

**MINUTES OF THE
ANNUAL MEETING OF MEMBERS OF
ENERSTAR POWER CORP**

**Held On
Saturday, June 1, 2024**

EnerStar Power Corp, doing business as EnerStar Electric Cooperative, held its Annual Meeting at Paris, Illinois, beginning at 9:30 a.m. on June 1, 2024, at Paris High School, Paris, Illinois.

The Chairman of the Board of Directors, Danny Gard, called the meeting to order. Kevin Levellie, Pastor, at Nevins Christian Church, gave the invocation. Boy Scout Troop 295 presented the Colors and led the meeting in the Pledge of Allegiance.

Chairman Gard introduced the Members of the EnerStar Board of Directors (Danny Gard, Jeff Zimmerman, Kevin Julian, Darin Griffin, Jeff Murphy, Greg Robinson, Granville Colvin and Julie Higginbotham. Thad Martin was absent.) Special mention was given to Granville Colvin and Kevin Julian, who each achieved National Rural Electric Cooperative Association's Credentialed Cooperative Director certification, and Kevin Julian also earned his next-level certification Board Leadership Certificate. Chairman Gard also introduced special guests and other dignitaries in attendance, including, Kayla Adkins from the Association of Illinois Electric Cooperatives. Also present from the Wabash Valley Power Alliance was Laura Matneys, the Strategic Electrification & Member Relations Manager, and Lauren Schuettler, Distributed Energy Resource Coordinator.

Chairman Gard announced that there was a quorum present of the membership who had registered for the meeting. The Secretary-Treasurer Greg Robinson, read the Proof of Mailing of Notice and the Notice of Meeting. Upon a proper motion by the membership, with a second, the members approved a motion to dispense with the reading of the minutes of the last Annual Meeting of the members of the Cooperative, held on June 3, 2023, and to approve the minutes as published in the Annual Meeting program, provided to all members who had registered for the meeting. The membership voted to approve the Minutes of the 2023 Annual Meeting.

Secretary-Treasurer, Greg Robinson, gave the Treasurer's Report.

Chairman Gard introduced the CEO of EnerStar, David Clinton. Mr. Clinton gave the CEO's report to the membership. Mr. Clinton discussed how EnerStar is preparing for the future. He noted that material costs have substantially increased. EnerStar has made efforts to reduce its costs and expenses. EnerStar has had lower rate increases than most other coops in the region. EnerStar has made a successful effort in reducing the length of power outages. He referenced the changing views on energy production but said that EnerStar was "not going to play the victim". With the help of all the members, we can work out the issues we are presented with. Mr. Clinton stated that with the right mental attitude, we will make a difference.

After Mr. Clinton's report, he entertained questions from the members.

Mr. Clinton next recognized by name, the employees of EnerStar.

Mr. Clinton and Chairman Gard recognized the following for their years of service:

- Greg Robison (Director) 5 years of service;
- Britta Baker (Employee) 5 years of service;
- Russ Camp (Employee) 15 years of service;
- Chad Cornwell (Employee) 25 years of service; and
- Angela Griffin (Employee) 35 years of service.

Mr. Clinton thanked co-op members Tom Phillips, Pat Macke, and Ray Young for serving as election judges once again this year. Mr. Clinton then introduced Counsel, Rob Anderson, of Anderson Law Offices. Mr. Anderson announced the results of Director Elections as follows:

- District A-2, Kevin Julian, with 159 votes, was reelected without opposition.
- District C-4, Darin Griffin, with 145 votes, was reelected without opposition.
- District B-7, Julie Higgenbotham, with 130 votes was elected without opposition.

Following the announcement of Director elections, Mr. Anderson discussed and summarized the proposed Bylaw Amendments and the reasons for the proposed changes. The membership had been given copies of the proposed Bylaw Amendments by mail and again at the door this morning. The membership did not have any questions about the Bylaw Amendments. Upon the proper motion of the members, with a second, the proposed Bylaw Amendments for Article IV – Section 7 (Elections) and Article VII – Section 3 (Retirement of Capital Credits) were approved by the membership, without objection.

Following this, there were drawings for door prizes.

There being on further business to come before the meeting, Chairman Gard requested a motion to adjourn the meeting; the membership so moved and seconded, and the meeting adjourned.

Greg Robinson, Secretary-Treasurer