

BOONE ELECTRIC COOPERATIVE

ANNUAL MEETING OF MEMBERS

September 11, 2025

The 88th Annual Meeting of Members of Boone Electric Cooperative, hereinafter referred to as the "Cooperative", was held on Thursday, September 11, 2025, in a drive-thru format at Boone Electric's Headquarters, 1413 Rangeline Street, Columbia, Missouri. Registration began at 10:00 a.m. and continued until 6:00 p.m.

Registered members received a twenty-dollar electric credit applied to their active meter account. Registered members utilized an iPad to vote for the directors running in each of the three districts, two proposed bylaw amendment changes, and the approval of the Annual Meeting Minutes for 2024. Paper Ballots were made available for absentee voters.

At the close of the Drive-Thru Annual Meeting, it was noted that 2,821 registered members had attended, thereby constituting a quorum of members necessary to conduct the Annual Meeting.

Twyla Bennett, Dave Schlemeyer, Ron Lueck, Kathy Sapp, Julie Dougherty, Becky Sander and Michael Crowley were appointed to act as Inspectors of Election for this year's election of Directors and bylaw amendments. Cooperative Attorney Andrew Sporleder and the Inspectors of Election oversaw the receipt of the ballots and the final tabulation of the votes received.

After the election, Cooperative Attorney Andrew Sporleder presented the report of the Inspectors of Election, which revealed the following vote totals:

Approval of 2024 Annual Meeting Minutes

Yes	2524
No	24

The Attorney certified that the 2024 Annual Meeting Minutes were approved, having received the majority number of votes for approval.

Attorney Sporleder then presented the report of the Inspectors of Election regarding the Election of Directors as follows:

Election for Board of Directors

District 1

Robert Wayne Wilcox	1031
Teresa Snow Voeller	1501

District 2

Michelle Motley	1472
Thomas Trabue	737

2025 ANNUAL MEETING
September 11, 2025

District 3

Kimberly Ponder	1348
Matthew Morasch	394
Adrian Plank	556

Attorney Sporleder thereupon declared that Teresa Snow Voeller, Michelle Motley and Kimberly Ponder, having received the highest number of votes, had been elected Directors of the Cooperative, each to serve for a term of three years or until their successors are elected and qualified.

Attorney Sporleder next presented the report of the Inspectors of Election regarding the vote totals on the proposed bylaw amendments, which were as follows:

Proposed Bylaw Amendment #1 (Article IV, Section 6)

Yes	2175
No	116

Proposed Bylaw Amendment #2 (Article V, Section 5)

Yes	2172
No	107

The Attorney further reported that the Inspectors of Election certified that proposed bylaw amendments 1 and 2 each passed, having received a majority of votes for approval.

Attorney Sporleder then announced that the elected and current board members would hold a meeting for the purpose of reorganizing and electing the officers of the Boone Electric Board of Directors on September 24, 2025, before the regular board meeting. The reports of the Nominating Committee and Inspectors of Election were ordered attached to these minutes.

Kim Ponder, President

Michelle Motley, Secretary