President of Energy Delivery Steve McCachern, Vice President of Energy Services and Corporate Communications LaQuisha Parks, Vice President of Information Technology Ryan Gardner, Corporate Attorney Roy McDonald, and Executive Assistant Shamica Butts-Young.

4. APPROVAL OF AGENDA

A request was made to remove item 4(a)(iii) Receipt of EMC Financial Highlights & Reports, 4(a)(iv) Approval of November Net Write Offs by Month, and 4(a)(x) Receipt of November Budget Variation Report Consent Agenda.

*Subject to these removals, upon motion duly made and seconded, the December 18, 2025 Regular Meeting of the Board of Directors agenda was **ADOPTED**.*

5. GENERAL SESSION

a. ITEMS FOR ACTION

i. NCEMC BOARD RESOLUTION TERM BEGINNING APRIL 2026

President Brian Sisson asked the Board to appoint representatives to serve on the NCEMC and NCAEC Boards of Directors and voting delegates to represent the Cooperative at NCEMC, NCAEC, and TEMA.

*Upon motion duly made and seconded, the following resolutions were **ADOPTED**:*

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of EnergyUnited hereby designate Brian Sisson, President, and Thomas Golden, CEO, as the Cooperative's representatives to serve on the NCEMC and NCAEC Boards of Directors.

RESOLVED FURTHER Brian Sisson, President, and Thomas Golden, CEO, will serve as voting delegates for NCEMC, NCAEC, and TEMA.

ii. **VOTING DELEGATES FOR NRECA'S BUSINESS MEETING DURING POWERXCHANGE MARCH 2026**

President Brian Sisson asked the Board to appoint a voting delegate and alternate to represent the Cooperative at the NRECA Business Meeting that will occur at PowerXchange in March of 2026.

*Upon motion duly made and seconded, the following resolutions were **ADOPTED**:*

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of EnergyUnited hereby designate Cheryl Wright as the Cooperative's NRECA voting delegate.

RESOLVED FURTHER that the Board of Directors of EnergyUnited hereby designate Brian Sisson as the Cooperative's NRECA alternate voting delegate.

iii. **VOTING DELEGATES FOR CRC (COOPERATIVE RESPONSE CENTER) BUSINESS MEETING DURING POWERXCHANGE MARCH 2026**

President Brian Sisson asked the Board to appoint a voting delegate and alternate to represent the Cooperative at the CRC Business Meeting that will occur at PowerXchange in March of 2026.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of EnergyUnited hereby designate Brian Sisson as the Cooperative's CRC (Cooperative Response Center) voting delegate.

RESOLVED FURTHER that the Board of Directors of EnergyUnited hereby designate Jill Doss-Raines as the Cooperative's CRC (Cooperative Response Center) alternate voting delegate.

iv. **VOTING DELEGATES FOR NRTC (NATIONAL RURAL TELECOMMUNICATIONS COOPERATIVE) BUSINESS MEETING DURING POWERXCHANGE MARCH 2026**

President Brian Sisson asked the Board to appoint a voting delegate and alternate to represent the Cooperative at the NRTC Business Meeting that will occur at PowerXchange in March of 2026.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of EnergyUnited hereby designate Craig Black as the Cooperative's NRTC (National Rural Telecommunications Cooperative) voting delegate.

RESOLVED FURTHER that the Board of Directors of EnergyUnited hereby designate Ronnie Harrison as the Cooperative's NRTC (National Rural Telecommunications Cooperative) alternate voting delegate.

b. **INFORMATIONAL ITEMS**

i. **ANNUAL REPORT OF EMPLOYEE POLICY CHANGES**

CHRO Pam Britt provided a review of changes to Employee Policies that occurred in 2025.

No action was requested.

ii. **CTO WEB TRANSITION**

VP Ryan Gardner provided a review and timeline of Call-To-Order's (CTO) transition to the cloud.

No action was requested.

iii. **GOVERNANCE TALK: CYBERSECURITY – EVER VIGILANT**

Board President Brian Sisson and CEO Thomas Golden presented NRECA's Governance Talk educational video "Winning the War for Talent."

No action was requested.

c. CHIEF EXECUTIVE OFFICER REPORT

CEO Thomas Golden reported on the following matters:

- Cybersecurity Incidents – Three cybersecurity events occurred in November. All were quickly and successfully mitigated and there is no evidence that sensitive data was compromised.
- International Travel & Cybersecurity – Access to Outlook Web Access (OWA) and Microsoft 365 from outside the U.S. and its territories is being blocked.
- NCEMC & NCAEC Meeting Summaries – Summaries of meetings of NCEMC and NCAEC have been made available to directors in Board Vantage.
- Carolina Transmission Planning Collaborative – The Cooperative is joining the Carolina Transmission Planning Collaborative (CTPC) to give the Cooperative a voice in transmission planning.
- FEMA – The Cooperative recouped \$2.8 million in storm-related expenses from FEMA. The Cooperative is requesting an additional \$80,000 in storm-related management costs.
- Ada Jenkins Center – CEO Golden has been appointed to the Ada Jenkins Center Board of Directors. The Center provides social work case management, food pantry, youth and adult education, emergency financial assistance, and other services to families in Cornelius, Davidson, and Huntersville.
- Capital Credits – The Cooperative refunded more than \$4 million in capital credits to members in 2025.
- Employee Return – A seriously injured employee has returned to work.
- Board Report Refresh – Reports to the Board have been improved.
- NCEMC CEO Interviews – CEO Golden participated in interviews of NCEMC CEO candidates.
- Diversification of Conference Attendance – CEO Golden encouraged the Board to diversify its conference participation by attending a mix of industry-specific conferences alongside traditional board education conferences and provided the Board with a list of industry-specific conferences for consideration.
- Executive Assistant Butts-Young reported on upcoming director training, conferences, and meetings.

No action was requested.

d. EXECUTIVE COMMITTEE REPORT

Executive Committee Chairperson Cheryl Wright requested the Board provide

potential candidates for the Board Attorney position.

No action was requested.

e. DIRECTOR COMMENTS

The Board discussed recent director training events.

No action was requested.

6. EXECUTIVE SESSION

Upon motion duly made and seconded, the Board entered into executive session at approximately 2:10 p.m. and Board President Brian Sisson declared the Board back in open Session at approximately 3:10 p.m.

All matters set out in the agenda for presentation and discussion in Executive Session were presented and discussed. See the Minutes of Board of Directors Meeting – Executive Session dated December 18, 2025, prepared by Corporate Attorney Roy McDonald.

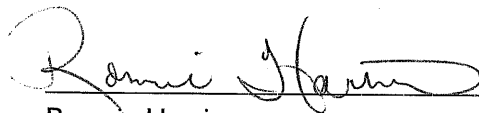
7. OTHER ITEMS

No other items were presented or discussed.

8. ADJOURNMENT

*Whereupon there being no further business to be taken, upon motion duly made, seconded, and **APPROVED**, the meeting adjourned at approximately 3:15 p.m.*

I, the duly elected and qualified Secretary of EnergyUnited Electric Membership Corporation, do hereby certify that the foregoing actions were taken by the Directors of the Cooperative at a meeting duly noticed and held December 18, 2025.



Ronnie Harrison
Secretary