ANNUAL MEETING

September 14, 2024

The Annual Meeting of the Members of Cherry-Todd Electric Cooperative, Incorporated was held September 14, 2024, at the White River Community Event Center in Mellette County, South Dakota, at 10:00 o'clock a.m., CDT, pursuant to notice of the meeting mailed to all Members of the Cooperative.

The meeting was called to order by President Shawn Bordeaux, who presided. Amanda Antoine acted as Secretary of the meeting.

The President led the Members in reciting the Pledge of Allegiance. Gabriel Red Kettle presented the Lakota Flag Song. Director Glenn Yellow Eagle presented the invocation.

The President reported to the Members present that a total number of 119 Members had registered at the meeting which represented over 50 Members of the Cooperative in person and that a quorum was therefore present. The meeting was qualified to proceed with the business before it. The President then instructed the Secretary to keep a complete list of all Members registered at the meeting and to attach an annex to the Minutes of this meeting a list showing names and addresses of the Members so registered, together with his Member Count.

The President called for a motion to waive the reading of the Notice of Meeting with Proof of Mailing and for the approval of the Minutes of the Annual Meeting of the Members held September 9, 2023, without being read, as copies had been sent to all Members of the Cooperative. That motion was duly made by Noreen Krogman and seconded by Kathy Chauncey. Motion carried. The President then directed the Secretary to annex the Minutes of this meeting a copy of the Notice of the Meeting ("Notice").

The President called for a motion to approve the applications for membership in the Cooperative. That motion was duly made by Walt Lurz, seconded by Jason Schubauer. Discussion was had by Ronald Neiss regarding wanting to see a full list of memberships for approval. The motion carried.

The Treasurer's Annual Report was given by Treasurer Whitney A. Meek by video presentation.

Manager Grablander introduced the employees of the Cooperative. Manager Timothy W. Grablander presented the Manager's Annual Report. There were questions from Ronald Neiss regarding the rate study and the need to do an updated study in 2024. Manager Grablander responded that the previous rate study would need to be updated due to unprecedented changes in the Cooperative business.

Attorney David Larson presented the attorney's report. There were comments from Ronald Neiss regarding the status of the lawsuit in tribal court with the Rosebud Sioux Tribe.

The President then announced that the next order of business would be the election of one At-large Director for a two-year term and two Directors from the Mellette County District for a three-year term. The Notice on Meeting contained a statement of the number of Directors to be elected and the names and addresses of the candidates. The Notice indicated that Ronald Frederick of Mission, South Dakota and Glen Yellow Eagle of Mission, South Dakota had been nominated by petition to fill the office of At-large Director. The Notice also indicated that Whitney Meek of Wood, South Dakota, and Dan Valburg of White River, South Dakota, had been nominated by petition to fill the offices of Director from the Mellette County District. Because only the

At-large Director position was contested, each At-large candidate was given three minutes to speak prior to the election.

Attorney Larson thereupon called for balloting for the Director elections and declared the polls open. After counting the ballots cast for the offices of Director from the Mellette County District, it was reported to the President who declared to the Membership that the following candidates received the following number of votes for the offices of Director from the Mellette County District:

NAME	NUMBER OF VOTES RECEIVED
Whitney Meek	94
Dan Valburg	81

The canvassing committee members certified by their Certificate of Election, a copy of which is attached to these minutes, that Whitney Meek and Dan Valburg were elected to the offices of Director from the Mellette County District for a three-year term.

After counting the ballots cast for the offices of At-large Director, it was reported to the President who declared to the Membership that the following candidates received the following number of votes for the office of At-large Director:

NAME	NUMBER OF VOTES RECEIVED
Ronald Frederick	73
Glen Yellow Eagle	43

The canvassing committee members certified by their Certificate of Election, a copy of which is attached to these minutes, that Ronald Frederick was elected to the office of At-large Director for a two-year term.

Mikah Vader Wey and Adrick Schoon presented and discussed their experience on the youth tour.

Attorney Larson then discussed the Board's new proposed bylaws. A motion was made by Ronald Neiss to table the vote on the proposed bylaws. Comments were made by Melinda Yellow Eagle and Phyllis White Shield. The motion died due to lack of a second. A second motion was made to table the vote on the proposed bylaws by Melinda Yellow Eagle. The motion was seconded by Joe Spotted Calf. The President called for a vote on the motion to table. The motion failed with 41 votes in favor of the motion and 53 votes against the motion.

The President then called for a vote on the proposed bylaws. During the counting of the ballots, comments were made by Rose Cordier. After counting the ballots cast for the proposed bylaws, it was reported to the President who declared to the Membership that the following number of votes in favor of and against were received:

YES	NO
16	63

The canvassing committee members certified by their Certificate of Election, a copy of which is attached to these minutes, that the proposed bylaws failed.

Ronald Neiss presented a report on behalf of the Tribal Utilities Commission.

The President then asked for any unfinished business. No items of unfinished business were introduced by the Members, nor were any motions made.

The President then asked for any new business. No new items of business were introduced by the Members, nor were any motions made.

There being no further business to come before the meeting, the President asked for a motion to adjourn, which was made by John O'Bryan and seconded by Shakira Rattling Leaf. Motion carried and the meeting was thereupon adjourned.

SECRETARY

(CORPORATE SEAL)

ATTEST:

PRESIDENT

CERTIFICATE OF ELECTION

Cherry-Todd Electric Cooperative, Inc.

ANNUAL MEETING

Saturday, September 14, 2024

MELLETTE COUNTY DIRECTORS (3- year Term)

Two candidates elected.

Name	Number of Votes Received
Dan Valburg	81
Whitney Meek	94

The undersigned, being first duly sworn on oath, do hereby certify that the above tally is a full, true, and accurate recording of the votes cast for each of the candidates for the position of Mellette County Director.

Signature	Printed Name
Katie Jensen	Katie Jensen
Rose Ann Jones	Rose Ann Jones
Josephine M. Ryan	Josephine M. Ryan

Subscribed and sworn to before me this 14th day of September, 2024.

(Notary Seal)

JESSICA HEGGE
NOTARY PUBLIC
SOUTH DAKOTA

Notary Public, South Dakota
My Comm. Exp. 1/16/25

Whitney 𝍸 𝍸 𝍸

CERTIFICATE OF ELECTION

Cherry-Todd Electric Cooperative, Inc.

ANNUAL MEETING

Saturday, September 14, 2024

BOARD PROPOSED NEW SET OF BYLAWS

Number of Votes Received

16 Yes

63 No

The undersigned, being first duly sworn on oath, do hereby certify that the above tally is a full, true, and accurate recording of the votes cast for the new Bylaws.

We further certify that the Bylaws were duly not passed (passed/not passed).

Barbara Chauncey	Barbara Chauncey
Signature	Printed Name
Dave Assman	DAVE ASSMAN
Signature	Printed Name
Curt Moseman	CURT MOSEMAN
Signature	Printed Name
Signature	Printed Name
Signature	Printed Name
Signature	Printed Name

Subscribed and sworn to before me this 14th day of September 2024.

(Notary Seal)

JESSICA HEGGE
NOTARY PUBLIC
SOUTH DAKOTA
SEAL SEAL

Notary Public, South Dakota

My Comm. Exp. 1/16/25

Bi laws

Yes

~~||||~~ ~~||||~~ ~~||||~~ | 16

No

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Dave Issman
Curt Moseman
Barbara Chauncey

CERTIFICATE OF ELECTION

Cherry-Todd Electric Cooperative, Inc.
ANNUAL MEETING
Saturday, September 14, 2024

AT-LARGE Director
(2- year Term)

One candidate elected.

Name	Number of Votes Received
Ronald Frederick	73
Glen Yellow Eagle	43

The undersigned, being first duly sworn on oath, do hereby certify that the above tally is a full, true, and accurate recording of the votes cast for each of the candidates for the position of At-large Director.

Dave Assman
Signature

DAVE ASSMAN
Printed Name

Helen Rattling Leaf
Signature

Shakira Rattling Leaf
Printed Name

T. Selwyn
Signature

Tenille Selwyn
Printed Name

Barbara Chauncey
Signature

Barbara Chauncey
Printed Name

Signature

Printed Name

Subscribed and sworn to before me this 14th day of September, 2024.

(Notary Seal)

JESSICA HEGGE
NOTARY PUBLIC
SOUTH DAKOTA
SEAL SEAL

Jessica Hegge
Notary Public, South Dakota
My Comm. Exp. 1/16/25

Ronald - 𝍸 𝍸 𝍸 𝍸
𝍸 𝍸 𝍸 𝍸
𝍸 𝍸 𝍸 𝍸
𝍸 𝍸 III (73)

Glen - 𝍸 𝍸 𝍸 𝍸
𝍸 𝍸 𝍸 𝍸
III (43)

Arlene Rattling Leaf

Barbara Chauncey

T Schuyn

Dawn Isaman

CERTIFICATE OF ELECTION

Cherry-Todd Electric Cooperative, Inc.

ANNUAL MEETING

Saturday, September 14, 2024

ISSUE BALLOT RESULTS

Number of Votes Received

41 Yes

53 No

The undersigned, being first duly sworn on oath, do hereby certify that the above tally is a full, true, and accurate recording of the votes cast.

We further certify that the Motion was duly not passed (passed/not passed).

Barbara Chauncey Signature	Barbara Chauncey Printed Name
Randy Klein Signature	Randy Klein Printed Name
Dave Assman Signature	DAVE ASSMAN Printed Name
Signature	Printed Name
Signature	Printed Name
Signature	Printed Name

Subscribed and sworn to before me this 14th day of September 2024.

(Notary Seal)

JESSICA HEGGE
NOTARY PUBLIC
SOUTH DAKOTA
SEAL SEAL

Notary Public, South Dakota

My Comm. Exp. 1/16/25

Issue Ballot

Yes

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~~||||~~ ~~||||~~ | 41

No

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Barbara Chauncey

Randy Klar

Dave Issman