

MINUTES OF MEETING OF BOARD OF DIRECTORS OF TRINITY VALLEY ELECTRIC COOPERATIVE, INC.

Recitation of Authority

1. A regular meeting of the Board of Directors of Trinity Valley Electric Cooperative, Inc. was held at the Board Room situated at 1800 Highway 243 East in Kaufman, Texas, on October 28, 2025, at 1:00 p.m., pursuant to the call of the Chairman.

Notice

2. Notice of the meeting was duly and timely given to each Director.

Quorum

3. The Directors present at the meeting were Howard Tillison, Carolyn Minor, Paul Weatherford, Jeff Priest, Ed Reeve, Jack Endres, and Derrick Hoelscher. Those present constituted a quorum of the board.

Chairperson

4. Howard Tillison acted as Chairman of the meeting and Carolyn Minor acted as Secretary Pro Tem of the meeting.

Invocation

5. Carolyn Minor delivered the invocation.

Minutes

6. The minutes of the Board of Directors meeting held on September 23, 2025, were presented to those present and approved upon proper motion by Jeff Priest, second by Paul Weatherford, and a vote of the board.

Presentations, Oral Reports, and Introductions

7. (a) Safety Report – Chad Marshall
(b) Control Issue – Fleet Management – Greg Starek
(c) Strategic Plan Update – Chad Marshall
(d) Monthly Financials – Bobby White
(e) General Manager/CEO Report – Jeff Lane

Executive Session

8. Upon proper motion by Carolyn Minor, second by Derrick Hoelscher, the board voted to enter into executive session at 1:46 p.m. to consider and discuss legal matters and related confidential activities. The board requested the following to participate in the executive session: Jeff Lane, Tony Watson, Bobby White, Donna Hindman-Weaver, Chad Marshall, Shavonne McLarty, and Legal Counsel, Carl Galant. The following directors participated in the executive session: Howard Tillison, Carolyn Minor, Paul Weatherford, Ed Reeve, Jeff Priest, Jack Endres, and Derrick Hoelscher. The executive session adjourned at 3:24 p.m.

Open Session

9. Upon proper motion by Jack Endres, second by Jeff Priest, the board voted to return to open session at 3:24 p.m.

Board Action Items

10. (a) Safety Report – Upon proper motion by Paul Weatherford, second by Derrick Hoelscher, the board voted to approve the safety report for September 2025.

(b) Election of Board Officers – Upon proper motion by Derrick Hoelscher, second by Paul Weatherford, the board voted to approve the election of Howard Tillison as Chairman, Carolyn Minor as Vice-Chairwoman, and Ed Reeve as Board Secretary.

(c) Election of Secretary Pro Tem – Upon proper motion by Jack Endres, second by Jeff Priest, the board voted to elect Carolyn Minor as Secretary Pro Tem to serve during the absence of Secretary, Ed Reeve.

(d) Rayburn Director Representative – Upon proper motion by Carolyn Minor, second by Ed Reeve, the board voted to approve the election of Jeff Lane as principal Director and Howard Tillison as alternate Director for the Rayburn Country Electric Cooperative board of directors.

(e) 2025 Bad Debt Write Off – Upon proper motion by Carolyn Minor, second by Jack Endres, the board voted to approve the write-off of remaining bad debts from the year 2024.

(f) 2025 Capital Credits Retirement – Upon proper motion by Jack Endres, second by Jeff Priest, the board voted to approve capital credit retirement on behalf of current and former members of TVEC.

(g) 2026 Annual Meeting Date – Upon proper motion by Carolyn Minor, second by Derrick Hoelscher, the board voted to approve October 8, 2026 at the Canton Civic Center as the date and location of the 2026 annual membership meeting.

(h) Underground Construction Contract – Upon proper motion by Ed Reeve, second by Paul Weatherford, the board voted to authorize the General Manager/CEO to execute an underground construction contract with TexMex Utilities LLC.

Next Board Meeting and Related Items

11. The next board meeting is scheduled for November 25, 2025, in Kaufman, Texas.

Adjournment

12. Upon proper motion by Jack Endres, second by Jeff Priest, the board voted to adjourn the meeting at 3:41 p.m.

Dated: October 28, 2025

A handwritten signature in cursive script that reads "Ed Reeve". The signature is written in black ink and is positioned above a horizontal line.

Ed Reeve, Secretary