

NEEA Board of Directors Meeting

Q4 2025 | December 8 - 9



Q4 2025 NEEA Board Meeting

Note: the order and length of time for all topics are subject to change
This meeting will be recorded.

DATE/TIME: Monday, December 8 - Tuesday, December 9, 2025
LOCATION: NW Natural, Portland, Oregon
250 SW Taylor Street, Portland and via Teams webinar.
ATTENDEES: Board Members, NEEA Staff and the Public
WEBINAR:

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Note: all times listed are Pacific Time (PT)

Agenda – Monday, December 8

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11:30 am	Arrive to the 2025 Leadership in Energy Efficiency Awards Ceremony AVENUE Awards presentation is 12:00 – 1:00 pm	
1:00 pm	Travel from AVENUE to NW Natural	
2:00 pm	Public Board Meeting Called to Order Introductions and agenda review – Jamae Hilliard Creecy, Board Chair NEEA's Mission: NEEA catalyzes the most efficient use of energy for a thriving Northwest. NEEA's Purpose: An alliance of utilities and partners that pools resources and shares risks to transform the market for energy efficiency to the benefit of all consumers in the Northwest. NEEA Board Norms	

2:15 pm **Governance**

1. 2:15 pm NEEA Board Officer Slate

Elizabeth Osborne, Governance Committee Chair

Outcome: Board Officer slate discussion

Motion: elect the following Board Officers to serve in 2026 until the next Board Officer general elections in December 2026: Board Chair – Gilbert Archuleta; Board Vice Chair – Joe Fernandi; Board Secretary – Nicole Hydzik; Executive Committee At-Large Seat – Clay Monroe.

2. 2:20 pm Public Interest Board Seat Election

Elizabeth Osborne, Governance Committee Chair

Motion: elect Eileen Quigley as the Public Interest Board Seat representative.

3. 2:25 pm Board Risk Management Follow-Up

Elizabeth Osborne, Governance Committee Chair; Becca Yates, NEEA staff

Outcome: review risk categories that NEEA's Board and Executive Committee track and discuss if there should be more touch points with the Board on this topic.

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4. 2:40 pm 2024 Board Self-Assessment Actions

Elizabeth Osborne, Governance Committee Chair; Becca Yates, NEEA staff

Outcome: discuss and support the Governance Committee's proposal for action item 3(b).

5. 2:50 pm Policy, Guidelines, Charters Review

Becca Yates, NEEA staff

Guidelines	Board Members Representing Multiple Constituents
Guidelines	Guidelines for Board Work
Guidelines	New Strategic Opportunity Screening and Review Guidelines

Outcome: review Guidelines and align on proposed edits.

Motion: approve the Board Members Representing Multiple Constituents Guidelines, Guidelines for Board Work, and New Strategic Opportunity Screening and Review Guidelines.

3:00 pm **Public Board Meeting Adjourns** – Jamae Hilliard Creecy, Board Chair

3:10 pm **Executive Session** – contract negotiations, personnel, confidential information

5:00 pm **Executive Session Adjourns** – Jamae Hilliard Creecy, Board Chair

Agenda – Tuesday, December 9

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8:30 am	<p>Public Board Meeting Called to Order Introductions and agenda review – Jamae Hilliard Creecy, Board Chair</p> <p>NEEA’s Mission: NEEA catalyzes the most efficient use of energy for a thriving Northwest.</p> <p>NEEA’s Purpose: An alliance of utilities and partners that pools resources and shares risks to transform the market for energy efficiency to the benefit of all consumers in the Northwest.</p> <p>NEEA Board Norms</p>	
8:40 am	<p>Board Consent Agenda – Jamae Hilliard Creecy, Board Chair</p> <p>Q3 2025 Board Meeting Minutes</p> <p><i>Motion: approve the consent agenda</i></p>	52
8:45 am	Executive Director Update – Becca Yates, NEEA staff	
9:30 am	<p>Strategic Planning Committee Gilbert Archuleta, Strategic Planning Committee Chair; Tom Beierle, Ross Strategic</p> <p>Board Strategic Discussion – Resource Adequacy and Energy Efficiency Guest presenters: Mary Wiencke, Executive Director, Public Generating Pool and Charles Li, Associate Director, E3</p>	
10:45 am	Break	
11:00 am	<p>Strategic Planning Committee (continued)</p> <p>End-Use Load Flexibility Special Project Gilbert Archuleta, Strategic Planning Committee Chair; Jeff Harris, NEEA staff</p> <p><i>Potential motion: approve moving forward with the 2026-2029 End-Use Load Flexibility Strategic and Business Plan and authorize NEEA staff to proceed with contract negotiations with funders.</i></p>	34

11:30 am **Finance**

1. 11:30 am Q3 2025 Financials

Kyle Roadman, Finance and Audit Committee Chair; Kyle Burchard, NEEA staff

Outcome: information sharing

2. 11:45 am pm Cycle 7 Audit Firm Selection

Kyle Roadman, Finance and Audit Committee Chair; Kyle Burchard, NEEA staff

Motion: approve the Finance and Audit Committee's recommended audit firm for Cycle 7.

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3. 12:00 pm 2026 Operations Plan

Kyle Roadman, Finance and Audit Committee Chair; Virginia Mersereau, NEEA staff

Motion: approve the 2026 NEEA Operations Plan – Natural Gas and Electric (\$49.4M) and 2026 Non-Core Funding (\$4.2M) (roll call vote)

12:10 pm **Executive**

1. 12:10 pm 2026 Board Meeting Locations and 2027 Board Meeting Locations and Dates

Jamae Hilliard Creecy, Board Chair

Motion: approve the 2027 Board Meeting locations and dates.

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2. 12:15 pm 2026 Board Work Plan

Jamae Hilliard Creecy, Board Chair

Motion: approve the 2026 Board Work Plan

12:20 am **Opportunity For Public Comment** – Jamae Hilliard Creecy, Board Chair

12:30 am **Next Steps, Action Item Review, Meeting Feedback, Input on Future Agenda Topics, Closing Remarks** – Jamae Hilliard Creecy, Board Chair

12:35 am **Public Board Meeting Adjourns** – Jamae Hilliard Creecy, Board Chair

12:40 pm **Executive Session** – contract negotiations, personnel, confidential information

1:00 pm **Executive Session Adjourns**

2025 Board Meeting dates/locations – Board approved December 5, 2023

2025 Board Meetings	Location	Day	Date
Q1 Board Orientation (Noon - 5 pm)	Seattle, WA	Monday	Mar 10, 2025
Q1 Board Meeting - (8 am - Noon)	Seattle, WA	Tuesday	Mar 11, 2025
Q2 Board Meeting - Day 1 (Noon - 5 pm)	Spokane, WA	Monday	Jun 23, 2025
Q2 Board Meeting - Day 2 (8 am - Noon)	Spokane, WA	Tuesday	Jun 24, 2025
Q3 Board Meeting - Day 1 (Noon - 5 pm)	Boise, Idaho	Monday	Sep 15, 2025
Q3 Board Meeting - Day 2 (8 am - Noon)	Boise, Idaho	Tuesday	Sep 16, 2025
Q4 Board Meeting - Day 1 (Noon - 5 pm)	Portland, OR	Monday	Dec 08, 2025
Q4 Board Meeting - Day 2 (8 am - Noon)	Portland, OR	Tuesday	Dec 09, 2025

2026 Board Meeting dates/locations – Board approved December 6, 2024

2026 Board Meetings	Location	Day	Date
Q1 Board Orientation (Noon - 5 pm)	Seattle, WA	Thursday	Mar 12, 2026
Q1 Board Meeting - (8 am - Noon)	Seattle, WA	Friday	Mar 13, 2026
Q2 Board Meeting - Day 1 (Noon - 5 pm)	Helena, Montana	Monday	Jun 22, 2026
Q2 Board Meeting - Day 2 (8 am - Noon)	Helena, Montana	Tuesday	Jun 23, 2026
Q3 Board Meeting - Day 1 (Noon - 5 pm)	Boise, Idaho	Monday	Sep 14, 2026
Q3 Board Meeting - Day 2 (8 am - Noon)	Boise, Idaho	Tuesday	Sep 15, 2026
Q4 Board Meeting - Day 1 (Noon - 5 pm)	Portland, OR	Thursday	Dec 03, 2026
Q4 Board Meeting - Day 2 (8 am - Noon)	Portland, OR	Friday	Dec 04, 2026



Quarterly Report

NEEA QUARTERLY REPORT

Q3 2025 // Performance Highlights

A Note from the Executive Director

The last quarter has been a busy one with staff focused on developing NEEA's annual 2026 Operations Plan. The plan outlines key activities over the next year, highlighting opportunities across our existing work to accelerate our market impact.

It also identifies some new and innovative ways to break down barriers like affordability, availability, and customer choice across both electric and natural gas, so that every household and business in our region can benefit from efficiency.

NEEA's recent activities to accelerate efficiency have included foundational work to advance building codes in Idaho and Montana, dual-fuel pilots in Oregon and Washington to better understand how to optimize heating loads, and a regional consumer awareness campaign to promote heat pump water heaters, with a specific focus on rural communities. NEEA also launched the second phase of its Northwest Marketplace pilot, an online platform designed to raise awareness, increase action and track purchases of efficient consumer products across the region. Since its debut in November 2024, over 35,000 Northwest residents have used the site to search over 30 categories of energy-efficient products and appliances.

More highlights from NEEA's work are available in the quarterly newsletters linked below. Please reach out to NEEA staff directly with questions.

A handwritten signature in black ink that reads 'Becca Yates'.

Becca Yates, Executive Director

Delivering on Cycle 7 Mission + Purpose

NEEA is an alliance of utilities and energy efficiency organizations whose purpose is to pool resources and share risks to transform the market for energy efficiency to the benefit of all consumers in the Northwest. NEEA works with all parts of the market to deliver energy efficiency to Northwest consumers by:

- Gathering and analyzing data to inform NEEA's Market Transformation programs as well as regional power planning and utility programs.
- Leveraging its relationships with mid and upstream market actors like manufacturers and retailers to influence their business practices by making the case for efficiency.
- Improving how products are tested and perform in real life applications.

These long-term efforts transform the market by making more efficient products and options available to consumers and businesses across the Northwest. Highlights of NEEA's market transformation progress achieved over the last quarter are documented below.

Portfolio Priorities	Q3 Updates
<i>2025 Portfolio Goal: Maintain progress in key electric portfolio programs driving NEEA's Cycle 7 energy savings, while exploring opportunities that align with evolving regional needs.</i>	
Heat Pump Water Heaters (HPWH)	<ul style="list-style-type: none"> • Launched a regional heat pump water heater marketing campaign running this fall. The campaign seeks to raise awareness of heat pump water heater technology throughout the region, with a focus on rural areas. It introduces some new message testing, including around 'DIY' and 'reducing energy waste' that will help inform future program outreach. • Collaborated with multiple manufacturers to ready prototype water heaters for lab testing as part of the Hot Water Innovation Prize contest. This prize encourages innovation to address small spaces and other challenging installations, with a goal of expanding consumer choice options by increasing the variety of water heating products available on the market.
Retail Product Portfolio (RPP)	<ul style="list-style-type: none"> • Completed clothes dryer test method research with results supporting test method changes that more reliably identify efficient dryers and predict their real-world efficiency. The team is now exploring adoption barriers for all-in-one washer/dryers to identify improvements that could accelerate market uptake of heat pump dryers while ensuring performance.

Portfolio Priorities	Q3 Updates
2025 Portfolio Goal: Continue development of the natural gas portfolio and dual-fuel systems.	
Natural Gas/Dual-Fuel Portfolio	<ul style="list-style-type: none"> Advanced the Dual-Fuel Residential HVAC Program into program development with a vote by the Natural Gas Advisory Committee. This initiative promotes energy-efficient systems that save energy, deliver year-round comfort and cost savings and offer grid benefits. Published a National Efficient Rooftop Unit Energy Modeling Study of an extensive range of packaged electric and natural gas rooftop equipment and efficiency measures in climate zones throughout the U.S. Expanding these modeling efforts influences manufacturers to incorporate more efficiency features in their products and increases alignment with extra-regional partners that could inform a voluntary national standard for the RTU market.
2025 Portfolio Goal: Collaboratively develop End-Use Load Flexibility and Whole Building special projects.	
End-Use Load Flexibility	<ul style="list-style-type: none"> Reviewed the Draft End-Use Load Flexibility 2026-2029 Strategic and Business Plan with NEEA's Board of Directors. This plan outlines a proposed regional Market Transformation approach to accelerate load flexibility as a resource. Completed portfolio prioritization with the Steering Committee to inform third draft of the Strategic and Business Plans. Reviewed Portland State University's Compliance and Conformance testing for connected water heaters, demonstrating the variance across manufacturers' load flexibility performance. NEEA staff are now partnering with PSU to develop an implementation guide to help manufacturers improve product performance and deliver higher value.
Whole Building	<ul style="list-style-type: none"> Developed prototypes for five Market Transformation intervention concepts. Interviews with building owners, managers, brokers and other market actors are underway to gather feedback and guide a broader-scale Market Transformation concept for the region. Completed several studies to inform market characterization, including commercial building stock analysis, building owner segmentation study, and an analysis of Washington and Seattle building performance standard (BPS) help desk engagement. Shared this research with project Steering Committee to inform their commercial programs.
Additional Priorities	Q3 Updates
Other notable highlights.	
Market Research + Evaluation	<ul style="list-style-type: none"> Completed the first Market Progress Evaluation Report (MPER) for NEEA's Efficient Rooftop Units program, which found that six manufacturers, including two industry leaders, now offer efficient rooftop units. While awareness is high, the study made several recommendations to address barriers to product adoption. Published the third Market Progress Evaluation Report for the Luminaire Level Lighting Controls (LLLC) program. The report shows steady year-over-year market growth, near-universal awareness among installers, and rising numbers of installers and specifiers bidding projects that include LLLC.

Data Strategy	<ul style="list-style-type: none"> Transitioned data processing and management from contractors to in-house NEEA staff for HVAC and Retail Product Portfolio programs. Strategically bringing data ownership in-house has increased NEEA's sightlines into product sales, improved data quality and integrity while delivering budget and timeline efficiencies.
Codes + Standards	<ul style="list-style-type: none"> Supported efforts to advance building energy codes in Montana and Idaho, as both states actively considered adoption of the 2024 International Energy Conservation Code (IECC). In response to agency requests for public input, NEEA-facilitated code collaboratives developed and submitted comments, helping guide informed decision-making in both states. Submitted 14 comment letters this quarter on proposed regulatory activity by the U.S. Department of Energy (DOE) on federal appliance standards, to help ensure that national regulatory approach reflects Northwest consumer needs.
Risk Management	<ul style="list-style-type: none"> Completed NIST CSF (National Institute of Standards and Technology Cybersecurity Framework) audit showing year-over-year improvement in control compliance and reduced risk exposure. Completed Audit of 403(b) retirement plan and submitted federal form 990 tax return and state returns.
Regional Collaboration	<ul style="list-style-type: none"> Concluded a three-year collaborative review process with Avista, Idaho Power, NEEA's Cost Effectiveness and Evaluation Advisory Committee (CEAC) and NEEA's Board of Directors. This collaborative effort was in response to an Idaho Commission request to evaluate NEEA's methodology and clarify claimed savings from electric building codes in Idaho.



Market Transformation Metrics

	Business Plan Estimate	Current Forecast	Status
Electric Portfolio Energy Savings			
5-year (2025–2029) Co-Created Energy Savings (aMW)	195–225	195–225	
Natural Gas Portfolio Energy Savings			
5-year (2025–2029) Co-Created Energy Savings (MM Therms)	6–17	6–17	
 Within 5% of target Within 5-10% of target More than 10% from target			

Current Forecast: NEEA is tracking emerging external factors and federal policy changes to assess related impacts to near-term savings expectations. NEEA reviews the full cycle savings forecasts twice a year and plans to refine the forecasted range for the cycle in 2027.

Operational Metrics

	Actual	Forecast	Budget / Target	Status
Electric Portfolio				
YTD Investment (\$M)	\$26.5	\$28.5	\$28.4	
Full Year Investment (\$M)	N/A	\$38.1	\$38.7	
Natural Gas Portfolio Energy Savings				
YTD Investment (\$M)	\$3.9	\$4.5	\$4.6	
Full Year Investment (\$M)	N/A	\$5.6	\$5.9	
Administrative Budget				
Administrative Expenses (%)	16.3%	N/A	<18.0%	
 Within 5% of target Within 5-10% of target More than 10% below target				

Variance Notes:

Electric Portfolio: The YTD variance reflects vacancy, delays in G&A spending (that will likely shift into 2026) and delays in program activity that are planned to be completed later in 2025.

Natural Gas Portfolio: The main drivers of the YTD variance are related to staffing vacancy (which has been filled) and delays in program work that staff expect to be completed by the end of 2025.

Co-Created Energy Savings: Energy savings that the regional Market Transformation efforts and local programs achieve by working together. These savings reflect the gains above a forecasted market baseline.

Total Regional Energy Savings: All energy savings calculated above the pre-intervention market starting point.

Administrative Expenses: Percent of total budget dedicated to business administration and executive cost centers.



Pre-read Materials



Memorandum

November 25, 2025

To: NEEA Board of Directors
 From: Elizabeth Osborne, Governance Committee Chair
 Becca Yates, NEEA Executive Director
 Subject: 2025 Board Officer Elections

Ask: Discussion and election.

Motion: elect the following Board Officers to serve in 2026 until the next Board Officer general elections in December 2026: Board Chair – Gilbert Archuleta; Board Vice Chair – Joe Fernandi; Board Secretary – Nicole Hydzik; Executive Committee At-Large Seat – Clay Monroe.

Background: According to NEEA's Bylaws, Board officers and members of the Executive Committee are elected by the Board every two years at the annual Board Meeting. The Governance Committee is tasked with overseeing the biennial elections and ad hoc elections should a Board Officer position become vacant at any time during the two-year officer term. The most recent elections were held in December 2024.

Danie Williams was voted to serve a second term as NEEA's Board Secretary as part of the December 2024 Board vote. Williams left NorthWestern Energy on July 25, 2025 and, as a result, stepped down from the Board and vacated her position as Board Secretary. Following her departure, the Governance Committee reached out to Board Members to gauge interest in serving the remainder of her term. After consideration, the Committee nominates Nicole Hydzik to serve as Board Secretary for election in December.

Recently, the Governance Committee was informed that Jamae Hilliard Creecy has been promoted to a new position outside of the energy efficiency department at Bonneville Power. As a result, she will be leaving the Board in early 2026 and will vacate her position as Board Chair following the December 2025 Board Meeting. Gilbert Archuleta, currently serving as Vice Chair, has volunteered to assume the Chair role, and Joe Fernandi, currently serving in the Executive Committee's At-Large seat, has volunteered to serve as Vice Chair, leaving the At-Large seat open.

Based on conversations with Board Members about interest in serving as an officer over the summer, the Governance Committee recommends Clay Monroe for election to the At-Large seat on the Executive Committee.

Nominations:

The Governance Committee discussed the open Board officer positions during its Q3 Meeting and aligned on nominating the following Board officers for election in December:

Board Chair	Gilbert Archuleta
Vice Chair	Joe Fernandi
Secretary	Nicole Hydzik
Ex-Large Seat	Clay Monroe

Kyle Roadman currently serves as Treasurer and will remain in this officer position until the December 2026 elections.

Note: Before the December 2026 officer elections, the Governance Committee will contact all Board Members to solicit interest in serving as an officer per the Board's normal process.

Election Process:

1. The Governance Committee Chair or Board Chair will present the Officer Slate nominations to the Board for election to fulfill the remainder of the Board Officer terms until the next general election in December 2026.
2. If there is no contest for a seat, the Governance Committee Chair or Board Chair will call for a voice vote.
3. If there is more than one candidate for an officer position, the Governance Committee Chair or Board Chair will conduct the vote in accordance with Robert's Rules of Order, using either a roll call or ballot process, at the discretion of the Board Chair.

Memorandum

November 25, 2025

TO: NEEA Board of Directors
FROM: Becca Yates, NEEA staff
SUBJECT: Public Interest Board Seat Nomination

Our Ask: Discussion and election.

Motion: elect Eileen Quigley as the Public Interest Board Seat representative.

Background:

The three-year term limit for NEEA's current Public Interest Seat representative is approaching at the end of 2025. The Governance Committee (GC) is tasked with overseeing the nomination process to identify a qualified candidate to bring to NEEA's Board at its Q4 Board meeting for a vote. The GC formed an Ad Hoc Public Interest Candidate Selection Committee (Ad Hoc Committee) to oversee this process. Members of the Ad Hoc Committee include Gilbert Archuleta, Debbie DePetris, Kellye Dundon, Nicole Hydzik, Elizabeth Osborne, and Ruchi Sadhir. The Ad Hoc Committee's responsibility is to conduct the public outreach to solicit nominations for the Public Interest representative, vet the applications and make recommendations to the Governance Committee.

In Q2, the Ad Hoc Committee reviewed and approved the Solicitation Letter, interview questions, and scoring criteria. In Q3, the Ad Hoc Committee reviewed the twelve applications NEEA received, and selected two candidates to interview.

Ad Hoc Committee and Governance Committee Recommendation:

Upon completion of the finalist interviews in September of this year, the Ad Hoc Committee and Governance Committee aligned on moving Eileen Quigley forward as its recommended candidate. Eileen is currently the Executive Director of the Clean Energy Transition Institute and also has spent decades working within the utility, energy efficiency and broader energy sector. She spoke eloquently about the challenges and opportunities for this position to help further NEEA's mission as well as areas that she would like to improve as a Board member if selected for a second term. She demonstrated strong competency in the criteria areas outlined in the public interest call for nomination. These included:

1. Demonstrated knowledge and understanding of energy efficiency in the region
2. Familiarity with NEEA's work, mission and purpose, and general understanding of Market Transformation principles
3. Ability and willingness to represent NEEA in public forums and settings
4. Ability to be a constructive critic and advocate
5. Strong understanding of state energy policy, utility industry issues and decision makers that can affect NEEA's operating environment
6. Interest in working with utilities, the Energy Trust of Oregon and Bonneville Power Administration
7. A history of public interest activities in the region

8. Ability to consider and represent the diverse perspectives of stakeholders throughout the region.

The Committee also discussed the opportunity for Eileen to work with NEEA's Board of Directors as part of the upcoming Business Planning process to reflect on the role that the Public Interest Seat should have going forward.

Next Steps: The Board will elect the Public Interest Board seat representative in December.

Memorandum



November 25, 2025

To: NEEA Board of Directors
From: Becca Yates, NEEA Staff
Subject: Board Risk Management Follow-up

Ask: For information and discussion.

Background: At the Q2 Board meeting the Board reviewed the results of the 2024 Board self-assessment of strengths. The analysis of this survey identified risk management understanding and how that should be applied within the Board's discussions and decisions as a focus area for Board development. An action item from that discussion was for the Governance Committee (GC) to determine next steps to further this development.

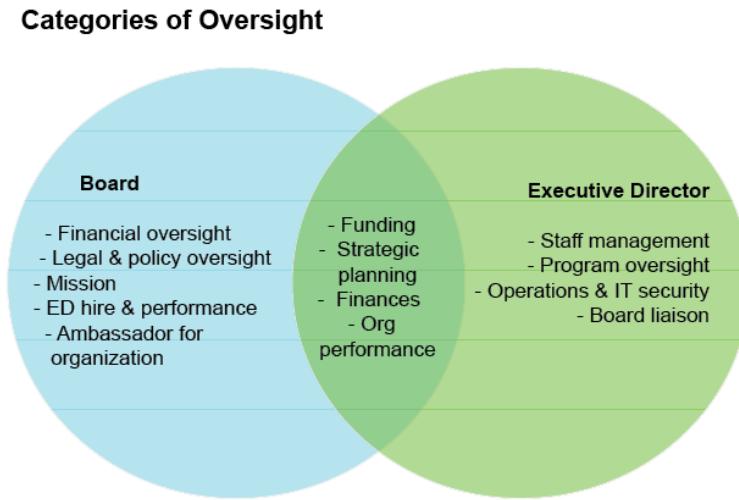
Outcomes of the Q2, Q3, & Q4 GC Committee Discussions: The Governance Committee reviewed ways risk management is currently being integrated into organizational and Board discussion and decision making (see Appendix 1), and aligned on a recommendation for staff to explore to help the Board develop its risk management awareness and practice. This recommended path includes:

1. Creating categories of risks that are routinely visited in Board discussions, with the understanding that different topics may have unique risk profiles.
2. Developing recommendations for ensuring risks are embedded more frequently, where appropriate, into Board discussions and decisions.

Recommendations:

1. **Orientation to risk management at NEEA:** The GC recommends providing an overview of NEEA's risk management strategy and processes that its Executive Director and staff manage versus risk management processes and decisions that live within the Board's purview. The GC recommends this happen as part of the annual Board orientation to ensure:
 - a. There is broad awareness around the broad risk management strategies and structures in place.
 - b. The Board and staff are aligned on roles and responsibilities surrounding risk management.
2. **Main categories of risk:** The GC first reviewed high-level roles and responsibilities between NEEA's Board versus Executive Director to help direct focus areas around risk. These roles are outlined in Figure 1 below. Based on this review, the Committee and staff recommend three categories to remain a focal point for the Board with some increased attention in a couple areas. These recommendations are outlined below.

Figure 1: Board versus Executive Director Roles and Responsibilities



Category 1 - Strategic planning/positioning of the alliance, ability to deliver on mission:

Risks related to whether the organization is positioned to effectively deliver on its goals as well as future opportunities. This includes new strategic opportunities and associated risk categories outlined in the Board's New Strategic Opportunity Assessment as well as identifying what strategic goals the organization needs to pursue to maintain value to its funders, managing risks that might impede NEEA's ability to deliver on these goals, and identifying and mitigating disrupting risks that could impact NEEA's current and future market positioning.

Recent examples of Board discussions and decisions that took these risks into account: Board review of the End-Use Load Flexibility special project, development of NEEA's new mission statement and cycle 7 goals, current strategic topics related to execution of these goals and exploring NEEA's role in addressing emerging Northwest needs such as resource adequacy, navigating gas policy shifts and affordability.

Recommendations for further Board focus: Staff recommend connecting Board strategic topics explicitly to existing or other emerging risks as the year progresses as well as provide prompting questions to explore risks related to strategic topics raised during the Board meeting.

Category 2 – Financial oversight and funding: Risks related to NEEA's current and future funding, financial reporting, ability to invoice on work and/or financial positioning of the organization.

Recent examples of Board discussions and decisions that took such risks into account: Decisions on NEEA's portfolio and funding formula as part of business planning to ensure full alliance participation, natural gas guidelines development to navigate external policy changes that would impact funding, and Board decisions related to reserve funds development.

Recommendations for further Board focus: NEEA staff highlights financial impact of new opportunities and/or impacts of lost work on its financial reporting with the Finance and Audit Committee and broader NEEA Board as appropriate. NEEA staff also provide robust quarterly financial reporting. However, staff recommends adding a section to these quarterly financial reports and/or presentations that summarizes potential financial risks and/or takeaways that NEEA staff are monitoring and managing to uplevel the conversation and flag potential risks for

discussion. Staff recommends the Board continue to discuss financial risks that relate to Governance documents such as reserve funds and/or other topics that may warrant Board consideration.

Category 3 – Legal oversight and policy adherence: How are decisions of NEEA's Board connecting back to established bylaws, guidelines, policies and charters? Do Board decisions impact established governance documents and/or do they introduce misalignment between Board decisions and established Governance documents.

Recent examples of Board discussions and decisions that took such risks into account: Board officer nomination and selection.

Recommendations for further Board focus: None recommended at this time.

Appendix 1: How Risk Management Currently Shows up in Board Engagements and Decisions:

Currently, NEEA staff identifies some risks to be considered as part of new opportunities, ongoing operations and strategic/business planning. There are other risks that the Board may want to consider in its deliberations. These are all outlined below.

1. **New Opportunities.** NEEA's new strategic opportunity assessment document and process highlight both opportunities and risks for the Board to consider as new opportunities are discussed within the Board. These categories include:
 - a. Is there distraction from current EE Market Transformation efforts that a new opportunity would create?
 - b. Are there positive and/or negative impacts to existing EE Market Transformation efforts by pursuing/not pursuing this opportunity?
 - c. What reputation or market positioning risks exist for NEEA with its funders, market actors and key supply chain partners in pursuing/not pursuing this opportunity?
 - d. What would the impacts to NEEA's resourcing or operational effectiveness be with this new opportunity?
 - e. What impacts, if any, would there be to NEEA's core funding by pursuing/not pursuing this opportunity?
2. **Ongoing Operations.** NEEA's Executive Director is tasked with tracking and managing operations related to numerous risks to the organization. Staff also creates a report twice a year for Executive Committee review outlining the likelihood a risk will manifest, impact this would have, and appropriate mitigation strategies that staff are/would undertake. At times, some of these risks escalate to a larger Board discussion when there is potential impact to NEEA funding, governance, Board-directed policies and direction and/or if any of these risks put NEEA's strategic or business plan success into jeopardy. The categories of risks that staff report on are outlined below, with risks that have escalated to the Board for discussion within the last two years bolded.

Primary risks

- a. **Funder loss**
- b. **Regional and NEEA funder misalignment**
- c. **External environment risk (i.e. economic downturn)**
- d. **Changes in Federal and State Policies, including Regulatory, Legislative and Executive Actions**
- e. **NEEA energy savings and whether they are at risk of falling outside of range**
- f. Natural disaster/emergency preparedness
- g. **Attraction and retention of employees**
- h. Product risk
- i. **Vendor business or performance failure (in part or whole)**
- j. **Loss or Exposure of Highly Confidential or Sensitive Information due to Malicious or Inadvertent Activity**
- k. **Loss of Key Market Supplier**
- l. Risk of Misaligned Market Transformation Approaches with Supply Chain and Other Market Influencers

Secondary risks

- a. Business systems and controls
- b. Employee Performance Management
- c. Disclosure of Highly Confidential Personnel Data
- d. Public relations crisis

- e. Inefficient Contract Management and Administration
- f. Significant Outage of a Major NEEA System due to System/Network Failure, Malicious Activity, SaaS Vendor Outage, or Disaster
- g. Potential Program Incentive Fraud
- h. Federal Contractor Requirements Noncompliance

3. **Strategic and business planning.** The key risks the Board focuses on during strategic and business planning are focused on:

- a. Can the region agree on a business plan that delivers enough value at a price point that works for all interested funders.
- b. What risk is there to losing a funder.
- c. What types of work does the alliance need to be focused on to ensure continued value delivery in the near and long term.

4. **Other types of risks.** The following risks are additional ones that the Board may consider taking into account in existing or new discussions/processes:

- a. Does a decision or direction pursued by the Board impact existing Board-approved policies, guidelines or charters?
- b. How does pursuing or not pursuing an opportunity impact NEEA's financial positioning?



Memorandum

November 25, 2025

To: NEEA Board of Directors
 From: Becca Yates, Executive Director
 Subject: 2024 Board Self-Assessment Action Items - Status

Our ask: For discussion and alignment.

Background: Every two years the Governance Committee leads a Board Self-Assessment. The Board reviewed and aligned on action items from the 2024 Board Self-Assessment during the Q1 2025 Board Meeting. The Governance Committee is tasked with monitoring the actions, modifying actions as needed to reflect changing Board dynamics, and reporting the status to the Board.

During its Q3 meeting, the Governance Committee asked NEEA staff to explore the feasibility of conducting a potential Board survey to address action item 3(b). The Committee revisited and discussed this action further during its Q4 meeting.

The next Board Self-Assessment will be in 2026.

Recommendation:

The Governance Committee supports NEEA staff's recommendation for the Board to forego further action on action item 3b given the Q2 2025 Board self-assessment to identify strengths and gaps in skill sets with the Board. Additionally, although the timing is still uncertain, some of this information may be collected as part of the next Stakeholder Survey.

Board-approved action items with updates on progress-to-date.

Action item	Responsible Party	Progress	Comments
1. Enhance Succession Planning & Continuity			
<i>a.</i> Implement structured handover process where Board Chair and Executive Director are connected with decision maker at home organization to discuss role expectations and any alliance context to help inform decision-making on the role to ensure expectations and needs are aligned during appointment process	Outgoing Board members, Board and/or Vice Chair and NEEA Executive Director		Ongoing, implemented Q1 2025
<i>b.</i> Create formal transition plans, such as shadowing opportunities or using introduction packets, to familiarize new members with ongoing projects and committees	NEEA staff		Ongoing
<i>c.</i> Establish mentorship programs where current board members actively mentor and guide their replacements	NEEA staff and Board		Board orientation
2. Clarify Roles & Contributions			
<i>a.</i> Provide clear role descriptions that define board member's responsibilities for serving on	NEEA staff		Board manual, completed update

Action item	Responsible Party	Progress	Comments
the Board, time commitments, and expected contributions.			
b. Facilitate discussions to help new board members differentiate between funder perspectives and their personal or organizational views.	NEEA Governance Committee and staff		Board orientation, completed
c. Guide new members to identify their unique contributions, helping them integrate effectively into the board's existing structure	NEEA Board Chair, Vice Chair and Executive Director		Cadence ongoing & through individual new member orientation
3. Strengthen Board Composition & Skills Diversity			
a. Develop and implement a skills matrix to ensure a variety of expertise is represented on the Board (e.g., finance, legal, governance, energy policy).	NEEA staff and Board		Board orientation, completed
b. Conduct voluntary surveys to track board strengths, informing future appointment conversations where feasible and tracking whether representation aligns with NEEA's mission and purpose statement.	NEEA Governance Committee and staff		Board orientation. Governance Committee discussion needed for future action.
4. Develop a Pipeline for Future Board Members			
a. Leverage the experience of staff members engaged in NEEA work to help inform awareness of NEEA's mission and work as organizations are making appointment decisions.	NEEA Board and NEEA staff		Ongoing
b. Prioritize recruitment efforts that seek to fill gaps in Board skills and expertise.	See 1a, 3a and 3b		Ongoing

Appendix 1: Themes identified during the 2024 Board Self-Assessment

1. Succession Planning & Continuity

- **Challenges in Knowledge Transfer:** New Board members face a significant learning curve due to a lack of structured handovers and continuity from predecessors. This results in gaps in understanding ongoing projects, committees, and organizational goals.
- **Structured Transition Process:** There is a clear need for thoughtful succession planning, including formal transition practices (e.g., introduction packets, shadowing) to facilitate smoother onboarding and ensure continuity.
- **Role in Succession Planning:** Current Board members should be more engaged in managing succession and mentoring their replacements to maintain institutional knowledge.

2. Role Clarity & Contributions

- **Differentiating Perspectives:** New board members often struggle to separate the funder's perspective from their personal or organizational viewpoint. Clarity on this distinction would enhance contributions.
- **Unique Contributions:** NEEA staff can assist board members in finding their unique role within the board, separate from their predecessor's contributions, to better integrate into the organization.

3. Board Composition & Skills

- **Broad Skills & Perspectives:** A board skills matrix and survey would provide insight into the variety of expertise and perspectives of the Board and could guide future appointments.
- **Data Collection:** Voluntary, but strongly encouraged, surveys would help assess how the board aligns with regional and national benchmarks.

4. Communication of Expectations

- **Clear Role Descriptions:** Detailed descriptions of board roles, including responsibilities, time commitments, and expectations, would enhance clarity for new members and help them transition into their roles more effectively.

5. Pipeline Development & Recruitment

- **Succession Pipeline:** RPAC membership can serve as a valuable pipeline for future board members. Developing internal pipelines within the organization for succession could support the continuity of board composition.
- **Representation:** Emphasizing varied perspectives, beyond just roles of authority, is critical for ensuring strong representation on the board.

Appendix 2: Results

Results Overview

Your Board's Scores



Results Overview

Your Board's Scores



From an overall perspective, the Board's self-assessment improved or stayed the same in all areas since 2020. Six current Board Members were on the Board in 2020 and eleven were on the Board in 2022. The areas summarized are in four overarching categories: people, culture, work, and impact. The full report contains more detail in each area.

Memorandum



November 25, 2025

To: NEEA Board of Directors
 From: Becca Yates, NEEA Executive Director
 Subject: Committee Charters, Board Policies, and Board Guidelines Review – Q4 2025

Ask: Please review this Memorandum's Executive Summary, along with the inclusive and proposed document redlines for discussion and additional edits.

Proposed motion: Approve the Board Members Representing Multiple Constituents Guidelines, Guidelines for Board Work, and New Strategic Opportunity Screening and Review Guidelines.

Background: The Board reviews NEEA's Committee Charters, Board Policies, and Board Guidelines every five (5) years during the first year of each Cycle, or as needed. Given volume, rolling reviews are occurring during 2024-2025. NEEA staff continues to be on track to complete this review and process in Q4 2025. See Appendix schedule. The Governance Committee reviewed items #1-#2 below in Q3 2025 but reserved making a motion on all items until Q4 2025.

Summary of Structural Changes: All documents are structured similarly for consistency. Review history is moved to documents' end.

Executive Summary:

1) Board Members Representing Multiple Constituencies Guidelines

- NEEA staff recommend changes for improved uniformity, consistency, and general housekeeping.
- Propose language regarding "Background and Underlying Philosophy" including references to NEEA's "Mission" and "Purpose" and the "Northwest Region" to help identify Board Member constituencies per NEEA's Bylaws.
- "Guidelines" section clarifies permissible public sharing and other general items.

2) Guidelines for Board Work

- NEEA staff recommend changes for improved clarity, uniformity, consistency, and general housekeeping and ask for review of scope and guidance for additional potential edits.
- Propose language regarding "Background and Underlying Philosophy" section including references to NEEA's "Mission" and "Purpose" and the "Northwest Region" to frame related requirements.
- Propose "Guidelines" section with references to Business and Operations planning and details.

3) New Strategic Opportunity Screening and Review Guidelines

- NEEA staff recommend changes for improved clarity, uniformity, consistency, and general housekeeping and ask for review of scope and guidance for additional potential edits.
- Include references to NEEA's "Mission" within the Background section.

Appendix – Complete Review Schedule

Type	Title	Target Review Timeframe	Board Approval Target
Policy	Funding Mechanism (2)	Q4 2022 - Q3 2023	Q3 2023 - completed
Bylaws	Bylaws of Northwest Energy Efficiency Alliance, Inc.	Q2 2024	Q2 2024 - completed
Policy	Board Members Request for Information	Q2-Q3 2024	Q4 2024 - completed
Policy	Board Assessment and Orientation	Q2-Q3 2024	Q4 2024 - completed
Policy	Board of Director Appointment	Q2-Q3 2024	Q4 2024 - completed
Policy	Code of Ethics	Q2-Q3 2024	Q4 2024 - completed
Policy	Disclosure of Information	Q2-Q3 2024	Q4 2024 - completed
Charter	Governance Committee Charter	Q3 2024	Q3 2024 - completed
Charter	Strategic Planning Committee Charter	Q3 2024	Q3 2024 - completed
Charter	Natural Gas Committee Charter	Q3 2024	Q3 2024 - completed
Charter	Finance and Audit Committee Charter	Q3 2024	Q3 2024 - completed
Charter	Executive Committee Charter	Q3 2024	Q3 2024 - completed
Charter	Ad Hoc Committee to Select Leadership Award Winners Charter	Q3 2024	Q3 2024 - completed
Charter	Ad Hoc Committee to Select Public Interest Board Candidate Charter	Q3 2024	Q3 2024 - completed
Guiding Principles	Natural Gas Guiding Principles	Q4 2025	Q4 2025 - completed
Charter	Universal Charter - Coordinating Committees	Q3 2024 (Committee review)	Q1 2025 - completed
Charter	Regional Emerging Technology Advisory Committee	Q3 2024 (Committee review)	Q1 2025 - completed
Charter	Cost Effectiveness Advisory Committee	Q3 2024 (Committee review)	Q1 2025 - completed
Charter	End Use Load Research Steering Committee	Q3 2024 (Committee review)	Q1 2025 - completed
Charter	Regional Portfolio Advisory Committee	Q3-Q4 2024 (Committee review)	Q1 2025 - completed
Charter	Natural Gas Advisory Committee	Q3-Q4 2024 (Committee review)	Q1 2025 - completed
Policy	Conflict of Interest	Q1 2025	Q1 2025 - completed
Policy	Natural Gas	Q1 2025	Q1 2025 - completed
Guidelines	Guidelines for Managing Financial Reserves	Q1 2025	Q1 2025 - completed
Policy	Human Resources	Q2 2025	Q2 2025 - completed
Policy	Risk Management	Q2 2025	Q2 2025 - completed
Policy	Financial Management	Q2 2025	Q2 2025 - completed
Policy	Board Rules of Procedure Policy	Q2 2025	Q2 2025 - completed
Guidelines	Guidelines for Board Officer Selection	Q2 2025	Q2 2025 - completed
Guidelines	Board Decision Making	Q2 2025	Q2 2025 - completed
Guidelines	Guidelines for Managing Financial Reserves	Q1 2025	Q1 2025 - completed
Guidelines	Board Members Representing Multiple Constituents	Q4 2025	Q4 2025
Guidelines	Guidelines for Board Work	Q4 2025	Q4 2025
Guidelines	New Strategic Opportunity Screening	Q4 2025	Q4 2025

Memorandum

November 25, 2025

TO: NEEA Board of Directors

FROM: Jeff Harris, Chief Transformation Officer,
Brenda Hunt, Principal, Load Flex Strategy and Operations

SUBJECT: New Strategic Opportunity: 2026-2029 End-Use Load Flexibility Strategic and Business Plans

Our ask: For presentation and Board decision at Q4 Meeting.

Potential motion: approve moving forward with the 2026-2029 End-Use Load Flexibility Strategic and Business Plan and authorize NEEA staff to proceed with contract negotiations with funders.

Background: The Cycle 7 Strategic Plan includes a goal to accelerate adoption of grid-enabled end-use technologies (flexible loads) through market transformation. In 2023, utility interest in this new strategic goal prompted NEEA to develop a two-year, specially funded project to explore the opportunity for a longer-term, larger scale effort. This two-year project was approved by the NEEA Board in September 2023 and a group of 10 utilities contracted with NEEA to begin work starting in January 2024. A Steering Committee of the 10 funding utilities was formed to oversee the work and to provide guidance to NEEA staff managing the work.

Final 2026-2029 End-Use Load Flexibility Strategic and Business Plan: Under the guidance of the Steering Committee, NEEA staff have developed a 2026-2029 End-Use Load Flexibility Strategic and Business Plan (Plan) that would build a portfolio of EULF resources and associated support activities. The draft Plan identifies a significant potential for EULF resources in the region of between 1 to 3 GW over 20 years. The budget and activities in the Plan are designed to accelerate adoption of technologies that could help the region capture a significant portion of the identified potential. The Plan includes an integrated portfolio of market transformation activities with an associated budget of \$17.4 million total for the four-year period. The project would continue as a NEEA Special Funded project supported voluntarily by entities interested in supporting the work.

New Strategic Opportunity Screening and Assessment: The scope and scale of the proposed Plan trigger the NEEA Board Guidelines requirement for full Board engagement and approval before proceeding to contracting. The Strategic Planning Committee has reviewed and discussed this opportunity in accordance with the Guidelines and has determined that the Plan is aligned with NEEA's mission and Strategic Plan and brings sufficient value back to the region with manageable risks. The Committee recommended that the Plan be brought to the full Board for a vote.

Board Presentation and Vote: Staff will present a summary of the Plan to the Board at the December 2025 Board meeting during the public session. The Strategic Planning Committee recommended a vote be taken by the Board, assuming regional readiness, that would approve staff to move forward with the Plan and authorize staff proceeding with contract negotiations with funders.

Memorandum



Date: November 25, 2025

To: NEEA Board of Directors

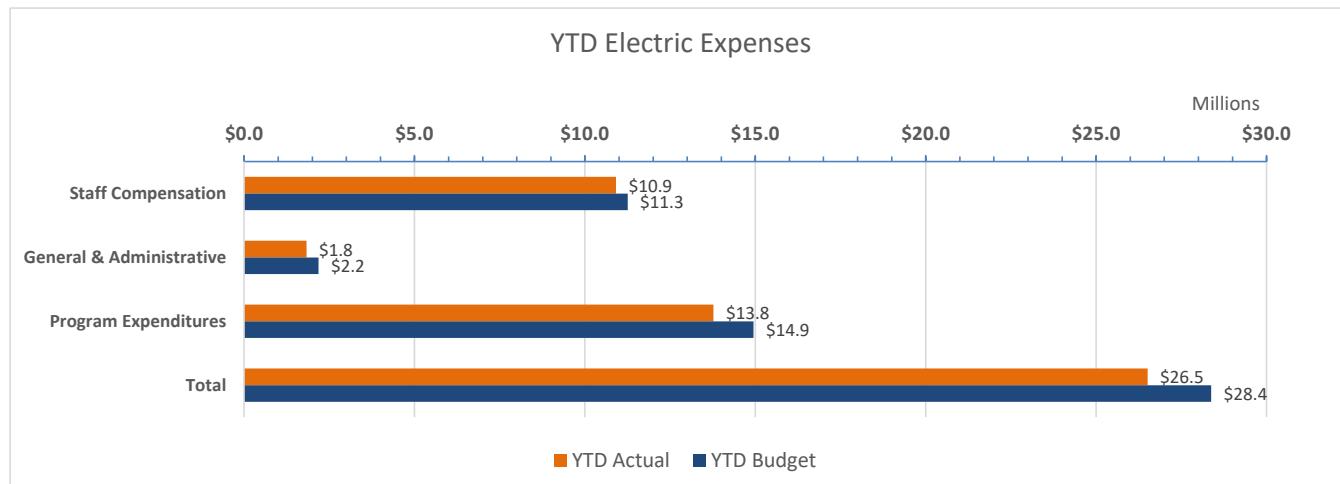
From: Kyle Burchard, Vice President of Business Administration

Subject: Q3 YTD 2025 Financial Summary

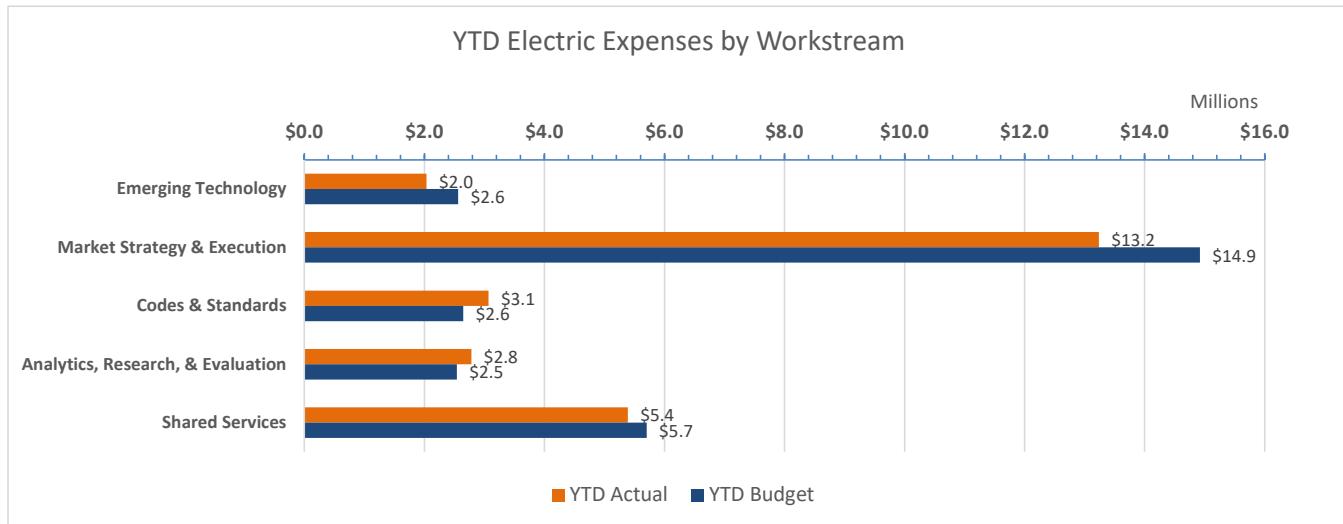
Our Ask: For information only.

Q3 2025 Electric Financial Summary Report – *please reference Tables 1 & 2 of 2025 Operations Plan*

NEEA's electric YTD actuals through Q3 2025 were \$26.5M vs. a budget of \$28.4M, a variance of -\$1.9M (-7%). Compensation and Benefits were -\$0.3M below budget (-3%) due to hiring delays and staff vacancy. General and Administrative expenditures were -\$0.4M below budget (-16%) due primarily to deferred IT investments, travel, and delayed professional development. Program expenditures of \$13.8M were below the \$14.9M budget by -\$1.2M (-8%). The YTD variance reflects vacancy, delays in G&A spending (that will likely shift into 2026) and delays in program activity that are planned to be completed in 2025. NEEA also received notification in Q3 of the cancellation of four Department of Energy grants associated with rural code support and load flexibility in the Northwest. These grants were intended to fund work beyond NEEA's normal code support activities and a special project that had begun work. The cancellation of the grants was anticipated by NEEA staff and core electric and gas funds were not affected. Work on these various contracts was phased out in Q1 and there was no planned reliance on these funds for 2026.



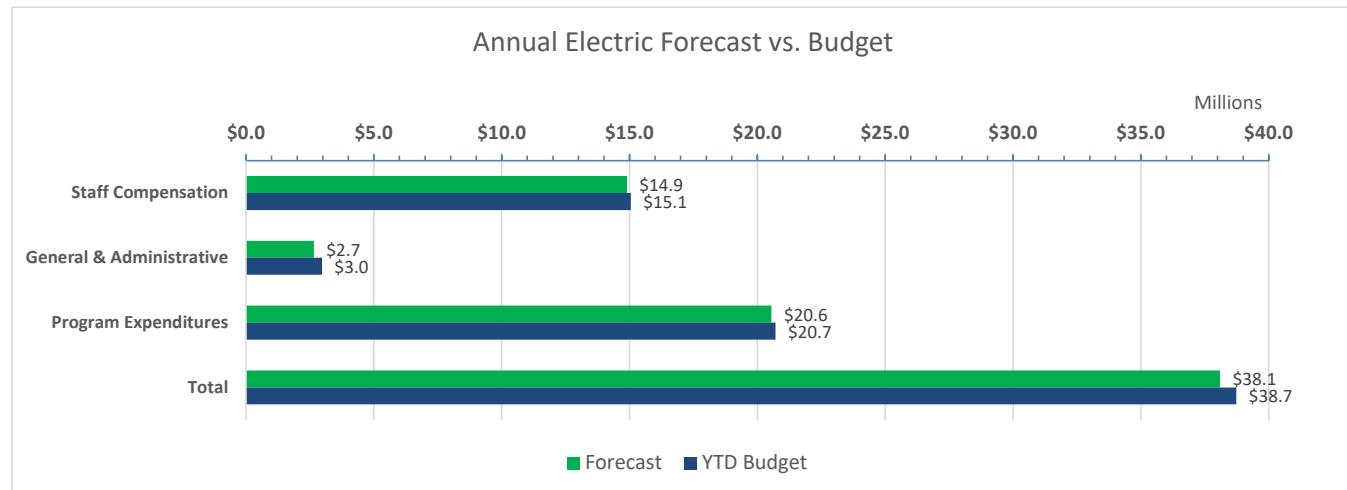
Q3 2025 YTD Expenses by Workstream



- **Emerging Technology** finished the quarter -\$0.5M (-20%) below budget as ramp was slower to start year than assumed in budget, but on track to finish year close to budget.
- **Market Strategy & Execution** was -\$1.7M below budget (-11%) through September as almost all product group direct expenses (excluding labor and G&A, details below) finished under budget.
 - Water Heating (-26%) due to a slight delay in a consumer campaign to align with funder activity. Installer engagements have also been slower in execution than expected.
 - HVAC (-38%) as implementation contractors have found efficiencies to deliver work below budget for Advanced Heat Pump work. Commercial High Performance HVAC work was delayed as well as a new implementor is ramping up.
 - Consumer Products (-20%) driven by delays in bringing a 3rd TV retailer into the program (expected to happen in Q1 2026). Fewer new heat pump dryer models were released and tested, which was attributed to the variance as well.
 - Enabling Infrastructure (+6%) due to IDL base funding for the University of Idaho coming in above budget.
 - Motor-Driven Systems (-4%) due to delays in fan recruiting manufacturer partners for data and to inform program development activities.
 - Lighting (+7%) has a small amount of accelerated marketing work with Luminaire Level Lighting Controls.
- **Codes & Standards** were +\$0.4M above budget (+16%) due to higher-than-expected activity with all 4 states and national codes.

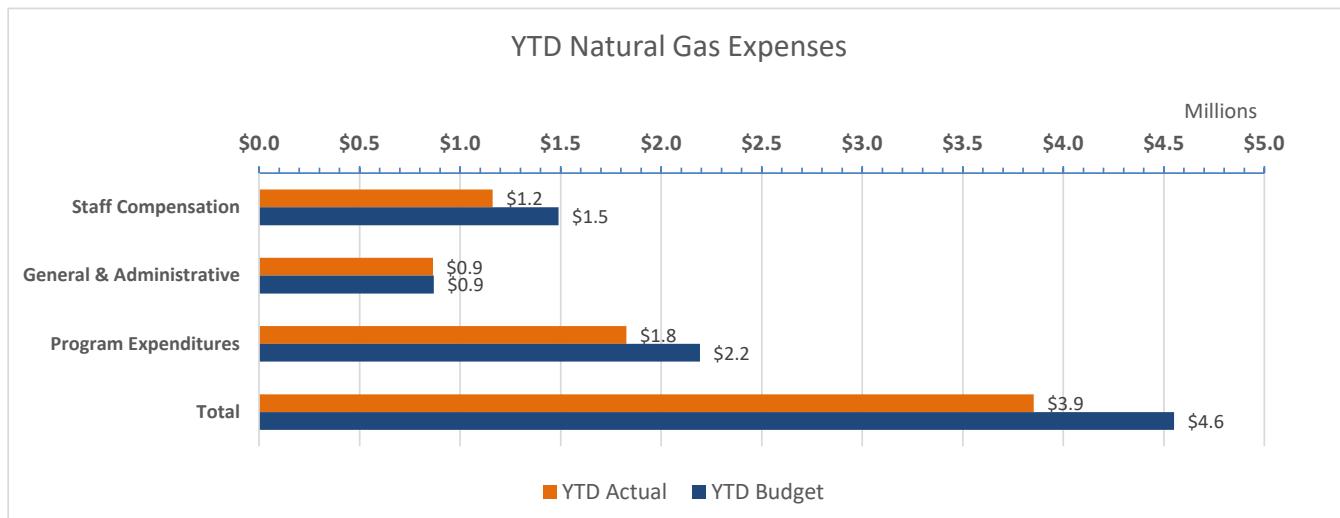
- **Analytics, Research, & Evaluation** finished the quarter +\$0.2M vs. budget (+9%) driven primarily by Commercial Building Stock Assessments relying more heavily on in-person recruiting.
- **Shared Services** were -\$0.3M (-6%) under budget for the quarter representing mostly G&A expenditures.

2025 Forecast as of October



NEEA staff are currently projecting that electric expenses will finish the year -\$0.6M below budget (-2%). The portfolio management function has been monitoring market fluctuations that can affect work. Using a monthly process of forecast/reallocation reviews to adaptively manage budget variances, staff are estimating that Program expenditures will finish close to budget. Year-to-date variances in Compensation and General & Administrative expenses will continue for the remainder of the year and drive most of the projected 2025 variance to budget.

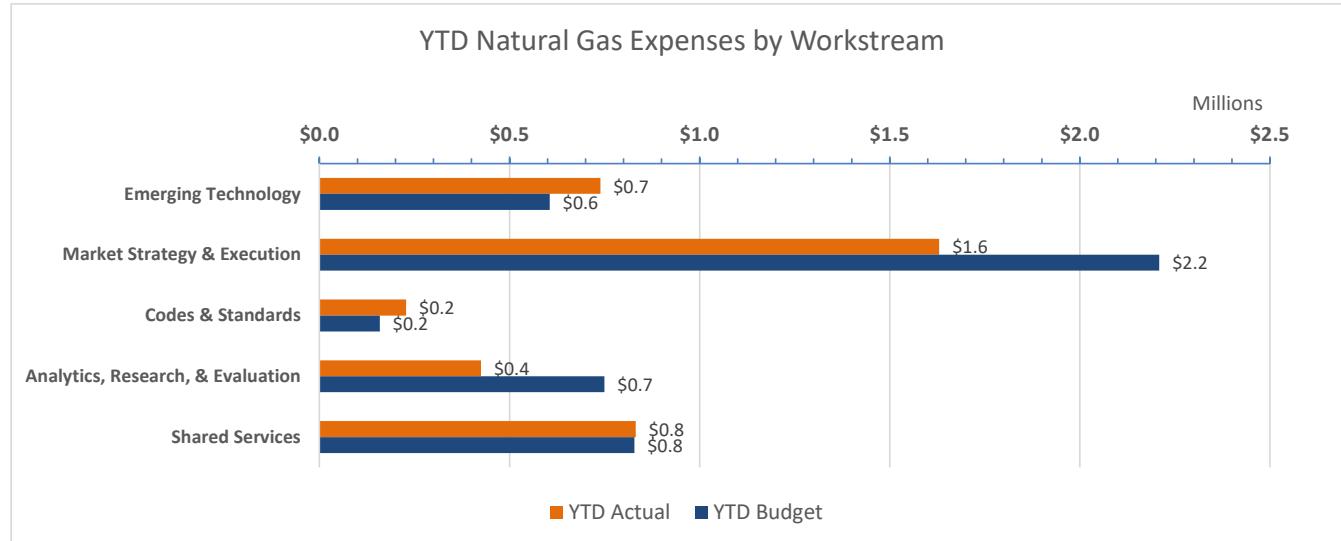
Q3 2025 Gas Financial Summary Report – please reference Tables 1 & 2 of 2025 Operations Plan



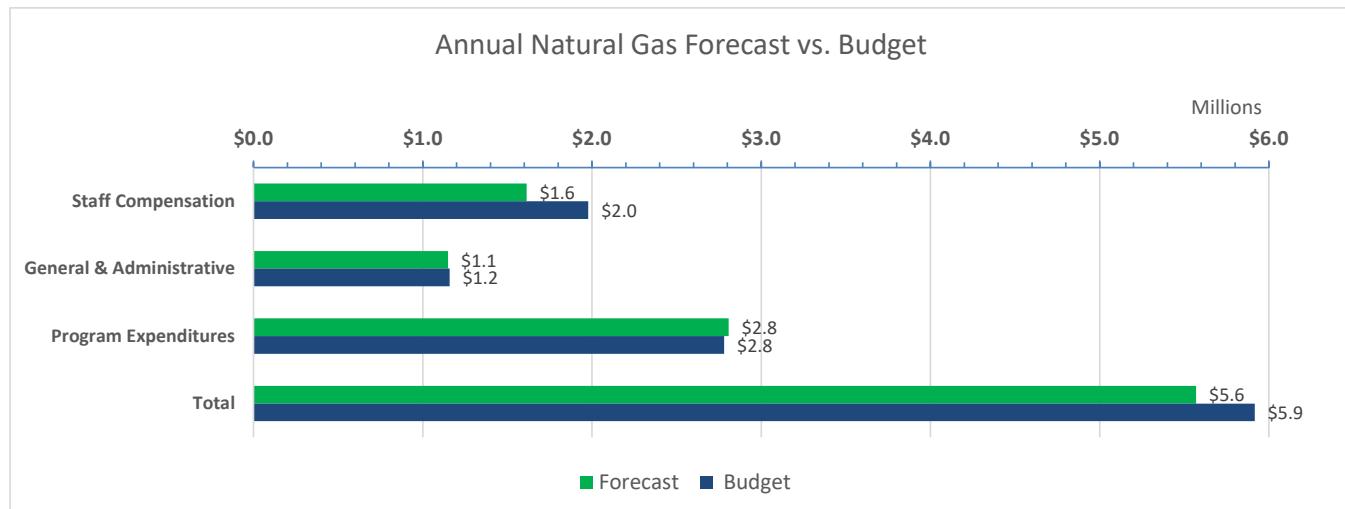
NEEA's natural gas actuals through Q3 2025 were \$3.9M vs. budget of \$4.6M, a variance of -\$0.7M (-15%). Compensation and Benefits were -\$0.3M under budget (-22%) due to planned delays in start dates for new hires and

fewer hours needed to support program needs in the first half of the year. General and Administrative costs were -\$4K below budget (-1%). Program utilization finished the quarter -\$0.4M below budget (-17%) YTD. The main drivers of the YTD variance are related to staffing vacancy (which has been filled) and delays in program work that staff expect to be completed by the end of 2025.

Q3 2025 YTD Expenses by Workstream



- **Emerging Technology** finished the quarter +\$133K above budget (+22%) as the Residential Dual Fuel HVAC program concept continues to move quickly in preparation for Concept Advancement milestone in late Q3. A field study, market research, and modeling are the main activities.
- **Market Strategy & Execution** was -\$0.6M below budget (-26%) through September as product group direct expenses (excluding labor and G&A, details below) finished under budget.
 - Water Heating (-57%) was below budget primarily because of delays in field and lab testing that will now occur in Q4.
 - HVAC (-39%) was below budget as some midstream and upstream incentive payments shifted into Q4 and partner funding offset some anticipated costs.
- **Codes and Standards** finished Q3 YTD +\$69K (+44%) as work accelerated compared to ramp assumed in budget.
- **Analytics, Research, & Evaluation** was -\$325K (-43%) as labor costs were lower than budgeted and research work was slightly delayed.
- **Shared Services** was +\$4K (+1%) above budget for the quarter.

2025 Forecast as of October

NEEA staff are projecting that core gas will finish the year -\$0.3M (-6%) below budget. NEEA Staff have continued the practice of monthly forecast/reallocation reviews to adaptively manage budget variances and are projecting Program expenditures will finish close to budget. Staff are projecting that the YTD compensation variance will persist and drive most of the total budget variance for 2025.

Electric Variance Report by Product Group

	Year to date as of September 2025						Full Fiscal Year 2025			
	Actuals (\$K)	Budget (\$K)	Variance (\$K)	% Var	Impact of Variance		Annual Budget (\$K)	Annual Forecast (\$K)	Variance (\$K)	% Var
Compensation and Benefits	10,913	11,251	(338)	(3%)	G	15,053	14,896	(157)	(1%)	
General and Administrative	1,827	2,181	(354)	(16%)	G	2,971	2,652	(319)	(11%)	
Emerging Technology (Direct Expense)	1,169	1,382	(213)	(15%)		1,800	1,836	36	2%	
Consumer Products (Direct Expense)										
Retail Product Portfolio	1,804	2,262	(457)	(20%)	G	3,117	2,907	(210)	(7%)	
Total Consumer Products	1,804	2,262	(457)	(20%)		3,117	2,907	(210)	(7%)	
HVAC (Direct Expense)										
Advanced Heat Pumps	521	1,005	(483)	0%		1,350	989	(361)	(27%)	
Dual Fuel Residential HVAC	0	0	0	0%		0	30	30		
Ductless Heat Pumps	26	30	(4)	0%	G	60	26	(34)	(57%)	
High-Performance HVAC	508	698	(190)	(27%)	G	1,190	1,057	(133)	(11%)	
Market Strategy	96	124	(29)	(23%)		126	104	(22)	(18%)	
Total HVAC	1,151	1,857	(705)	(38%)		2,726	2,206	(520)	(24%)	
Lighting (Direct Expense)										
Luminaire Level Lighting Controls	1,085	997	88	9%	G	1,280	1,532	252	20%	
Market Strategy	174	176	(1)	(1%)	G	180	179	(1)	(1%)	
Total Lighting	1,259	1,172	86	7%		1,460	1,710	250	17%	
Motor-Driven Systems (Direct Expense)										
Extended Motor Products (XMP)	1,104	1,040	64	6%	G	1,540	1,532	(8)	(1%)	
Fans	97	202	(105)	(52%)	G	320	166	(154)	(48%)	
Market Strategy	0	10	(10)	(100%)	G	40	20	(20)	(50%)	
Total Motor-Driven Systems	1,201	1,251	(50)	(4%)		1,900	1,718	(182)	(10%)	
New Construction (Direct Expense)										
Manufactured Homes	0	20	(20)	(100%)	G	60	40	(20)	(33%)	
Total New Construction	0	20	(20)	(100%)		60	40	(20)	(33%)	
Water Heating (Direct Expense)										
Heat Pump Water Heaters	1,457	1,987	(530)	(27%)	Y	2,698	2,483	(215)	(8%)	
Water Heating Strategy	26	26	0	0%	G	35	35	0	0%	
Total Water Heating	1,484	2,013	(530)	(26%)		2,733	2,518	(215)	(8%)	
Enabling Infrastructure (Direct Expense)										
Betterbricks	330	342	(12)	(4%)	G	450	509	59	13%	
Integrated Design Labs	373	319	54	17%	G	425	497	72	17%	
Total Enabling Infrastructure (Direct	703	661	42	6%		875	1,006	131	15%	
Codes and Standards (Direct Expense)										
Market Intelligence (Direct Expense)	2,329	1,790	539	30%	G	2,660	3,206	546	21%	
Market Research (Direct Expense)	1	0	1	0%		0	1	1	100%	
Market Strategy (Direct Expense)	25	175	(150)	(86%)	G	250	25	(225)	(90%)	
Other Projects (Direct Expense)	76	30	46	153%		30	76	46	153%	
Total Expense	26,509	28,375	(1,866)	(7%)		38,735	38,100	(636)	(2%)	

Impact of Variance: Disposition based on qualitative and quantitative assessment by NEEA Staff at time of reporting.

Natural Gas Variance Report by Product Group

	Year to date as of September 2025				Impact of Variance	Full Fiscal Year 2025			
	Actuals (\$K)	Budget (\$K)	Variance (\$K)	% Var		Annual Budget (\$K)	Annual Forecast (\$K)	Variance (\$K)	% Var
Compensation and Benefits	1,162	1,490	(328)	(22%)	Y	1,978	1,613	(365)	(18%)
General and Administrative	865	869	(4)	(0%)	G	1,158	1,149	(9)	(1%)
Emerging Technology (Direct Expense)	644	563	82	15%	G	750	893	143	19%
HVAC (Direct Expense)									
Gas : Efficient Rooftop Units	294	539	(244)	(45%)	G	715	545	(170)	(24%)
Market Strategy	95	50	45	89%	G	51	103	52	101%
Total HVAC	389	639	(250)	(39%)		816	649	(167)	(20%)
Water Heating (Direct Expense)									
Advanced Commercial Water Heating	197	461	(264)	(57%)	G	490	604	114	23%
Efficient Gas Water Heating	7	0	7		G	0	10	10	
Total Water Heating	205	461	(256)	(56%)		490	614	124	25%
Codes and Standards (Direct Expense)	165	116	49	42%	G	175	195	20	11%
Market Intelligence (Direct Expense)	413	404	9	2%	G	539	447	(92)	(17%)
Other Projects (Direct Expense)	10	10	0	3%		10	10	0	3%
Total Expense	3,854	4,551	(698)	(15%)		5,916	5,570	(346)	(6%)

Impact of Variance: Disposition based on qualitative and quantitative assessment by NEEA Staff at time of reporting.

	B	C	D	E	F	H	I	J	K
1	This PUBLIC report is a traditional Profit and Loss financial report including all funding sources sorted by funding source and natural account classification. The report displays Year-to-Date financial results compared to budget and variance, along with the Annual Budget, most recent Annual Forecast and variance. Project expenses will be reported by Product Group.								
2									
3	Northwest Energy Efficiency Alliance								
4	Profit and Loss Statement								
5	<i>\$ Thousands</i>								
6	<i>Calendar Year-to-Date through September 2025</i>								
7	<i>Annual</i>								
8	<i>Actual</i>								
9	<i>Budget</i>								
10	<i>Variance</i>								
11	<i>% Variance</i>								
12	<i>Budget</i>								
13	<i>Forecast</i>								
14	<i>Variance</i>								
15	<i>% Variance</i>								
16	INCOME								
17	Electric Funds	27,038	28,375	(1,338)	-4.7%	38,735	38,628	(107)	-0.3%
18	Natural Gas	3,930	4,551	(621)	-13.6%	5,916	5,646	(270)	-4.6%
19	End-Use Load Research	787	1,080	(293)	-27.2%	1,296	1,008	(288)	-22.2%
20	Special Funds	2,441	3,020	(578)	-19.2%	4,063	3,787	(276)	-6.8%
21	Misc Income	150	56	94	167.1%	75	169	94	125.3%
22	Total Income	34,346	37,082	(2,737)	-7.4%	50,085	49,238	(848)	-1.7%
23	Electric Expenses								
24	Compensation & Benefits	10,913	11,251	(338)	-3.0%	15,053	14,896	(157)	-1.0%
25	Electric Genl & Admin Expenses								
26	Professional Services	921	1,203	(282)	-23.4%	1,572	1,346	(226)	-14.4%
27	Office Expenses	381	384	(3)	-0.7%	512	509	(3)	-0.6%
28	Sponsorships	54	46	7	15.7%	60	66	6	10.4%
29	Equipment and Software	621	546	75	13.7%	738	813	75	10.2%
30	Facilities	497	484	13	2.8%	645	661	16	2.4%
31	Travel and Meetings	381	627	(245)	-39.2%	879	628	(252)	-28.6%
32	Depreciation	395	408	(14)	-3.3%	587	540	(47)	-8.0%
33	Miscellaneous	3	8	(5)	-64.0%	10	5	(5)	-46.6%
34	Allocate Shared Services	(1,425)	(1,524)	99	-6.5%	(2,032)	(1,915)	117	-5.7%
35	Total Electric G&A Funds	1,827	2,181	(354)	-16.2%	2,971	2,652	(319)	-10.7%
36	PROJECT EXPENSES BY PRODUCT GROUP:								
37	Emerging Technology	1,169	1,382	(213)	-15.4%	1,800	1,836	36	2.0%
38	Building Envelope	0	0	0	0.0%	0	0	0	0.0%
39	Consumer Products	1,804	2,262	(457)	-20.2%	3,117	2,907	(210)	-6.7%
40	HVAC	1,151	1,857	(705)	-38.0%	2,726	2,206	(520)	-19.1%
41	Lighting	1,259	1,172	86	7.4%	1,460	1,710	250	17.2%
42	Motor-Driven Systems	1,201	1,251	(50)	-4.0%	1,900	1,718	(182)	-9.6%
43	New Construction	0	20	(20)	-100.0%	60	40	(20)	-33.3%
44	Water Heating	1,484	2,013	(530)	-26.3%	2,733	2,518	(215)	-7.9%
45	Enabling Infrastructure	703	661	42	6.4%	875	1,006	131	15.0%
46	Codes and Standards	2,329	1,790	539	30.1%	2,660	3,206	546	20.5%
47	Market Intelligence	2,567	2,329	238	10.2%	3,099	3,302	203	6.5%
48	Market Research	1	0	1	0.0%	0	1	1	0.0%
49	Market Strategy	25	175	(150)	-85.9%	250	25	(225)	-90.1%
50	Total Electric Project Expenses	13,770	14,943	(1,173)	-7.9%	20,711	20,551	(160)	-0.8%
51	Total Electric Expenses	26,509	28,375	(1,866)	-6.6%	38,735	38,100	(636)	-1.6%
52	Natural Gas								
53	Compensation & Benefits	1,162	1,490	(328)	-22.0%	1,978	1,613	(365)	-18.5%
54	General & Administrative	46	50	(4)	-7.9%	67	58	(9)	-13.1%
55	Allocate Shared Services	818	818	0	0.0%	1,091	1,091	0	0.0%
56	Projects	1,827	2,193	(366)	-16.7%	2,780	2,808	28	1.0%
57	Total Natural Gas Expenses	3,854	4,551	(698)	-15.3%	5,916	5,570	(346)	-5.9%
58	End-Use Load Research								
59	Compensation & Benefits	191	263	(72)	-27.4%	352	243	(108)	-30.8%
60	General & Administrative	15	0	15	0.0%	0	15	15	0.0%
61	Allocate Shared Services	93	93	(0)	0.0%	124	124	(0)	0.0%
62	Projects	649	946	(297)	-31.4%	1,087	832	(255)	-23.4%
63	Total End-Use Load Expenses	948	1,302	(354)	-27.2%	1,563	1,215	(348)	-22.2%
64	Special Projects								
65	Compensation & Benefits	740	1,031	(291)	1,421	1,039	(382)		
66	General & Administrative	50	116	(66)	122	66	(57)		
67	Allocate Shared Services	514	613	(99)	817	700	(117)		
68	Projects	1,170	1,120	50	1,605	1,739	134	8.4%	
69	Total Special Project Expenses	2,474	2,880	(406)	3,965	3,544	(421)	-10.6%	
70	Total NEEA Expenses	33,785	37,108	(3,323)	-9.0%	50,179	48,428	(1,751)	-3.5%
71	Net Surplus (Deficit)	561	(25)	586		(94)	809	903	

Northwest Energy Efficiency Alliance, Inc.
Balance Sheet summarized (Unaudited)
End of September 2025

	Current Qtr End (September 2025)	Previous Qtr End (June 2025)	Last Fiscal Year (December 2024)
ASSETS			
Current Assets			
Cash and Cash Equivalents	\$ 18,062,915	\$ 14,336,965	\$ 14,473,898
Accounts Receivable	9,778,653	13,873,295	204,764
Other Current Asset	998,306	1,183,820	965,171
Total Current Assets	<u>\$ 28,839,873</u>	<u>\$ 29,394,079</u>	<u>\$ 15,643,833</u>
Fixed Assets			
Right of Use Asset : Lloyd Lease	1,646,261	1,725,878	1,618,572
Total Fixed Assets	<u>3,059,522</u>	<u>3,198,360</u>	<u>3,474,889</u>
Total ASSETS	<u><u>\$ 33,545,655</u></u>	<u><u>\$ 34,318,318</u></u>	<u><u>\$ 20,737,294</u></u>
LIABILITIES & EQUITY			
Current Liabilities			
Advances From Funders	3,931,026	5,040,400	5,686,580
Total Current Liabilities	<u>22,114,135</u>	<u>21,822,633</u>	<u>7,583,430</u>
Total Long Term Liabilities	<u>\$ 26,045,161</u>	<u>\$ 26,863,033</u>	<u>\$ 13,270,010</u>
Net Assets	<u>\$ 3,887,680</u>	<u>\$ 4,052,677</u>	<u>\$ 4,379,832</u>
Equity			
Without Donor Restriction	\$ 3,612,815	\$ 3,402,608	\$ 3,051,657
With Donor Restriction	-	-	35,796
Total Net Assets	<u><u>\$ 3,612,815</u></u>	<u><u>\$ 3,402,608</u></u>	<u><u>\$ 3,087,452</u></u>
Total LIABILITIES & EQUITY	<u><u>\$ 33,545,655</u></u>	<u><u>\$ 34,318,318</u></u>	<u><u>\$ 20,737,294</u></u>
Net Assets Without Donor Restriction Detail			
Property and Equipment, net of Right to Use Asset and associated Liability	818,103		
Net Reserved for End-Use Load Research (NREL Funding)	359,241		
Net Financial Reserve	<u>2,435,471</u>		
Total Net Assets Without Donor Restriction	<u><u>3,612,815</u></u>		

Definitions

Assets

Cash and cash equivalents: unrestricted cash for operations

Accounts Receivable: outstanding invoices to funders and customers (DOE, extra-regional funds, etc.)

Other current assets: all pre paid expenses such as memberships, travel, conference registrations

Fixed assets: Property, Plant, & Equipment – computers, furniture, leasehold improvements etc.

Liabilities and Net Assets

Current liabilities: Accounts Payable, bills

Advances from funders: Funds we have from advance billing for work in a future period (Electric, Natural Gas, EULR)

Net assets

Net Assets With Donor Restriction: Special Project Funds and DOE Funds

Net Assets Without Donor Restriction: It is synonymous with Retained Earnings in a for-profit corporation.

It is the long-term accumulation of net income and net loss through the life of the organization,

Total Net Assets: Total Assets minus Total Current Liabilities, also the Total of Net Assets

With and Without Donor Restrictions.

Memorandum



Date: November 25, 2025

To: NEEA Board of Directors

From: Kyle Burchard, Vice President of Business Administration

Subject: NEEA Cycle 7 Audit Services Recommendation

Our Ask:

Information and Discussion; approval of motion to award Cycle 7 Financial Audit contract to firm recommended by Finance and Audit Committee.

Motion: approve the Finance and Audit Committee's recommended audit firm for Cycle 7.

Background:

NEEA's current contract for auditing services with Hoffman, Stewart, & Schmidt, P.C. expires at the end of 2025. The Finance and Audit Committee is tasked with recommending an audit firm for Board approval to provide services for the 2025-2029 fiscal years. This work will commence in Q1 of 2026.

NEEA staff prepared and reviewed the Request for Proposal (RFP) for these services with the Committee in the Q2 meeting. The RFP was posted after the Q2 Committee meeting and responses were reviewed by the Committee during the Q3 meeting. The Committee decided to invite two firms to interview in Q4.

The Committee interviewed both firms during the Q4 Finance and Audit Committee meeting. The Committee has aligned on a recommendation and is asking the Board to approve a motion to award the Cycle 7 contract to the firm recommended by the Committee.

Memorandum

December 8, 2025

TO: NEEA Board of Directors

FROM: Becca Yates, Executive Director

SUBJECT: Feedback on NEEA's draft 2026 Operations Plan

Background: Staff presented an overview of NEEA's Draft 2026 Operations Plan to members of NEEA's Board, Regional Portfolio Advisory Committee, and Natural Gas Advisory Committee on October 16, 2025. Board and Committee members were asked to provide feedback either directly during the presentations or in writing following the webinar by October 30. This memo summarizes that feedback and staff's response.

Summary of changes to the draft 2026 Operations Plan:

- Regional feedback on NEEA's 2026 Operations Plan included clarifying questions, longer-term suggestions for consideration and comments in support. As a result, staff have not made any changes to the goals and planned activities outlined in the draft 2026 Operations Plan. Feedback comments are summarized below.
- Subsequent to the draft plan being shared with the region, NEEA revised downward its planned End-Use Load Research budget from \$1.3 million to \$750 thousand. This change is reflected in the final Operations Plan along with related changes to NEEA's admin allocation. As a reminder, NEEA's different funding sources contribute proportionally to an overhead allocation. When one funding source is increased or decreased it affects administrative costs associated with the other funding sources.

Motion: Approve the 2026 NEEA Operations Plan – Natural Gas and Electric – (\$53.7M) and 2026 Non-Core Funding (\$4.2M) (roll call vote)

Program/ Area	Organiza tion	Input/ Feedback	Staff Response
Marketing (HPWH)	Chelan PUD	Support for NEEA's 2026 marketing plans, particularly those focused on heat pump water heaters. While noting that contractor adoption in their area is currently limited, Chelan stated clear value in using NEEA's marketing materials to enhance local outreach efforts with contractors.	No action. Comment provided for the Board's information only.
Overall	Energy Trust	Support for NEEA's overall activities and focus areas aligning with the 2025-2029 Business Plan.	No action. Comment provided for the Board's information only.

Program/ Area	Organiza tion	Input/ Feedback	Staff Response
Special Projects	Energy Trust	Support for the Whole Building and the End-Use Load Research efforts, which are both seen as worthwhile investments.	No action. Comment provided for the Board's information only.
Market Strategy & Execution <i>Dual-Fuel Solutions</i>	Energy Trust	Support for NEEA's emphasis on dual-fuel solutions to meet state policy objectives.	No action. Comment provided for the Board's information only.
Market Strategy & Execution <i>Advanced Heat Pumps</i>	Energy Trust	<p>Suggestion that NEEA consider compiling a regional strategic plan/roadmap to advance heat pump market transformation of electric, gas, and dual-fuel heat pumps for HVAC applications in the region. Specific considerations include:</p> <ul style="list-style-type: none"> • Developing mechanisms to bring the costs of market ready heat pumps down in the region. • Serving as a central hub for consolidating heat pump research, program implementation, and related evaluation efforts to help implementers design programs to maximize heat pump related outcomes. • Continuing to develop trainings to help contractors appropriately design, specify and install heat pump systems that are appropriate for specific applications to achieve intended results. • Tracking how residential and commercial codes influence builder HVAC and water heating choices and quantify impacts of builder fuel choices. • Continuing to monitor emerging heat pump technologies, applications, and installation practices and incorporating these opportunities into NEEA business as deemed appropriate and applicable. 	<p>Thank you for the suggestion. Regional collaboration on addressing barriers and advancing the heat pump market is important to the near- and long-term success of the regional and local programs. NEEA staff intend to continue collaborative efforts via the Advanced Heat Pump and Dual-Fuel Residential HVAC programs and leverage existing regional forums, such as NEEA's Residential Coordinating Committee, for cross-program sharing and coordination.</p> <p>Developing a comprehensive regional strategic plan for heat pumps has not been prioritized in the 2026 Operations Plan in favor of other program priorities. However, NEEA is open to further discussions with Energy Trust to share internal strategies and explore potential pathways to coordinate further around regional research and training opportunities. NEEA will also continue codes and standards and emerging technology efforts to support market ready heat pump adoption in the region.</p> <p>Note that in 2025 NEEA's Board of Directors discussed potential ways for NEEA to address first cost barriers at a regional level. Based on those conversations, the Board has advised NEEA staff to focus on research and innovative financing solutions and not bulk purchasing or fixed-price installations.</p>
Budget	Energy Trust	Recognition that proportional budget variances between workstreams are driven by the timing of activities within the 5-year budget. Energy Trust's expectation is that NEEA's overall spending will remain within	<p>No action re: Core budget. Comment provided for the Board's information only.</p> <p>With respect to the budget for special projects, NEEA staff would like to reiterate</p>

Program/ Area	Organiza tion	Input/ Feedback	Staff Response
		<p>the total 5-year budget during the business cycle.</p> <p>Same comment related to special projects.</p>	<p>that the budget presented in the Business Plan is an estimate based on best-available information at the time the plan was written. As these projects are not core funded and the size and scope are subject to regional interest, the estimate in the business plan is neither a floor nor a ceiling.</p>
Portfolio Value Delivery (Savings)	Energy Trust	<p>Suggestion for NEEA to consider pursuing alternative sources of gas market transformation savings including dual-fuel solutions outlined in the plan, as well as understanding influence of new building codes on builder fuel choices and reporting how these choices are impacting utility loads.</p>	<p>Delivering energy savings is the highest priority for NEEA's natural gas portfolio. Advancing dual-fuel programs is a key focus area in the natural gas portfolio in 2026. Currently, NEEA has three programs in the natural gas portfolio, all of which are either focused on dual-fuel systems (Dual-Fuel Residential HVAC), or exploring dual-fuel (Advanced Commercial Water Heating) or fuel-neutral configurations (Efficient RTUs). In 2026, the alliance will look to advance at least one more dual-fuel or fuel-neutral program into the portfolio.</p> <p>NEEA staff are in the process of beginning a Request for Proposal for the Oregon residential code compliance study. Additional research questions around fuel selection will likely be included depending on timing with the new code and costs.</p>



Informational Materials

Memorandum – Q4 Board Committee Meetings Summary

November 25, 2025

Governance Committee – October 28, 2025

Committee members present: Gilbert Archuleta, Josh Mitchell, Elizabeth Osborne, Eileen Quigley, Ruchi Sadhir

Committee members absent: Clay Monroe

Ad Hoc Committee to Select Public Interest Board Candidate (guests): Debbie DePetris, Kellye Dundon

Ad Hoc Committee absent: Nicole Hydzik

Key topics:

1. Public Interest Board Seat – the Ad Hoc Committee to Select Public Interest Board Candidate met at the beginning of the Governance Committee Meeting. The Ad Hoc Committee and Governance Committee aligned on the Public Interest Board Seat nomination to bring to the Executive Committee and Board in December for election.
2. Policies, Guidelines, Charters Review – The Governance Committee reviewed the proposed edits to Board Member Representing Multiple Constituents, Guidelines for Board Work, and New Strategic Opportunity Screening and Review Guidelines and approved presenting to the Executive Committee and Board in December for approval.
3. NEEA Risk Management Follow-up – the Governance Committee reviewed options for applying risk management to Board discussions and decisions. The Committee supported the three risk categories and proposed recommendations for further Board focus. The Committee also suggested adding a more in-depth risk management discussion during the Q1 2026 Board Orientation.
4. NEEA Board Officers – the Governance Committee approved presenting the proposed officer slate for elections in December. This new officer slate will fulfill the remainder of the terms for the Board Chair, Board Vice Chair, Board Secretary, and Executive Committee At-Large seat until the next Board Officer general elections in December 2026.
5. 2024 Board Self-Assessment Actions – the Governance Committee reviewed staff's recommendation for addressing action item 3(b) from the 2024 Board Self-Assessment. The Committee agreed that this action item was sufficiently addressed.
6. Q2 2026 Board Orientation – The Governance Committee reviewed the proposed topics for the Q1 2026 Board Orientation (based on previous Orientation agendas) and asked for staff to consider ways to make Orientations more interactive and easier to digest large amounts of information. The Committee will review the draft agenda and format during its Q1 2026 Meeting.

Natural Gas Committee – October 29, 2025

Committee members present: Gilbert Archuleta, Kellye Dundon, Bonnie Rouse

Committee members absent: Mike Colgrove, Nicole Hydzik, Caleb Reimer

Key topics:

1. Legislative and Policy Update – Natural Gas Committee Members had an opportunity to ask questions regarding the quarterly update provided in the packet. The Committee also discussed the recent Oregon code proposal that requires all cooling equipment to be heat pump technology and the PNUCC NW Energy Summit and Energy Symposium.
2. 2026 Draft Operations Plan – NEEA staff reviewed the natural gas implications in the 2026 Draft Operations Plan and asked the Natural Gas Committee if there were any questions. The Committee

had no edits or questions and supported presenting the draft Plan to the Finance and Audit Committee and Board in December for approval.

3. Natural Gas Updates – NEEA staff provided updates on extra-regional activities, dual-fuel work groups, and the Cost Effectiveness and Evaluation Advisory Committee. There were no additional questions from the Natural Gas Committee.

Strategic Planning Committee – October 30, 2025

Committee members present: Jamae Hilliard Creecy, Suzanne Frew, Josh Mitchell, Kyle Roadman

Committee members absent: Gilbert Archuleta

Key topics:

1. End-Use Load Flexibility Special Project – NEEA staff provided an overview of the changes to the scope and scale of this project since the Q3 Board discussion and October End-Use Load Flexibility Steering Committee Meeting. The Strategic Planning Committee approved forwarding this discussion to the Executive Committee and Board with a potential Board Motion, assuming regional readiness, for NEEA staff to move forward with the End-Use Load Flexibility special project and enter into contracting negotiations with funders for the 2026-2029 End-Use Load Flexibility Strategic and Business Plan.
2. Q4 Policy Updates – NEEA staff said the past quarter has seen limited regional policy developments. Staff provided updates from recent activities for the Washington Utilities and Transportation Commission, the C-PACE program in Idaho, and the proposed NorthWestern/Black Hills merger in Montana. There were no specific questions from the Strategic Planning Committee.
3. Board Strategic Issues Discussion – NEEA staff reviewed the proposed strategic discussions work plan for 2026 and said potential speakers for the Q4 2025 are Charles Li, E3 and Mary Wiencke, Public Generating Pool. Staff is also working with the new Executive Director at the Council to lead a discussion with the Board in Q1 2026. The Strategic Planning Committee will revisit this work plan during each quarter's meeting and adjust as needed to reflect Board priorities and changes in the energy efficiency industry.
4. New Strategic Opportunity Guidelines – the Strategic Planning Committee reviewed the proposed edits to these guidelines and supported forwarding the edits to the Executive Committee and Board in December for approval.

Finance and Audit Committee – November 12, 2025

Committee members present: Kyle Roadman, Brittany Broyles

Committee members absent: Gilbert Archuleta, Quentin Nesbitt

Key topics:

1. Cycle 7 Audit Firm Interviews and Selection – the Finance and Audit Committee interviewed two audit firms for Cycle 7 and aligned on recommending Hoffman, Stewart, & Schmidt to the Board for approval in December. The main factors that influenced this recommendation include a desire to maintain continuity, competitive pricing, a change in managing partner and project manager, and a more robust discussion. The Finance and Audit Committee will present this recommendation to the Board in December for approval.
2. Quarterly Financial Review – NEEA staff presented the quarterly financials and there were no questions from the Finance and Audit Committee.
3. Q3 Expenditure Review – NEEA staff distributed the detailed Q3 expenditures to Finance and Audit Committee members prior to the meeting. After reviewing, committee members had no specific questions for staff.
4. NEEA 403(b) Audit and Form 5500 filing – NEEA staff said the audit of NEEA's retirement plan was complete and staff will file the Form 5500.
5. 2026 Financial Reserves – NEEA staff provided an overview of the financial reserves and goals approved by the Board in Q4 2024. Staff said that currently NEEA is slightly behind meeting reserve goals. The Finance and Audit Committee said it was premature to take action now and asked staff to monitor the reserves during the upcoming year. The Finance and Audit Committee will revisit

reserves Q4 2026 and will determine at that time whether to recommend additional actions to the Board.

6. NEEA Investments – NEEA staff provided an overview of the current investments and there were no questions from committee members.
7. Draft 2026 Operations Plan – NEEA staff provided an overview of the plan. There were no additional questions and the Finance and Audit Committee supported presenting the draft 2026 Operations Plan to the Board in December for approval.
8. End-Use Load Flexibility Special Project – NEEA staff provided an overview of the current status and potential budgetary impacts and said the Board will continue discussions in December.

Executive Committee – November 13, 2025

Committee members present: Jamae Hilliard Creecy, Joe Fernandi, Kyle Roadman

Committee members absent: Gilbert Archuleta, Mike Colgrove

Key topics:

1. NEEA Board Officer Elections - the Executive Committee approved presenting the proposed officer slate for elections in December. This new officer slate will fulfill the remainder of the terms for the Board Chair, Board Vice Chair, Board Secretary, and Executive Committee At-Large seat until the next Board Officer general elections in December 2026.
2. Public Interest Board Seat – the Executive Committee approved presenting Eileen Quigley as the Public Interest Board Seat nomination to the Board in December for election.
3. Policies, Guidelines, Charters Review – The Executive Committee reviewed the proposed edits to Board Member Representing Multiple Constituents, Guidelines for Board Work, and New Strategic Opportunity Screening and Review Guidelines and approved presenting to the Board in December for approval.
4. 2024 Board Self-Assessment Actions – the Executive Committee reviewed staff's recommendation for addressing action item 3(b) from the 2024 Board Self-Assessment. The Executive Committee supported the recommendation to forego further action given the Q2 2025 Board skills assessment and future Stakeholder Survey.
5. Board Strategic Issues Discussion – NEEA staff reviewed the proposed Board strategic discussion in December said potential speakers for the Q4 2025 are Arne Olson, E3 and Mary Wiencke, Public Generating Pool. Staff is also working with the new Executive Director at the Council to lead a discussion with the Board in Q1 2026. The Executive Committee supported this Board discussion.
6. Cycle 7 Audit Firm Interviews and Selection – NEEA staff said the Finance and Audit Committee interviewed two audit firms for Cycle 7 and aligned on recommending Hoffman, Stewart, & Schmidt to the Board for approval in December. The Executive Committee supported this recommendation to the Board in December for approval.
7. NIST Update – NEEA staff provided an update on NIST 2025 goals and focus.
8. End-Use Load Flexibility Special Project – NEEA staff provided an overview of the current status and said this is a topic for continued Board discussion in December.

Minutes

NEEA Board Meeting

September 15 and 16, 2025

Residence Inn City Center, Boise, ID

Member Attendance:

Nicole Hydzik, Chris Johnson, Jamae Hilliard Creecy, Josh Mitchell, Debbie DePetris, Quentin Nesbitt, Michael Colgrove, Kellye Dundon, Clay Monroe, Gilbert Archuleta, Joe Fernandi, Suzanne Frew, Bonnie Rouse, Ruchi Sadhir, Elizabeth Osborne, Kyle Roadman, Eileen Quigley, Caleb Reiner

Member Absence: Bobbi Schroepel, Brittany Broyles

NEEA Staff attendance:

Becca Yates, Jeff Harris, Kyle Burchard, Virginia Mersereau, Becky Walker, Nathan Martinez, Lindsey Prout, Jane Waian

Guest attendance:

Tom Beierle, Ross Strategic; End-Use Load Flex attendees: Reuben Arts, Meghan Pinch, Leona Haley, Drew Thompson, Matt Babbitts, Tyler Boehringer, Shelly Carlton, Mitch Wagner, Joe Walderman, Kevin Smit, Peter Kernan, Laura James, Lisa Timmerman, Binh Lu, Kati Harper, Rick Hodges, Michelle Wildie, Emma Johnson, Tom Smith, Mitch Droz, Jennifer Finnigan, Karen Liu, Cam LeHouillier, Jennifer Snyder, Wesley Franks, Emily Gilroy; Luke Regan, Ian Gelfand, Hoffman, Stewart & Schmidt; Matt Williams, IBEX

Monday, September 15, 2025

Welcome and Agenda Review

Jamae Hilliard Creecy, Board Chair, opened the public Board Meeting at 3:00 pm MT with a quorum present. Hilliard Creecy reviewed NEEA's Mission and Purpose and Gilbert Archuleta, Board Vice Chair, reviewed NEEA's Board Norms.

Governance

Board Secretary - Yates said that Danie Williams currently serves as Board Secretary, and with her departure from NorthWestern Energy, as a result she will step down from the Board and vacate her position as Board Secretary. Yates said the Governance Committee oversees the Board Officer election timeline and process and is therefore tasked with nominating a Board Member for election in December to fulfill the remainder of Williams' term as Board Secretary until the next Board officer elections in December 2026.

Elizabeth Osborne, Governance Committee Chair, asked Board Members to contact her if they are interested in the Board Secretary position. She said the Governance Committee will review interested candidates during its Q4 Meeting and align on a nomination to bring to the Board in December for election.

Board Risk Management Follow-Up - Yates reported that during the Q2 Board Meeting, the Board reviewed the results of the 2024 Board Self-Assessment. The assessment identified risk management understanding and application within Board discussions and decisions as a key focus area for Board development.

Yates provided an overview of how risk management currently factors into Board engagements and decisions and presented potential approaches to strengthen the Board's risk management capabilities.

Yates said the Governance Committee agreed to revisit this topic during its Q4 meeting to finalize the objective before engaging the Board in December.

2024 Board Self-Assessment Actions - Yates reported that the Governance Committee conducts a Board Self-Assessment every two years. She noted that the Board reviewed and agreed upon action items from the 2024 Board Self-Assessment during the Q1 2025 Board Meeting, and that the Governance Committee is responsible for monitoring progress on those actions. Yates then provided an update on the status of the agreed-upon actions.

Yates said that one remaining item for Board discussion is the proposal to conduct voluntary surveys to track Board membership demographics. The intent of the surveys would be to inform future Board appointment discussions and assess alignment with NEEA's mission and purpose statement. Yates said the Governance Committee asked staff to gather additional information and bring this discussion back to the Committee in Q4 for additional consideration. Yates said the Governance Committee will bring a recommendation to the Board in December.

Public Interest Board Seat Election - Osborne said the Ad Hoc Committee was tasked with overseeing the process to elect the Public Interest Board Seat in December. She said the Ad Hoc Committee reviewed the applications for this position and selected two candidates to proceed to the interview stage. Four Committee Members volunteered to interview the two candidates. She said NEEA staff will schedule the interviews and notify applicants not selected. Osborne said the Ad Hoc and Governance Committee will align on the nomination during its Q4 meeting to bring to the Executive Committee and Board in December for election.

Action: Board Members will ready out to Elizabeth Osborne, Governance Committee Chair, or Becca Yates, NEEA staff, if they are interested in being considered to fulfill the Board Secretary seat until the next election in December 2026.

Finance

Form 990 and 403(b) Audit – Ian Gelfand and Luke Regan, Hoffman, Stewart & Schmidt, joined the Committee meeting to review the Form 990 and timeline for submission. Gelfand and Regan also informed the board that the 403(b) audit was ongoing and would be completed in Q3. There were no questions from the Board.

Q2 2025 Financials – Kyle Roadman, Finance and Audit Committee Chair, asked Kyle Burchard, NEEA staff, to provide an overview of the Q2 2025 financials. Burchard said NEEA's electric YTD actuals through Q2 2025 were \$18.3M compared to a budget of \$18.5M. He said Compensation and Benefits were below budget due to hiring delays and staff vacancy. He said General and Administrative expenditures were below budget primarily due to deferred website expenses and delayed professional development. Burchard said program expenses were over budget. He added that the YTD variance is in line with expectations as NEEA ramps up into the work identified in the Cycle 7 Business Plan. Burchard then reviewed expenses by work stream.

Burchard said the 2025 electric forecast as of July indicates that electric expenses will finish the year at or close to budget.

Burchard said NEEA's natural gas actuals through Q2 2025 were \$2.7M compared to a budget of \$3.0M. He said Compensation and Benefits were under budget due to later than expected start dates for new hires and fewer hours needed to support program needs in the first half of the year. He said General and Administrative costs were above budgets and Program utilization finished the quarter at budget. Burchard said the main driver of the YTD variance is related to staffing vacancy and staff expect to fill the position by the time the new dual-fuel residential HVAC program advances into the portfolio. Burchard then reviewed expenses by work stream.

Burchard said the 2025 natural gas forecast as of August indicates that natural gas expenses will finish the year close to budget.

Board Meeting Adjourn

Hilliard Creecy adjourned the public Board Meeting at 4:30 pm MT.

Tuesday, September 16, 2025

Welcome and Agenda Review

Jamae Hilliard Creecy, Board Chair, opened the public Board Meeting at 8:30 am MT with a quorum present. Hilliard Creecy reviewed NEEA's Mission and Purpose and Gilbert Archuleta, Board Vice Chair, reviewed NEEA's Board Norms.

Consent Agenda

Hilliard Creecy asked if there were any changes to the consent agenda. Hearing none, she called for a motion to approve.

Minutes from the Q2 Board Orientation

Minutes from the Q2 Board Meeting

Motion: Quentin Nesbitt moved to approve the consent agenda: Kellye Dundon seconded. The consent agenda was unanimously approved by voice vote.

Executive Director Update

Becca Yates, NEEA staff, welcomed everyone to the Q3 2025 Board Meeting.

Yates said during NEEA's Cycle 7 business planning, the region aligned around some key priorities for the core portfolio. She said NEEA is leveraging expertise, relationships, and influence in the market to accelerate opportunities for near-term energy savings and peak load reduction, adaptively managing the electric and gas portfolios, ensuring a future pipeline of opportunities, and delivering value across the regional including rural areas. She then provided updates on Heat Pump Water Heaters, advanced commercial water heating, and high-performance HVAC.

Yates said that much of NEEA's work relies on tapping into NEEA's relationships to go deeper into the market and she illustrated this by providing a summary of NEEA's agricultural and industrial pump

programs. Yates also provided an update on Enervee, an online marketplace that offers consumers an efficient way to shop for energy-saving products based on an efficiency score. Yates said that NEEA staff will provide more information on this pilot program during the Board strategic discussion later in the morning.

Yates provided additional regional updates from the Regional Portfolio Advisory Committee, Natural Gas Advisory Committee, and Cost Effectiveness and Evaluation Advisory Committee.

Yates said 2026 operations planning is underway and that the Board and Advisory Committees will hold a joint webinar on October 16th to review the draft plans and provide feedback. She said staff will update the draft operations plan as needed based on feedback and will present the final plan to the Board in December for approval.

Yates said nominations for the Leadership in Energy Efficiency Awards are open and staff will continue to collect nominations through September 19th. She also said that the call for topic submissions for the Efficiency Exchange conference in 2026 opens September 15th and that the window for submissions is through October 24th. She added that next year's conference will be held in Boise, Idaho.

There were no Board actions or decisions.

Board Strategic Discussion: Affordability

Jeff Harris, NEEA staff, said the Strategic Planning Committee supported continuing the affordability discussion during the Q3 Board Meeting. He said this Board discussion will focus on exploring innovative financing strategies for energy-efficient products and services and identifying potential research questions and approaches to better understand barriers to affordability and regional cost drivers. Harris said Nathan Martinez, NEEA staff, is joining the Q3 Board Meeting to present insights from the 2024 Northwest Market Characterization Study. Martinez said to continue advancing energy-efficient benefits to all consumers in the Northwest, research was conducted to better understand how the diffusion of these benefits occurs within different consumer segments. He said the primary emphasis of this research was on how geography influences the spread and impact of market transformation. Martinez then reviewed the results of the study that focused on energy cost and burden in cities, suburbs, rural areas, and towns.

Harris then reviewed the current Enervee marketplace pilot and provided a demo of a sample site to answer Board member questions.

Tom Beierle, Ross Strategic, joined the Board Meeting to facilitate the affordability discussion. He asked Board Members if they support staff's recommendations to explore potential research questions and approaches to better understand the barriers to affordability and the drivers of cost across the region, and if NEEA should continue to opportunistically explore innovative financing strategies for efficient products and services, such as Enervee. The Board supported continuing this work and asked NEEA staff to leverage Board meetings to update the Board and continue to explore issues of affordability.

There were no additional Board questions or decisions.

Strategic Opportunity – End-Use Load Flexibility

Archuleta welcomed members from the public interested in the End-Use Load Flexibility special project and asked Jeff Harris, NEEA staff, to lead this discussion.

Harris, NEEA staff, provided an overview of the End-Use Load Flexibility Special Project, including the 2026–2029 End-Use Load Flexibility Strategic and Business Plan and the New Strategic Opportunity Assessment (NSOA).

Harris summarized the Q2 Board Meeting discussion, noting that the Board generally agreed the proposal aligns with Strategic Goal #2. He reported that the Board raised concerns regarding the overall budget size and the pace at which NEEA and funders could scale the effort. Harris explained that Version 2 of the proposal was developed to address these concerns. He said following the Q2 Board Meeting, NEEA staff met with the End-Use Load Flexibility Steering Committee to gather additional feedback. He then reviewed key themes from both the Board and Steering Committee discussions and outlined revisions made to the proposal in response.

The Board asked NEEA staff to work with the End-Use Load Flex Steering Committee to align on the scope and scale for this project. The Board also approved for staff to schedule an interim Board Meeting late October/early November to review the updated scope and scale and call for a potential Board vote to move into contracting. NEEA staff added that the interim Board Meeting may be cancelled if details are not ready for Board discussion.

There were no additional Board questions or decisions.

Action: NEEA staff will schedule a November Board Meeting to review the updated scope and scale and call for a potential Board vote to move into contracting. This webinar may be cancelled if details are not ready for Board discussion.

Public Comment

There were no public comments.

Board Meeting Wrap-up

NEEA staff reviewed the actions items. There were no additional topics for discussion.

Board Meeting Adjourn

Hilliard Creecy adjourned the public Board Meeting at 12:00 pm MT.



GUIDELINES FOR BOARD MEMBERS REPRESENTING MULTIPLE CONSTITUENTS

Review process:



HISTORY			
Source	Date	Action/Notes	Next Review Date
Board Decision	February 28, 2013	Adopted.	As needed.
Governance Committee	May 15, 2015	Reviewed and recommended changes for Board adoption	2016
Board Decision	June 2, 2015	Adopted as amended.	2016
Governance Committee	November 3, 2015	Recommended Board approval.	2020
Executive Committee	November 19, 2015	Recommended Board approval.	Q2 2020
Board Decision	December 3, 2015	Board approval.	Q2 2020
Governance Committee	May 14, 2020	Recommended Board approval.	Q2 2025
Executive Committee	June 4, 2020	Recommended Board approval.	Q2 2025
Board Decision	June 23, 2020	Board approval.	Q2 2025

Background and Underlying Philosophy:

Pursuant to NEEA's Bylaws¹, NEEA's Board of Directors ("Board") consists of Board members representing multiple constituents within the Northwest Region.² These Guidelines for Board Members Representing Multiple Constituencies ("Guidelines") inform Board members of these constituencies and roles in representing NEEA in the Northwest Region. Generally, one of the roles of Board members in these positions is to advance the goals and the role of NEEA in the region. Specifically:

Guidelines:

1. Indirect funder Board-member representatives are encouraged to, as appropriate, attend regional utility meetings to update their colleagues on public NEEA activities,

¹ See NEEA Bylaws, Article II, Section 2.

² The Northwest Region includes the states of Idaho, Montana, Oregon, and Washington.

accomplishments, etc. and let them know that they can be a conduit for such information to or from NEEA.

2. The public interest Board member represents a non-utility perspective. This Board member is encouraged to be a conduit for public information on NEEA accomplishments, challenges and opportunities by staying in contact and doing outreach with a variety of non-utility NEEA stakeholders (e.g., environmental and consumer interests, community action agencies, universities, water conservation groups, etc.) listening to feedback and passing it on appropriately to NEEA staff and Board members.
3. The Board members representing governors' appointees represent the public interest for their state. -These Board members are encouraged to be a conduit for public information on NEEA accomplishments, challenges and opportunities relative to the state represented. Further, these Board members are encouraged to share state policies which are relevant to NEEA's programs.
4. All Board members should share input at both NEEA Board and Committee meetings as appropriate in each respective forum.

~~The Directors should share input at both Board and Committee meetings.~~

Review Schedule:

The Board will reviews these Guidelines during the first year of the current funding cycle, or at other times as needed as determined by the Board.

HISTORY			
Source	Date	Action/Notes	Next Review Date
<u>Board Decision</u>	<u>February 28, 2013</u>	<u>Adopted.</u>	<u>As needed.</u>
<u>Governance Committee</u>	<u>May 15, 2015</u>	<u>Reviewed and recommended changes for Board adoption</u>	<u>2016</u>
<u>Board Decision</u>	<u>June 2, 2015</u>	<u>Adopted as amended.</u>	<u>2016</u>
<u>Governance Committee</u>	<u>November 3, 2015</u>	<u>Recommended Board approval.</u>	<u>2020</u>
<u>Executive Committee</u>	<u>November 19, 2015</u>	<u>Recommended Board approval.</u>	<u>Q2 2020</u>
<u>Board Decision</u>	<u>December 3, 2015</u>	<u>Board approval.</u>	<u>Q2 2020</u>
<u>Governance Committee</u>	<u>May 14, 2020</u>	<u>Recommended Board approval.</u>	<u>Q2 2025</u>
<u>Executive Committee</u>	<u>June 4, 2020</u>	<u>Recommended Board approval.</u>	<u>Q2 2025</u>
<u>Board Decision</u>	<u>June 23, 2020</u>	<u>Board approval.</u>	<u>Q2 2025</u>
<u>Governance</u>	<u>August 5, 2025</u>	<u>Recommended</u>	<u>Q2 2029</u>

<u>Committee</u>		<u>Board approval.</u>	
<u>Executive Committee</u>	<u>August 21, 2025</u>	<u>Recommended Board approval.</u>	<u>Q2 2029</u>
<u>Board Decision</u>	<u>September 16, 2025</u>	<u>Adopted as amended.</u>	<u>Q2 2029</u>



GUIDELINES FOR BOARD WORK

Review process:



HISTORY			
Source	Date	Action/Notes	Next Review Date
Board of Directors	December 2, 2014	Amended and approved.	As needed.
Governance Committee	November 3, 2015	Recommended Board approval.	2020
Executive Committee	November 19, 2015	Recommended Board approval.	Q2 2020
Board Decision	December 3, 2015	Board approval.	Q2 2020
Governance Committee	May 14, 2020	Recommended Board approval.	Q2 2025
Executive Committee	June 4, 2020	Recommended Board approval.	Q2 2025
Board Decision	June 23, 2020	Board approval.	Q2 2025

Background and Underlying Philosophy:

These Guidelines for Board Work (“Guidelines”) help inform NEEA’s Board of Directors (“Board”) regarding its work. The Board represents NEEA as its collective governing body in charge of the overall management of NEEA’s affairs pursuant to applicable law. The Board’s work is ~~is~~ should be guided by NEEA’s Mission and the Purpose¹ as set forth in the NEEA’s Bylaws in addition to applicable law of the organization.

Guidelines:

NEEA operates under predetermined principles of Business and Operations planning in 5-year business cycles, in order to perform a distinct yet complementary role in advancing energy efficiency in the Northwest Region². These established business principles should guide the Board’s work in the following ways on behalf of NEEA:

¹ The Corporation’s primary Mission is to catalyze the most efficient use of energy for a thriving Northwest. The Corporations’ primary Purpose is an alliance of utilities and partners that pools resources and shares risks to transform the market for energy efficiency to the benefit of all consumers in the Northwest.

² The Northwest Region includes the states of Idaho, Montana, Oregon, and Washington.

1. Organizational Values – Cultural qualities serving as the foundation of how things get done:
 - a. Integrity as an individual and institutional priority.
 - b. Innovation as a mindset for market transformation.
2. Principles of Conduct – Commitments fundamental to effective organizational performance:
 - a. Transparency in all things.
 - b. Accountability for results.
 - c. Careful stewardship and prudent use of organization resources.
 - d. Collaboration as standard practice.
3. Principles of Planning – Cornerstones of organizational design and operation
 - a. Focus on long-term opportunities.
 - b. Represent the Northwest Region's collective voice.
 - c. Strive for lasting, regionally equitable results.
 - d. Complement and leverage others' efforts.
 - e. Share risks in support of shared interests.

Review Schedule:

The Board will reviews these Guidelines during the first year of the current funding cycle, or at other times as needed as determined by the Board.

HISTORY			
Source	Date	Action/Notes	Next Review Date
Board of Directors	December 2, 2014	Amended and approved.	As needed.
Governance Committee	November 3, 2015	Recommended Board approval.	2020
Executive Committee	November 19, 2015	Recommended Board approval.	Q2 2020
Board Decision	December 3, 2015	Board approval.	Q2 2020
Governance Committee	May 14, 2020	Recommended Board approval.	Q2 2025
Executive Committee	June 4, 2020	Recommended Board approval.	Q2 2025
Board Decision	June 23, 2020	Board approval.	Q2 2025
Governance Committee	August 5, 2025	Recommended Board approval.	Q2 2029
Executive Committee	August 21, 2025	Recommended Board approval.	Q2 2029
Board Decision	September 16, 2025	Adopted as amended.	Q2 2029

NEW STRATEGIC OPPORTUNITY SCREENING AND REVIEW

GUIDELINES

Review process:



HISTORY			
Source	Date	Action/Notes	Next Review Date
Strategic Planning Committee	Jul 27, 2015	Reviewed and recommend for Board approval.	As needed.
Governance Committee	November 3, 2015	Recommended Board approval.	2020
Executive Committee	November 19, 2015	Recommended Board approval.	Q2 2020
Board Decision	December 3, 2015	Board approval.	Q2 2020
Governance Committee	May 14, 2020	Recommended Board approval.	Q2 2025
Executive Committee	June 4, 2020	Recommended Board approval.	Q2 2025
Board Decision	June 23, 2020	Board approval.	Q2 2025

Background and Underlying Philosophy:

NEEA evaluates strategic, business opportunities to further its work and NEEA has a structured and open process to scan look for new opportunities to accelerate the adoption of energy efficiency. -These New Strategic Opportunity Screening and Review Guidelines (“Guidelines”) inform NEEA’s processes and considerations in this effort. Some of these opportunities may be in the form of new technologies and fall within the scope of NEEA’s the current Business Plan, while o. Other opportunities may fall outside of the scope of the activities defined in the current Business Plan but may still fall within NEEA’s Mission the scope and pPurpose as defined by NEEA’s Bylaws¹ of NEEA as an organization. -Opportunities that fall outside the Business Plan are assumed to be accompanied by their own financial resources to support the additional work. Many of these new opportunities could help NEEA and its stakeholders broaden efforts to transform markets in the Northwest Rregion². On the other handHowever, some of these opportunities may also bring risk of diluting NEEA’s core purpose and primary added valueadded value for the Northwest Rregion.

¹ The Corporation’s primary Mission is to catalyze the most efficient use of energy for a thriving Northwest. The Corporations’ primary Purpose is an alliance of utilities and partners that pools resources and shares risks to transform the market for energy efficiency to the benefit of all consumers in the Northwest.

² The Northwest Rregion includes the states of Idaho, Montana, Oregon, and Washington.

Guidelines:

The following Guidelines outline lay out the a set of primary criteria for NEEA's screening of these new strategic opportunities to that will support NEEA decision-making; making aligned with NEEA's primary stakeholders' s-interests and NEEA's core strengths. -These Guidelines apply to new opportunities with significant strategic, financial, or internal resource implications for NEEA. -These Guidelines do not replace or subsume other NEEA portfolio or initiative level screening or review processes that are intended to address new opportunities that are of lesser impact to the organization and/or fall within the scope of NEEA's the current Business Plan. Considerations include:

Guidelines:

1. NEEA welcomes new opportunities that strategically advance the Purpose and Mission of the organization.
2. New opportunities that fall reasonably within the scope and budget of the current Strategic and Business Plans are included within the annual operations planning, budgeting and implementation processes at NEEA. These processes include review by advisory committees aswhere appropriate. -Such opportunities are considered within the discretion of NEEA's the Executive Director to pursue and manage as part of NEEA's Executive Director's overall organizational management authority.
3. Opportunities that fall outside of the scope and budget of the current Strategic and Business Plans require Board engagement to the extent that they represent significant and unanticipated impacts on the organization as determined by NEEA staff. -Board engagement may include NEEA's Executive Director communication with NEEA's Board the Chair but may escalate to discussions with NEEA's the Executive Committee and/or Strategic Planning Committee depending on the nature and scope of the opportunity as determined by NEEA's Executive Director. -NEEA's The Executive Committee or Strategic Planning Committee may choose to recommend fulla full Board discussion if the nature of the opportunity and the impacts on the organization are deemed significant. -Examples of possible impacts that might trigger Board engagement include, but are not limited to:

- Significant financial impacts: -Any new opportunity supported by funds separate from core NEEA funding (e.g., U.S. Department of Energy grants) that represent 5% or more of NEEA's annual budget. (~~Currently that would include any project over roughly \$1.5 million per year.~~)
- Regulatory impacts: -Any opportunity that may have potential impacts on any regulatory treatment or scrutiny of NEEA or NEEA's funders.
- Legal or Organizational changes: -Any impacts on the organization that represent potential new legal liabilities or changes to the organizational structure such as to governance, tax exempt status, expansion of Board membership, changes to geographic representation (e.g., request to join by a Canadian utility);

- Staff Diversion:- Opportunities which, if pursued, would require a diversion of NEEA staffs' focus or resources that could detrimentally impact the achievement of Business Plan's goals and objectives.
- Public Perceptions: -Opportunities that could significantly affect the way NEEA or its funding organizations are perceived by the public or by key stakeholders.

4. Board engagement should include a review of the opportunity as outlined in the New Strategic Opportunity Assessment by the Strategic Planning Committee followed by the Board. (Exhibit A)

Review Schedule:

The Board will reviews these Gguidelines during the first year of the current funding cycle, or at other times as needed as determined by the Board.

HISTORY			
Source	Date	Action/Notes	Next Review Date
<u>Strategic Planning Committee</u>	<u>Jul 27, 2015</u>	<u>Reviewed and recommend for Board approval.</u>	<u>As needed.</u>
<u>Governance Committee</u>	<u>November 3, 2015</u>	<u>Recommended Board approval.</u>	<u>2020</u>
<u>Executive Committee</u>	<u>November 19, 2015</u>	<u>Recommended Board approval.</u>	<u>Q2 2020</u>
<u>Board Decision</u>	<u>December 3, 2015</u>	<u>Board approval.</u>	<u>Q2 2020</u>
<u>Governance Committee</u>	<u>May 14, 2020</u>	<u>Recommended Board approval.</u>	<u>Q2 2025</u>
<u>Executive Committee</u>	<u>June 4, 2020</u>	<u>Recommended Board approval.</u>	<u>Q2 2025</u>
<u>Board Decision</u>	<u>June 23, 2020</u>	<u>Board approval.</u>	<u>Q2 2025</u>
<u>Governance Committee</u>	<u>August 5, 2025</u>	<u>Recommended Board approval.</u>	<u>Q2 2029</u>
<u>Executive Committee</u>	<u>August 21, 2025</u>	<u>Recommended Board approval.</u>	<u>Q2 2029</u>
<u>Board Decision</u>	<u>September 16, 2025</u>	<u>Adopted as amended.</u>	<u>Q2 2029</u>

Exhibit A

Memorandum

Confidential

DATE

TO: NEEA Governance and Strategic and Planning Committees

FROM: _____

SUBJECT: NEEA New Opportunity Assessment

NEEA NEW OPPORTUNITY ASSESSMENT:

1. Opportunity Description, Timing and Resource Requirements:

- Description:
- Opportunity Duration:
- Benefits to NEEA (strategic, financial, timing, e.g. short term/long term, other): The primary benefits to NEEA include:
- Risks: Primary risks are:
- Likelihood of Success (high, medium, low):
- NEEA Resource Costs:
 - o Costs to pursue the opportunity:
 - o Operational Costs:
 - o Funding Formula Policy Amendment:

2. Alignment with Strategic Plan:

- How does this opportunity advance NEEA's Purpose and Mission?
- How does this opportunity align with NEEA's Strategic Plan and Core Values?
- How does this opportunity align with NEEA's core competencies?

3. Leverage and Value-add to Northwest Region:

- How does this opportunity bring value to the region and leverage existing efforts?
- Does the value-add exceed the costs to NEEA and the region?
- Is it consistent with the interests of primary NEEA stakeholders?

4. Enhancement of 5-Year Business Plan:

- How does the opportunity enhance the Business Plan?

- *Does it increase or decrease risk associated with achievement of the goals and objectives? If so, how and for which goals and objectives.*

Recommendations:

Final Decisions:

Executive Team Sign Off:

Date:

Executive Director Sign Off:

Date:

FYI Memorandum



November 25, 2025

TO: NEEA Board of Directors
 FROM: NEEA staff
 SUBJECT: Proposed 2027 Board Meeting dates and locations and proposed 2026 Board Committee Meeting dates

Our Ask: In December, the Board will approve the 2027 Board Meeting dates and locations. Please review the proposed meeting dates and let Jane Waian know if you foresee any conflicts.

Background:

NEEA staff are sharing the proposed 2026 Committee Meeting schedule for your awareness. Most meetings will be held from 1:00–3:00 pm PT and are planned early in the quarter to allow Board packets to be distributed roughly two weeks before each Board Meeting.

While the 2026 Committee Meeting schedule doesn't require formal approval, we want to make sure there are no major conflicts with Committee Members' calendars. Calendar invitations will be sent out during the second week of December.

2027 Proposed Board Meeting dates and locations – *Board will vote on these in December*

2027 Board Meetings	Location	Day	Date
Q1 Board Orientation (Noon - 5 pm)	Seattle, WA	Thursday	Mar 11, 2027
Q1 Board Meeting - (8 am - Noon)	Seattle, WA	Friday	Mar 12, 2027
Q2 Board Meeting - Day 1 (Noon - 5 pm)	Spokane, WA	Monday	Jun 21, 2027
Q2 Board Meeting - Day 2 (8 am - Noon)	Spokane, WA	Tuesday	Jun 22, 2027
Q3 Board Meeting - Day 1 (Noon - 5 pm)	Idaho	Monday	Sep 13, 2027
Q3 Board Meeting - Day 2 (8 am - Noon)	Idaho	Tuesday	Sep 14, 2027
Q4 Board Meeting - Day 1 (Noon - 5 pm)	Portland	Monday	Dec 6, 2027
Q4 Board Meeting - Day 2 (8 am - Noon)	Portland	Tuesday	Dec 7, 2027

2026 Board-approved Meeting dates and locations

2026 Board Meetings	Location	Day	Date
Q1 Board Orientation (Noon - 5 pm)	Seattle	Thursday	Mar 12, 2026
Q1 Board Meeting - (8 am - Noon)	Seattle	Friday	Mar 13, 2026
Q2 Board Meeting - Day 1 (Noon - 5 pm)	Helena, Montana	Monday	Jun 22, 2026
Q2 Board Meeting - Day 2 (8 am - Noon)	Helena, Montana	Tuesday	Jun 23, 2026
Q3 Board Meeting - Day 1 (Noon - 5 pm)	Boise, Idaho	Monday	Sep 14, 2026
Q3 Board Meeting - Day 2 (8 am - Noon)	Boise, Idaho	Tuesday	Sep 15, 2026
Q4 Board Meeting - Day 1 (Noon - 5 pm)	Portland	Thursday	Dec 03, 2026
Q4 Board Meeting - Day 2 (8 am - Noon)	Portland	Friday	Dec 04, 2026

2026 Proposed Board Committee Meeting Dates

Meeting	Location	Day	Date
Natural Gas Advisory Committee - Webinar	webinar	Wednesday	January 28, 2026
Governance Committee	webinar	Tuesday	February 3, 2026
Natural Gas Committee	webinar	Wednesday	February 4, 2026
Strategic Planning Committee	webinar	Thursday	February 5, 2026
Regional Portfolio Advisory Committee	hybrid	Tuesday	February 10, 2026
Finance & Audit Committee	webinar	Tuesday	February 17, 2026
Cost Effectiveness Advisory Committee	virtual	Wednesday	February 18, 2026
Executive Committee	webinar	Thursday	February 19, 2026
Commercial Industrial Coordinating Committee (formerly ISCC)	hybrid	Wednesday	February 25, 2026
Commercial Industrial Coordinating Committee (formerly ISCC)	hybrid	Thursday	February 26, 2026
Natural Gas Advisory Committee	hybrid	Tuesday	March 3, 2026
Regional Emerging Technology Advisory Committee	hybrid	Wednesday	March 11, 2026
Board Orientation (Noon - 5 pm)	Seattle, WA	Thursday	March 12, 2026
Q1 Board Meeting - (8 am - Noon)	Seattle, WA	Friday	March 13, 2026
Residential Coordinating Committee (formerly PCC)	hybrid	Monday	March 17, 2026
Residential Coordinating Committee (formerly PCC)	hybrid	Tuesday	March 18, 2026
Natural Gas Advisory Committee - Webinar	webinar	Thursday	April 16, 2026
Cost Effectiveness Advisory Committee	hybrid	Wednesday	April 23, 2026
Governance Committee	webinar	Tuesday	April 28, 2026
Natural Gas Committee	webinar	Wednesday	April 29, 2026
Strategic Planning Committee	webinar	Thursday	April 30, 2026
Regional Portfolio Advisory Committee	hybrid	Tuesday	May 19, 2026
Finance & Audit Committee	webinar	Thursday	May 26, 2026
Commercial Industrial Coordinating Committee (formerly ISCC)	hybrid	Wednesday	May 27, 2026
Executive Committee	webinar	Thursday	May 28, 2026
Natural Gas Advisory Committee	hybrid	Tuesday	June 2, 2026
Residential Coordinating Committee (formerly PCC)	hybrid	Tuesday	June 16, 2026
Regional Emerging Technology Advisory Committee	hybrid	Wednesday	June 17, 2026
Q2 Board Meeting - Day 1 (Noon - 5 pm)	Helena, MT	Monday	June 22, 2026
Q2 Board Meeting - Day 2 (8 am - Noon)	Helena, MT	Tuesday	June 23, 2026
Governance Committee	webinar	Tuesday	August 4, 2026
Natural Gas Committee	webinar	Wednesday	August 5, 2026
Strategic Planning Committee	webinar	Thursday	August 6, 2026
Finance & Audit Committee	webinar	Tuesday	August 18, 2026
Executive Committee	webinar	Thursday	August 27, 2026
Cost Effectiveness Advisory Committee	hybrid	Wednesday	August 26, 2026
Regional Portfolio Advisory Committee	hybrid	Tuesday	September 1, 2026
Natural Gas Advisory Committee - Webinar	webinar	Wednesday	September 9, 2026

Meeting	Location	Day	Date
Q3 Board Meeting - Day 1 (Noon - 5 pm)	Boise, Idaho	Monday	September 14, 2026
Q3 Board Meeting - Day 2 - (8 am - Noon)	Boise, Idaho	Tuesday	September 15, 2026
Regional Emerging Technology Advisory Committee	hybrid	Wednesday	September 16, 2026
Natural Gas Advisory Committee	hybrid	Thursday	October 22, 2026
Governance Committee	webinar	Tuesday	October 27, 2026
Cost Effectiveness Advisory Committee	hybrid	Tuesday	October 28, 2026
Natural Gas Committee	webinar	Wednesday	October 28, 2026
Strategic Planning Committee	webinar	Thursday	October 29, 2026
Regional Portfolio Advisory Committee	hybrid	Tuesday	November 3, 2026
Commercial Industrial Coordinating Committee (formerly ISCC)	hybrid	Wednesday	November 4, 2026
Commercial Industrial Coordinating Committee (formerly ISCC)	hybrid	Thursday	November 5, 2026
Finance & Audit Committee	webinar	Tuesday	November 10, 2026
Executive Committee	webinar	Thursday	November 12, 2026
Residential Coordinating Committee (formerly PCC)	hybrid	Tuesday	December 1, 2026
Residential Coordinating Committee (formerly PCC)	hybrid	Wednesday	December 2, 2026
Q4 Board Meeting - Day 1 (Noon - 5 pm)	Portland, OR	Thursday	December 3, 2026
Q4 Board Meeting - Day 2 (8 am - Noon)	Portland, OR	Friday	December 4, 2026
Regional Emerging Technology Advisory Committee	hybrid	Tuesday	December 8, 2026
Natural Gas Advisory Committee - Webinar	webinar	Wednesday	December 9, 2026

2026 Board Work Plan

Topic		Key Recommendations/Decisions
Q1	Board Meeting	March Board Meeting (Seattle, WA)
	Financials	Review Financials.
	ED Performance	Approve 2026 ED performance objectives.
	New Opportunities	Discuss and approve new opportunities as needed.
	Extra-regional discussion	Discuss and approve extra-regional opportunities as needed.
	Biennial Self-Assessment	Review 2026 Board Self-Assessment proposed timeline and process.
	Board Strategic Discussion	Board strategic discussion.
Q2	Board Meeting	June Board Meeting (Helena, Montana)
	Financials	Review Financials.
	Yearly Conflict of Interest Form	Complete Conflict of Interest Form.
	New Opportunities	Discuss and approve new opportunities as needed.
	Extra-regional discussion	Discuss and approve extra-regional opportunities as needed.
	Biennial Self-Assessment	Review status of action items.
	Board Strategic Discussion	Board strategic discussion.
Q3	Board Meeting	September Board Meeting (Boise, Idaho).
	Financials	Review Financials.
	Form 990	Review Form 990 (no approval is needed).
	New Opportunities	Discuss and approve new opportunities as needed.
	Extra-regional discussion	Discuss and approve extra-regional opportunities as needed.
	Biennial Self-Assessment	Review 2026 Board Self-Assessment results and identify themes and proposed actions.
	Board Strategic Discussion	Board strategic discussion.
Q4	Board Meeting	Annual Board Meeting (Portland, OR)
	Financials	Review Financials.
	ED Performance	Conduct 2026 ED Performance review.
	New Opportunities	Discuss and approve new opportunities as needed.
	Extra-regional discussion	Discuss and approve extra-regional opportunities as needed.
	Biennial Self-Assessment	If needed, review status of action items and report status to the Board.
		Review the 2026 Board Self-Assessment actions and align on follow-up plan.
	Board Strategic Discussion	Board strategic discussion.
	2027 Operations Plan	Approve 2027 NEEA Budget (Operations Plan).
	2027 Board Work Plan	Approve 2027 Board Work Plan.

Memorandum – *Informational Update*

November 25, 2025

TO: NEEA Board of Directors

FROM: Peter Christeleit, Sr. Manager, Corporate Strategy & Stakeholder Relations
Alisyn Maggiora, Sr. Stakeholder Relations Manager

SUBJECT: Update on recent committee meetings (Q3/Q4 2025)

Regional Portfolio Advisory Committee (RPAC)

- At the Q4 RPAC meeting (November 3) NEEA staff presented a proposal for a Heat Pump Water Heater Workgroup to run the duration of 2026. RPAC members are encouraged to nominate representatives from their organizations to participate in the work group by December 1. Committee members also engaged in a regional roundtable discussion covering their organization and programmatic updates.
- Please contact [Emily Moore](#) or [Alisyn Maggiora](#) with questions about the RPAC.

Natural Gas Advisory Committee (NGAC)

- At the Q4 NGAC meeting (October 29) NEEA staff walked through the quarterly portfolio highlights, emphasizing progress to program goals, along with emerging tech/scanning updates and codes, standards, and new construction updates. Committee members also engaged in a regional roundtable discussion covering their organization and programmatic updates.
- Please contact [Emily Moore](#) or [Alisyn Maggiora](#) with questions about the NGAC.

Regional Emerging Technology Advisory Committee (RETAC)

- At the Q3 RETAC meeting (September 24), Michelle Wildie with Puget Sound Energy presented policy and technology assessment priorities including Demand Response, Distributed Energy Resources, Thermal Energy Networks, and support for Building Performance Standards. As part of a round robin, the committee members shared their areas of research and completed projects. NEEA and BPA staff shared an update on commercial heat pump water heaters. A summary of the projects and updates are included in the notes from the meeting.
- The Q4 meeting is scheduled for December 4, 2025. Energy Trust will share their technology research, and the committee members will share as part of a round robin. In addition, Oakridge National Lab will share an overview of the labs' research areas.
- Please contact [Mike Smith](#) or [Lynne Mosley](#) with questions about the RETAC.

Cost-Effectiveness & Evaluation Advisory Committee (CEAC)

- In the Q4 CEAC meeting (October 29) NEEA staff provided an overview of upcoming Market Research and Evaluation (MRE) activities from the 2026 Operations Plan. The committee reviewed findings from the Market Progress Evaluation Report (MPER) 3 for Luminaire Level Lighting Controls (LLLC) and MPER 6 for Building Energy Codes, with discussion focused on key takeaways and implications for market progress tracking. NEEA staff also presented the Q4 2025 Key Assumptions Update, answering committee questions on recent adjustments. Finally, NEEA staff kicked off the annual reporting process, outlining the committee's role and key touchpoints in preparation for 2026 reporting.
- Please contact [Nathan Martinez](#) or [Jonathan Belais](#) with questions about the CEAC.

Commercial & Industrial Coordinating Committee (CICC):

- In the Q4 2025 virtual meeting on day 1 (November 4) NEEA staff presented *NEEA Research Findings on Fan Purchasing & Decision-Making Process* facilitated by NEEA Program Manager Alexis Muench, and *Luminaire Level Lighting Control Program (LLLC) Market Research Findings* share-out by MRE Scientist Zdanna King. Committee members engaged in a regional roundtable discussion on organization and program updates. On day 2 (November 5), committee members discussed and aligned on regional priority topics for 2026.
- Please contact [Stephanie Quinn](#) or [Anouksha Gardner](#) with questions about the CICC.

Residential Coordinating Committee (RCC):

- In the Q4 2025 virtual meeting, on day 1 (December 1) NEEA staff will present program updates on Retail Product Portfolio, facilitated by NEEA Program Manager Anne Brink. Committee members will also engage in a regional roundtable discussion on organization and program updates. On day 2 (December 2), committee members will discuss and align on regional priority topics for 2026.
- Please contact [Stephanie Quinn](#) or [Anouksha Gardner](#) with questions about the RCC.

Memorandum



Date: November 25, 2025
 To: NEEA Board of Directors
 From: Stephanie Rider, NEEA Staff
 Subject: Economic Intel Update as of October 2025

Our ask: For information and discussion as needed.

Background: NEEA staff shared key economic indicators and market intel data with the Board in the June 2025 Board meeting as part of the annual portfolio deep dive topic. The Board requested that NEEA staff provide this information on a quarterly basis. This memo summarizes updates based on data available as of October 2025. Going forward, NEEA staff will provide this information quarterly as needed depending on the availability of data and materiality of the information.

Executive Summary

Due to the government shutdown, economic reporting from the Bureau of Labor Statistics and manufacturing data from the U.S. Census Bureau are not available. This report is based on consumer sentiment surveys; other data collection garnered through independent research and the October 29 Federal Reserve press conference.

Approximately 50% of consumers have reduced overall spending in anticipation of upcoming price increases, and this figure has been consistent throughout the year. Some consumers have been changing brands and/or retailers to lower price options to manage their wallet more closely and using more restraint in discretionary spending (primary tactics with younger generations). Others have demonstrated higher price sensitivity in choices and higher propensity to delay purchases (seen more in older segments of population).

This is similar to consumer responses seen in the 2008/2009 economic downturn. While the current deemed risk of a recession is low, income stratification is growing, putting a significant economic strain on middle- and lower-income households.

Economic Markers

Inflation Indicators:

- Inflation is still rising, though at lower levels than we've seen over the past few years (3%). However, the labor market is softening at a higher rate (estimated at 4%). Expectation is to land at 2% inflation levels by end of year. The Federal Reserve cut interest rates by $\frac{1}{4}$ point and is not expected to cut interest rates further in December.

New Orders for Manufactured Goods:

- *New data is not available at this time.*

New Construction Starts:

- *Permit data and construction trends in our region will be available when full year 2025 data is received and analyzed in Q1/Q2 2026.*

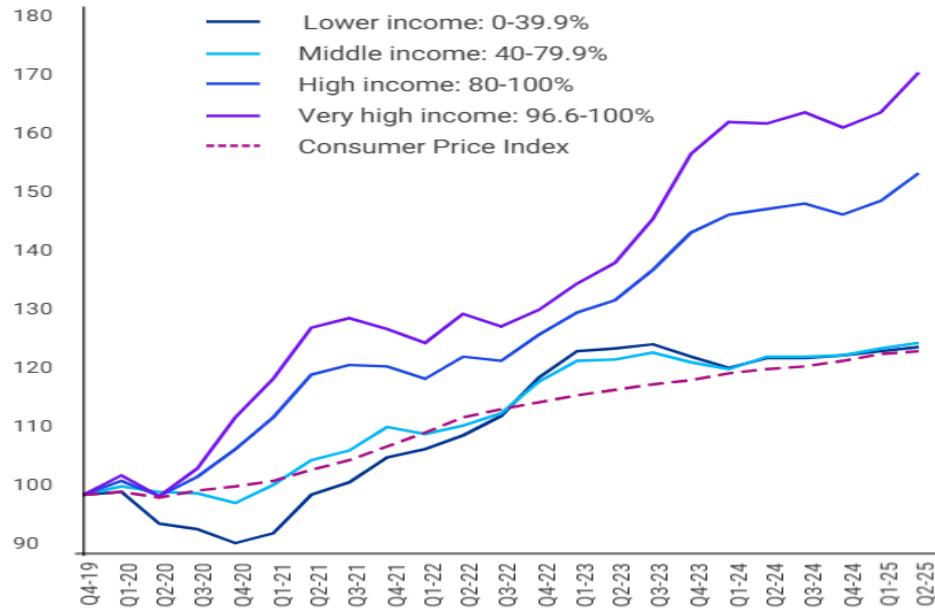
Consumer Economics and Trends:**Retail Trends**

- Dollar and off-price stores are the only retailer categories to see consistent gains since April.
- Costco, Sam's Club and Farm and Home stores are the least negatively impacted.
- Walmart and Amazon are still top choices as well for competitive pricing; however they are seeing a net loss of business to other high discount entities.

Consumer Sentiment Trends:

- Consumer sentiment and behavior are becoming increasingly stratified by income group.
- The top 20% of households (high income and very high income; those making over \$175,000 annually) now account for roughly two-thirds of all consumer spending; this is an all-time high. Their spending is insulated from the impact of economy-wide trends. Spending levels have outpaced inflation, consistent since 2021.
- The bottom 80% (middle income and low income) have barely kept up with inflation. The low-income segment is tapped out; they have depleted their savings, are taking on debt and seeing an increase in delinquencies. Middle income (annual income that is 2/3 to 2x the national median household income) is also scaling down spending levels to below recent years.

Personal outlays by income group, index, Q4-2019=100



Source: Moody's Analytics

Tariff Status

- Tariffs continue to be highly variable. The average effective tariff rate is expected to climb by approximately 5 basis points to 20% by the end of the year, which is below the 25% average level first felt in April 2025.
- Tariffs can take 6-18 months to show up in the economy in the form of price and profit margin impacts. Economists expect to begin to see the impact starting in December 2025.

NEEA Market Intelligence

- *Specific product category purchase trends in our region will be available when full year 2025 data is received and analyzed in Q1/Q2 2026.*

Sources for Economic Intel

KMPG Economics

Bloomberg News

Peterson Institute for International Economics

Cleveland Research

JP Morgan