

WESTERN COOPERATIVE ELECTRIC ASSOCIATION, INC.
BOARD OF TRUSTEES MEETING MINUTES
THURSDAY, JUNE 19, 2025

The Board of Trustees of the Western Cooperative Electric Association, Inc., met at the office of the Cooperative for the monthly Board meeting on Thursday, June 19, 2025, at 9:00 a.m.

The meeting was called to order by President Nick Zerr. The following Trustees were also present: Terry Hobbs, Cody Howland, Tim Stanton, Frank Joy, Landon Heier, Dale Weinhold, Steve Hausler, and Marvin Keller. Also in attendance were the following: Chief Executive Officer Nolan Numrich, Member Services Manager Christina Hayes, Accountant Ashley Garrett, and Attorney Abraham Pfannenstiel.

The minutes of the May 14, 2025, Board of Trustees meeting were presented. Trustee Dale Weinhold moved, and Trustee Terry Hobbs seconded, to approve the May 14, 2025, Board of Trustee meeting minutes. Motion carried.

The proposed agenda for the June 19, 2025, Board of Trustee meeting was presented. Trustee Landon Heier moved, and Trustee Marvin Keller seconded, to approve the June 19, 2025, Board of Trustee meeting agenda as presented. Motion carried.

CEO Nolan Numrich, Member Services Manager Christina Hayes, and WCE Staff Member Ashley Garrett exited the meeting.

Attorney Abraham Pfannenstiel assumed the Chair for the purposes of Board reorganization and declared all offices vacant. At the conclusion of nominations and voting by the Board of Trustees, the following election results were approved and ratified by the Board of Trustees in accordance with Section 6.02 of the Western Cooperative Election By-Laws:

President--Nick Zerr
Vice President--Terry Hobbs
Secretary/Treasurer--Landon Heier
Appointed non-director officers—CEO/GM Nolan Numrich; Chief Financial Officer—Stacey Malsam
Sunflower Electric Power Corporation Board Representative Delegate—Nick Zerr
Sunflower Electric Power Corporation Board Representative Alternate Delegate—Terry Hobbs
Sunflower Electric Power Corporation Management Representative Delegate--Nolan Numrich
Sunflower Electric Power Corporation Management Representative Alternate Delegate—Stacey Malsam
Sunflower Electric Holdings Company Delegate—Nick Zerr
Sunflower Electric Holdings Company Alternate Delegate—Nolan Numrich
Kansas Electric Cooperative Board of Trustees Delegate--Steve Hausler
Kansas Electric Cooperative Board of Trustees Alternate Delegate—Nolan Numrich
Kansas Electric Cooperative Annual Meeting Voting Delegate—Steve Hausler
Kansas Electric Cooperative Annual Meeting Alternate Voting Delegate--Nolan Numrich

Trustee Frank Joy announced his resignation from the Board of Trustees, effective immediately, and exited the meeting.

Following the conclusion of the board reorganization, President Nick Zerr reassumed the Chair.

Trustee Tim Stanton moved, and Trustee Landon Heier seconded, to go into executive session with Attorney Abraham Pfannenstiel for attorney-client discussions. Motion carried.

Upon the close of the Executive Session, the Board of Trustees were called back into Open Session.

CEO Nolan Numrich, Member Services Manager Christina Hayes, and Accountant Ashley Garrett reentered the meeting.

Trustee Tim Stanton moved, and Trustee Landon Heier seconded, to remove Trustee Frank Joy from the Western Cooperative Electric Board of Trustees commensurate with his oral resignation. Having the requisite 2/3 votes in the affirmative in accordance with Section 6.03 of the Western Cooperative Electric By-Laws, the motion carried.

The Board discussed soliciting interest for appointment to the Board vacancy.

CEO Nolan Numrich provided an update on the High Impact Leadership Academy.

CEO Nolan Numrich presented the Cost of Service Study Review. The Board discussed the study results and possible next steps.

Member Services Manager Christina Hayes reviewed the 2025 WCE Annual Meeting and presented member feedback.

The Board reviewed the updated, member-ratified Bylaws.

CEO Nolan Numrich presented proposed administrative changes to the WCE Policies. Trustee Steve Hausler moved, and Trustee Landon Heier seconded, to approve the amendments to the WCE Policies as presented. Motion carried.

Trustee Cody Howland moved, and Trustee Tim Stanton seconded, to approve Policy 409 of the WCE Policies as presented. Motion carried.

Trustee Tim Stanton moved, and Trustee Cody Howland seconded, to approve changes to Policy 503 as presented. Motion carried.

Trustee Landon Heier moved, and Trustee Steve Hausler seconded, to approve Policy 513 as presented. Motion carried.

CEO Nolan Numrich presented the monthly Manager's Report.

Member Services Manager Christina Hayes presented the monthly Member Services Report.

CEO Nolan Numrich presented the monthly Operations Report.

CEO Nolan Numrich presented the monthly Manager's Financial Report.

The Board of Trustees reviewed the current Delinquent Accounts. Trustee Dale Weinhold moved, and Trustee Marvin Keller seconded to approve the presented Delinquent Accounts Write-Offs. Motion carried.

CEO Nolan Numrich reviewed the monthly Manager's Expenses.

The Board reviewed the current Delinquent Accounts Write-Offs. Trustee Tim Stanton moved, and Trustee Marvin Keller seconded, to approve the Delinquent Accounts Write-Offs. Motion carried. .

The Board reviewed the monthly Financial Statements.

CEO Nolan Numrich presented the monthly Line Loss Report.

CEO Nolan Numrich reviewed the monthly Manager's Expenses.

CEO Nolan Numrich provided an update on Sunflower Electric Cooperative.

The Board reviewed the current List of Checks and Insufficient Funds. Trustee Tim Stanton moved, and Trustee Landon Heier seconded, to approve the List of Checks and Insufficient Funds. Motion carried

CEO Nolan Numrich shared the Current Borrowing Rates for RUS, CFC, and CoBank and provided information on the upcoming Water Executive Forum.

CEO Nolan Numrich gave an update on Federated, NISC, NRTC, and CRC activities.

Trustee Terry Hobbs gave an update on KEC activities.

CEO Nolan Numrich gave an update on NRECA activities.

CEO Nolan Numrich presented the Safety Meeting Minutes.

Trustee Marvin Keller moved, and Trustee Tim Stanton seconded, to approve new members as presented. Motion carried.

The Board reviewed the proposed new contracts. Trustee Marvin Keller moved, and Trustee Tim Stanton seconded, to approve the new contracts as presented.

The Board reviewed the proposed new members. Trustee Dale Weinhold moved, and Trustee Marvin Keller seconded, to approve the new members as presented. Motion carried.

Member Services Manager Christina Hayes, and Accountant Ashley Garrett exited the meeting.

President Nick Zerr moved, and Trustee Marvin Keller seconded, to go into executive session with Attorney Abraham Pfannenstiel to discuss non-elected personnel and attorney-client relations. Motion carried. After the discussion, the Board called CEO Nolan Numrich into the executive session for further privileged attorney-client discussions.

Upon the close of the Executive Session, the Board of Trustees were called back into Open Session.

The Board reviewed upcoming meeting dates. Trustee Landon Heier moved, and Trustee Steve Hausler seconded, to move the October 2025 Board of Trustee meeting to October 23, 2025, at 9:00 a.m. at the WCE office in WaKeeney.

There being no further business of the Board of Trustees, the Western Cooperative Electric Board of Trustees meeting was adjourned. The next regular meeting will be held on July 17th, 2025, at 9:00 a.m. at the WCE office in WaKeeney.

Landon Heier
Secretary, Board of Trustees
Western Cooperative Electric

Approved by:



Nick Zerr
President, Board of Trustees
Western Cooperative Electric