

REGIONAL ORGANIZATION FOR WESTERN ENERGY, INC.

Minutes of Meeting of Formation Board of Directors

July 29, 2026

A special meeting of the Formation Board of Directors of Regional Organization for Western Energy, Inc., a Delaware nonstock corporation (the “Corporation” or “ROWE”), was held via videoconference on July 29, 2026, at 1:00 p.m. Pacific time.

1. Welcome to the Meeting.

Ms. Kathleen Staks, the President of the Corporation, acted as Chair of the meeting. Ms. Staks noted that Lisa Tormoen Hickey and Evelyn Kahl would be joining later in the meeting. Ms. Staks conducted a roll call of the directors with Jim Shetler, Michele Beck, Scott Ranzal and Kathleen Staks each announcing that they were present. Ms. Staks confirmed that a quorum of the directors was present. Ms. Staks stated that a special meeting of the Formation Board of Directors (the “Board”) has been properly called and notice of the meeting was provided in accordance with the Bylaws of the Corporation. With a quorum of the directors present, Ms. Staks called the meeting to order. Ms. Staks also noted that Rick Sevcik from the law firm of Ashurst Perkins Coie, legal counsel to ROWE, was present.

2. Addition to the Agenda.

Ms. Staks noted that since the posting of the agenda, another item has come up for consideration by the Board. The agenda was updated to add the authorization of ROWE to enter into a vendor contract.

3. Update on ROWE Operations.

Ms. Staks began the meeting by providing a general update on ROWE’s operations. Ms. Staks noted that the Internal Revenue Service issued a determination letter granting ROWE tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and classifying it as a public charity under Section 509 of the Internal Revenue Code.

Ms. Staks noted that the Formation Board was named in the Certificate of Formation filed with the Delaware Secretary of State. The Formation Board is to serve until its replacement by the Initial Board of Directors in accordance with procedures set forth in the Bylaws. This replacement is scheduled to occur not later than 9 months prior to the planned commencement of ROWE’s governance of the Western Energy Markets. The Formation Board’s authority is limited and it does not have the authority to approve any tariff, business practice, or agreement with CAISO.

Ms. Staks noted that a nominating committee has been appointed to nominate individuals to serve on the Initial Board of Directors. Any nominees are to be approved by the

Pathways Launch Committee before being presented to the Formation Board for its consideration and final approval.

4. Approval of the Engagement of Executive Director Search Firm.

Ms. Staks noted that the Board has engaged the firm of Lyceum to conduct the director recruitment and search process. The Board asked Lyceum to survey the existing Board candidates regarding their desire for the Board to begin the search for an Executive Director. This engagement would include the development and publication of a position description, the solicitation of candidate applications, and the creation of a list of candidates. A summary of the survey results and a description of Lyceum's search process were shared with the Formation Board and prospective Initial Board members and posted on the ROWE website.

Upon motion duly made and seconded, the following resolution was unanimously approved by the directors present at the meeting:

RESOLVED, that officers of the Corporation are authorized to engage the search firm of Lyceum to conduct a search for the Executive Director of the Corporation, which could include, without limitation, the development and publication of a position description (with input from the Board and key stakeholders), the solicitation of candidate applications, and the creation of a list of candidates for consideration and approval by the Initial Board of Directors of the Corporation.

Lisa Tormoen Hickey then joined the meeting.

5. Approval of Vendor Contract.

Ms. Staks stated that the next order of business was to consider and approve ROWE's entering into of a vendor contract.

At the direction of the Formation Committee, Western Freedom has been conducting communications and website work with an outside consultant for ROWE. At this time, Western Freedom seeks to enter into a vendor contract with Global Impact and ROWE for these services. Ms. Staks noted that the proposal is to authorize ROWE to enter into a contract not to exceed \$5,000 for the continuation of website and communications support. Ms. Staks noted that as the Executive Director of Western Freedom, she will recuse herself from the discussion and vote, and that Ms. Hickey will lead the discussion and execute the contract on behalf of ROWE.

Upon motion duly made, the following resolution was approved by the Directors present at the meeting, with Ms. Staks recusing herself from the discussion and vote.

RESOLVED, that the Board approves the contract with Global Impact and Western Freedom not to exceed \$5000 for the continuation of website and communications support, and authorizes Lisa Tormoen Hickey, as an officer of ROWE, to execute such contract on behalf of ROWE.

6. Approval to Adjourn Regular Session and Reconvene in Executive Session.

Ms. Staks then noted that under the ROWE Bylaws, the Board may vote to adjourn an open meeting and to reconvene in executive session. Such action requires the majority vote of the directors present at the meeting. Ms. Staks described the reasons for reconvening in executive session. Ms. Staks noted that the discussion regarding potential board candidates would involve the discussion of personal and confidential information regarding the potential candidates. Ms. Staks further noted that the Board will not be approving the nomination or selection of particular candidates. Rather, the discussion would provide the Board with the opportunity to share information and their thoughts regarding the candidates. Ms. Staks further noted that the discussion regarding the various loan proposals will involve potential confidential or proprietary information, and a public discussion of negotiating strategy, including pricing, terms, or conditions, could prejudice ROWE's interests.

Upon motion duly made and seconded, the following resolution was unanimously approved by the Directors present at the meeting.

RESOLVED, that the Board approves the adjournment of the open meeting and the meeting being reconvened in executive session for the purposes of discussing potential candidates to the Board of Directors and considering potential loan proposals from financial institutions.

The Board then went into executive session. During the executive session there was a discussion regarding the candidates for the Initial Board of Directors.

Upon completion of the discussion of the Initial Board of Directors, Evelyn Kahl joined the meeting during the discussion and approval of continued negotiations with various financial institutions regarding a possible loan arrangement. The Board approved continued discussions and negotiations with the financial institutions with final approval by the Initial Board of Directors.

Upon motion duly made and seconded, the meeting was adjourned.

Secretary

Chair of the Meeting