

**MINUTES OF THE ANNUAL MEETING OF THE MEMBERSHIP
OF CAPITAL ELECTRIC COOPERATIVE, INC.
OF BISMARCK, NORTH DAKOTA**

Tuesday, June 10, 2025

The 79th Annual Meeting of the members of Capital Electric Cooperative Inc., Bismarck, North Dakota, was held at the Bismarck Event Center, Bismarck, North Dakota, on Thursday, June 10, 2025, commencing at 6:30 p.m. Preceding the formal convening of the annual meeting, registration commenced at 4:30 p.m.

Convening: The meeting was called to order at 6:30 p.m. by President Deon Vilhauer. President Vilhauer called on Pastor Matt Thompson to deliver the invocation. The national anthem was played.

Quorum Report and Minutes: The President reported there was a quorum based on the total number of ballots received by mail, online, and in person. It was moved, seconded, and carried to dispense with the reading of the Notice of Mailing, the Affidavit of Proof of Mailing of such Notice to the members, and the minutes, and to approve and accept the minutes of last year's annual meeting held on June 11, 2024.

Election Committee and Credentials Committee: The President appointed members to serve on the Elections Committee and Credentials Committee, as follows:

Elections Committee

John Paul Martin
Keith Schmaltz
Mark Wagner
Sean Johnson
Doug Pearson
Mike Briggs
Courtney Bernhardt
Jaden Deckert
Carlee McLeod

Credentials Committee

Carlee McLeod
John Paul Martin
Doug Pearson

Attorney Zachary Pelham of Pearce Durick PLLC, was appointed Parliamentarian.

Report of Nominations Committee and Election: President Vilhauer conducted the Board of Directors election. The report of the Nominating Committee was then presented by Mike Briggs, Chairperson of the Capital Electric Nominating Committee. It was moved, seconded, and carried to approve the Nominating Committee report as submitted. The nominees for Districts 1, 2, and 3 were as follows:

District 1 (one to be elected)

Kayla Pulvermacher
Whitford Dwyer

District 2 (one to be elected)

Sara Vollmer
Cooper Silha

District 3 (one to be elected)

Lyndon Anderson
Luke Ellenbaum

It was reported no nominations by petition were received. A pre-recorded video presentation was played for each candidate.

Attorney Zachary Pelham explained the voting procedures for the election of Directors. Survey and Ballot Systems was the provider of election services. All mail-in and electronic ballots were sent directly to Survey and Ballot Systems for compilation. No one on the board or staff at Capital Electric had access to the election results prior to this meeting. Attorney Zachary Pelham delivered the results to the election committee so they could be added to the in-person votes. The distribution and collection of the in-person ballots occurred.

Basin Electric Scholarship: Abigail Rieck, a recent Legacy High School graduate, was awarded the \$1,000 Basin Electric scholarship for 2025. Ms. Rieck will be attending the University of North Dakota to study biology and pre-medicine.

Youth Tour Winner: Kaden Heupel, Bismarck, was this year's essay contest winner and will be traveling to Washington, D.C. to represent Capital Electric on the annual Electric Cooperative Youth Tour.

Treasurer's Report and Financial: The President introduced Business Manager Luke Steen, who presented the annual Business Report to the membership. It was moved, seconded, and carried to accept the Budget Report as submitted.

Operation Round Up Report: The President introduced Communications and IT Manager Wes Engbrecht, who presented the 2024 Operation Round Up report to the membership.

President and Manager's Report: President Vilhauer and General Manager Fitterer provided a joint report which reviewed the past year's operations and highlighted upcoming developments for the cooperative.

Recognition of Current and Former Directors: The President recognized current and former Capital Electric directors of the cooperative, with a special memorial of Arlene Olson, who served thirty years on the board and passed away in May 2025.

Recognition of Current and Former Employees: Manager Fitterer recognized current and former Capital Electric employees of the cooperative.

Report of Elections Committee: The Chairperson called on the Chair of the Elections Committee to present the results of the balloting for the Board of Directors election. Whitford Dwyer was elected to District 1, Sara Vollmer was elected for District 2, and Luke Ellenbaum was elected for District 3. It was moved, seconded, and carried to accept the results of the election.

Annual Meeting Scholarship: The President announced attendee Abby Kruger was the winner of the \$500 scholarship.

Adjournment: There being no further business to come before the meeting, the meeting, upon motion made, seconded, and carried, was adjourned at 7:50 p.m.

Zachary Pelham, Recording Secretary

Kyle Tschosik, Secretary

APPROVED:

Deon Vilhauer, President