

**ACTION BY UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS
OF
EASTERN IOWA LIGHT AND POWER COOPERATIVE**

EFFECTIVE DATE: JANUARY 1, 2026

The undersigned, constituting all of the members of the Board of Directors (the "Directors") of Eastern Iowa Light and Power Cooperative, an Iowa cooperative association (the "Cooperative"), pursuant to Iowa Code Chapter 499 (the "Act") and the Cooperative's Amended and Restated Bylaws (the "Bylaws"), hereby adopt the following resolutions by written consent:

WHEREAS, the Directors believe it to be in the Cooperative's best interest to adopt an updated daily per diem rate policy for compensation payable in connection with time spent on Cooperative business wherein Directors and Officers are eligible for per diem payment pursuant to the following rate schedule:

- The President, Secretary, Treasurer, and such other officers determined by the Directors from time to time (the "Officers") shall be paid a daily per diem attendance at regularly scheduled or special meetings of the Board of Directors equivalent to the established Foreman Base Rate of the then-applicable calendar year set forth in the then-applicable Agreement between Eastern Iowa Light and Power Cooperative and International Brotherhood of Electrical Workers Local Union No. 145 in accordance with the following formula: ([Applicable-Calendar-Year Foreman Base Rate] X 8) – rounded up to the nearest whole \$5.00 digit = Officer Per Diem);
- All other Directors shall be paid a daily per diem, not to exceed, equivalent to the established Journeyman Base Rate of the-then applicable calendar year set forth in the then-applicable Agreement between Eastern Iowa Light and Power Cooperative and International Brotherhood of Electrical Workers Local Union No. 145 in accordance with the following formula: ([Applicable-Calendar-Year Journeyman Base Rate] X 8) – rounded up to the nearest whole \$5.00 digit = Director Per Diem); and

WHEREAS, the Directors believe it to be in the Cooperative's best interest to permit automatic annual per diem rate setting for Officers and Directors of the Cooperative adjusted for the then-applicable Foreman Base Rate and Journeyman Base Rate, which such annual rate setting shall not require any further meeting, action, or consent of the then-serving Directors

(collectively, the "Per Diem Policy").

NOW THEREFORE, BE IT RESOLVED, that the Per Diem Policy, as set forth herein, be, and hereby is, ratified, affirmed, authorized and approved in all respects; and

RESOLVED FURTHER, that CEO, or his duly selected successor, be, and hereby is, authorized and empowered, for and on behalf of the Cooperative, to take any and all such further actions, and to execute and deliver any such other certificates, instruments, documents, acknowledgements, and agreements reasonably necessary to effectuate the Per Diem Policy, and to otherwise effectuate and carry out the intents and purposes of these resolutions, such action, execution, delivery and performance to be conclusive evidence of the approval and authorization of the Directors of the Cooperative; and

RESOLVED FURTHER, that the Directors hereby ratify, authorize, approve and confirm, in all respects, any and all documents heretofore executed, and any and all acts, conduct and transactions heretofore undertaken on behalf of the Cooperative in connection with the transactions referred to herein or otherwise intended to effectuate and carry out the intents and purposes of these resolutions.

[Signature Page Follows]

The undersigned, constituting all of members of the Board of the Cooperative, hereby waive notice of the actions described in the foregoing resolutions and further consent to, ratify and confirm such actions, such waiver, consent ratification and confirmation to be effective as of the date first set forth above. This action by unanimous written consent may be executed in any number of counterparts, each of which shall constitute an original and all of which together shall constitute one action. Any copy, facsimile or other reliable reproduction of this action by written consent may be substituted or used in lieu of the original writing for any and all purposes for which the original writing could be used.

DIRECTORS:

Henry Bentley

Henry Bentley

Michael Bixler

Michael Bixler

Joel Carstensen

Joel Carstensen

Allan S. Duffe

Allan Duffe

Tom Hotz

Tom Hotz

Gary Kester

Kurt Olson

Kenneth Purdy

Approved via verbal consent

Michael Shuger

Kathrine Wunderlich

Kathrine Wunderlich

Bradley Weiss

Bradley Weiss

Robert Schneider Jr.

Robert Schneider Jr.

Gary Bruns

Gary Bruns

Denise Timmerman

Denise Timmerman

Aubrey Lee Cartwright

Aubrey Lee Cartwright