

MINUTES OF THE BOARD OF DIRECTORS OF JEFFERSON ENERGY COOPERATIVE

May 27, 2026

CALL TO ORDER

The Board of Directors of Jefferson Energy Cooperative met at the Headquarters in Wrens on Wednesday, May 27, 2026, at 9:00 a.m. The following Directors were present:

Rhonda L. Daigs
Mark Davis
Tim Garrett
Jim Gay
Larry W. Hadden

Randy Johnson
Ophelia McCain
Derek Partridge
Tommy Phelps

Also attending the meeting were James T. Jones, Attorney; Wayne A. Gossage, President & CEO; Cameron Marchant, Vice President of Line Services; Kim Sharpe, Vice President of Corporate Services; Aaron Pate, Manager of Accounting; Miranda Youngblood, Vice President of Energy Services; Geoff Potter, Vice President of Information Services; and Martha Scott, Executive Assistant.

Mr. Tommy Phelps opened the meeting with prayer.

ACTION ON AGENDA

The Agenda for May 27, 2026, Board meeting was sent to the Board prior to the meeting. A motion was made and seconded to approve the agenda. The motion was approved.

ACTION ON MINUTES

The draft minutes of the regular Board meeting held on April 30, 2026, were sent to the Board members for review prior to the meeting. A motion was made to approve the minutes with the following change: The director who appointed Mrs. Betty English for the 2026 Credentials and Election Committee was updated from Mr. Joe Shurley to Mr. Randy Johnson. The motion was seconded and approved.

EXECUTIVE SESSION

Executive Session was called to order at 9:05 a.m. and ended at 10:27 a.m.
General Session was then called to order.

ACTIONS TAKEN UPON RETURN TO GENERAL SESSION

Jefferson Energy Amended Forms 990

A motion was made and seconded to approve the amended Forms 990 for tax years 2022-2025 as presented, with the additional correction that Director Tommy Phelps be identified by his legal name, Thomas M. Phelps. The motion was approved.

Resolutions for Voting Delegates and Alternates

A motion was made and seconded to appoint the following Voting Delegates and Alternates. There was no additional discussion. The motion was approved.

- CFC – Rhonda Daigs, Voting Delegate; Derek Partridge, Alternate

CFC Forum Per Diem

A motion was made and seconded to approve the 2026 CFC Forum per diem as follows: 3 meeting days and 1 travel day. The motion was approved.

OLD BUSINESS

There were no items to discuss at this time.

INFORMATIONAL REPORTS

A motion was made and seconded to accept these reports as information. All questions were answered to the satisfaction of the Directors. The motion was approved.

GEMC REPORT

Mr. Garrett announced the next GEMC meeting will be held in June, and Mr. Gossage reported on pole attachments.

NRECA REPORT

There was nothing to report at this time.

POWER SUPPLY REPORTS

OPC, GTC, GSOC

Mr. Phelps reported the next OPC, GTC, GSOC Member Representative meeting will be held June 8, 2026. He emailed a detailed report to directors prior to the board meeting.

Mr. Gossage provided an update regarding the Smarr groundbreaking.

Georgia Energy Cooperative (GEC)

Mr. Gossage reported that the next GEC board meeting is June 12, 2026.

Green Power

Mr. Gossage reported on solar updates in Jefferson County.

COMMITTEE MEETINGS

Information Services Committee Meeting held May 5, 2026

Mr. Tommy Phelps, Chairman of the Information Services Committee, reported that the Committee met on May 5, 2026. During the meeting, Wendy Norton, Vice President for Contextual Security Solutions, presented the IT Risk Assessment Statement of Work.

On behalf of the Information Services Committee, Mr. Phelps recommended approval of the Statement of Work. Since the recommendation comes from a committee, no second is required. There was no additional discussion. The recommendation was approved.

VICE PRESIDENTS' REPORTS

Energy Services Report

The Directors reviewed the Energy Services Report prepared by Ms. Youngblood. The Directors also reviewed the draft Emergency Response Plan and did not recommend any revisions or modifications.

Line Services Report

The Directors reviewed the Line Services Report prepared by Mr. Marchant. Mr. Marchant reported that storm activity during the Memorial Day weekend provided a real-time opportunity to evaluate the Estimated Time of Restoration (ETOR) process. The system responded well and the lessons learned from the event are being incorporated to further improve the system.

Corporate Services Report

The Directors reviewed the Corporate Services Report prepared by Ms. Sharpe. She also provided FEMA and GEMA updates.

Information Services Report

The Directors reviewed the Information Services Report prepared by Mr. Potter. He also provided the Information Security Quarterly Report, IT training, and an update regarding the business management system selection process and merger between NISC and Meridian.

PRESIDENT & CEO REPORT

General Retirement of Capital Credits

Mr. Gossage provided a summary of the capital credit retirement plan included in the 2026 budget. He also discussed issuing bill credits instead of checks for the upcoming disbursements, where possible.

Mr. Gossage recommended a capital credit retirement in the amount of \$4,502,107 to be disbursed in August 2026. Said retirement represents approximately 40% of the allocated capital credits for operating and non-operating margins for calendar year 2025. A motion was made and seconded to approve the capital credit retirement as presented. The motion was approved.

Miscellaneous

Mr. Gossage provided information regarding the capital credit retirement procedure for deceased members, his visit to Alabama to tour Storm Services, and annual meeting updates.

GTC Update with Barbara Hampton

Barbara Hampton, President and CEO of Georgia Transmission, provided a confidential presentation including key financial updates and transmission line project information.

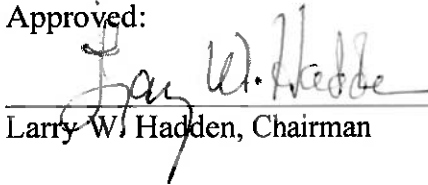
NEXT MEETING

The next regular meeting of the Board of Directors is scheduled for Wednesday, June 24, 2026, at 9:00 a.m.

There being no further business, the meeting was adjourned at 12:02 p.m.


James L. Gay, Secretary-Treasurer

Approved:


Larry W. Hadden, Chairman