



**MINUTES OF THE REGULAR MEETING OF THE
DELTA-MONTROSE ELECTRIC ASSOCIATION
BOARD OF DIRECTORS
February 25, 2025**

Regular Board Session. On February 25, 2025, the Board of Directors of Delta-Montrose Electric Association (DMEA) met for a Regular Meeting at the cooperative's headquarters located at 11925 6300 Rd. Montrose, CO 81401.

During its regular meeting, the DMEA Board:	
1.	Approved the January 2025 membership/meter report and adopted the January 2025 Regular Meeting and February 2025 Special Meeting minutes.
2.	Addressed Board Committees.
3.	Received a CEO report.
4.	Received Board representative reports from WUES and the CREA as well as reports from other Directors on attendances at conferences, webinars, and meetings.
5.	Reviewed future meetings.
6.	Listened to member comments.
7.	Entered Executive Session to receive a confidential corporate, litigation, and regulatory update, to review proposed updates to Board Policies 108 (Board Communications) and 117 (Donations & Contributions) to review strategy plan updates, and to address confidential Board governance matters.
8.	Approved updates to Board Policies 108 (Board Communications) and 117 (Donations & Contributions).

Regular Board Session

I. Call Meeting to Order. President Cannon called the meeting to order at 3:02 p.m.

- **Directors present:** Stacia Cannon (President), Jock Fleming (Vice-President), Kevin Williams (Secretary/Treasurer), Jacob Gray (Assistant Secretary/Treasurer) (via Team's), Enno Heuscher, Ryan Sedgeley, Steve Metheny, Damon Lockhart

- **Directors absent:** Emily Sanchez

- **DMEA staff present:** Jack Johnston (CEO), Amy Taylor (CoS), Bob Farmer (CFO), Mateusz Pena (Chief Engineering & Energy Resources Officer, Kent Blackwell (CAO), Sarah Abbott (General Counsel & Chief Compliance Officer), Cody Carver (COO), Jay Suckey (CIO), Paige Berry (Community Engagement Specialist), Kevin Martins (Digital Communications & Marketing Specialist), Chad Stickler (Safety Director), Katie Yergensen (Marketing & Communication Director), Samantha Vallejos (HR Director)

**All staff sans Johnston, Taylor, Stickler, Abbott, Carver, Farmer, Suckey, Blackwell, and Pena left prior to XI-Executive Session.*

- **Others present:** Gail Marvel (reporter for *The Montrose Mirror*) (left prior to XI-Executive Session), Joseph McGill (member) (via Team's) (left prior to XI-Executive Session), Issac Ketchum (representative from The Atlasta Solar) (left prior to XI-Executive Session)

II. Pledge of Allegiance. The Board of Directors, staff, and guests present said the Pledge of Allegiance.

- III. Determination of a Quorum.** President Cannon confirmed the presence of a quorum to conduct business.
- IV. Approval of the Agenda.** Upon motion from Director Metheny, seconded by Director Heuscher, the Board unanimously accepted the agenda posted on February 10, 2025.
- V. Introductions.** Board Directors, staff, and guests introduced themselves.
- VI. General Business.**
- 1. Consent Agenda.** Upon motion from Director Sedgeley, seconded by Director Metheny, the Board approved the January 2025 membership/meter report and adopted the January 2025 Regular Meeting and February 2025 Special Meeting minutes.
- 2. Committee Chair Reports.**
- a. Finance, Audit & Rates.** Chair Lockhart reported the committee had not met since the last Regular Board Meeting.
- b. Engineering, Construction & Energy Services.** Chair Heuscher reported the committee had not met since the last Regular Board Meeting.
- c. Member Relations Committee.** Chair Williams reported the committee had not met since the last Regular Board Meeting. There will be a committee meeting in May.

d. Executive Committee. Chair Cannon reported the committee had not met since the last Regular Board Meeting.

3. CEO Report. Johnston presented the CEO report. He addressed safety and cyber security employee trainings. System reliability was highlighted. The Garnet Mesa Solar Project was discussed. Community outreach events and sponsorships were reviewed as well as the upcoming member survey. Financials for January 2025 were addressed with it noted the audit process for 2024 will start the week of March 3rd. Internal corporate updates including work on employee documents was highlighted. Staff provided updates on the vegetation management program and the expansion of the internal crews.

4. Director Reports.

a. Western United Electric Supply (WUES) Report. Director Fleming stated the next meeting will be in April.

b. Colorado Rural Electric Association (CREA) Report. Director Lockhart discussed CREA's efforts to secure a new facility. There are currently 25 legislative session bills CREA is monitoring. The search process for a new Executive Director was addressed.

c. Conference, Webinars, & Meetings. Director Williams highlighted his attendance at the Uncompahgre Valley Water Users Association (UVWUA) Annual Meeting. Directors Heuscher and Gray discussed the NRECA Director Courses they took in conjunction to the CREA Annual

Meeting. Director Sedgeley addressed his thoughts from attending the CREA Annual Meeting.

VII. Future Meetings. The Board reviewed future meetings.

VIII. Recess/Form Reconciliation. The Board took a brief recess at 4:17 p.m. The meeting resumed at 4:30 p.m.

IX. Member Comments. President Cannon reviewed with the guests in attendance the guidelines for addressing the Board during the member comments section of Regular Board Meetings. Isaac Ketchum, Representative from Atlasta Solar, provided updates on their applications for the USDA Rural Energy for America Program (REAP) grants in addition to a discussion on agrivoltaics and virtual power plants.

X. Dinner. The Board broke for dinner at the conclusion of the meeting.

XI. Executive Session. At 4:30 p.m., upon motion from Director Williams, seconded by Director Heuscher, the Board unanimously entered Executive Session to receive a confidential corporate, litigation, and regulatory update, to review updates to Board Policies 108 (Board Communications) and 117 (Donations & Contributions), to review strategy plan updates, and to address confidential Board governance matters. At 6:50 p.m., upon motion from Director Fleming, seconded by Director Metheny, the Board unanimously exited Executive Session.

XII. Reconvened Regular Meeting.

1. Board Policies

a. 108: Board Communication. Upon motion from Director Lockhart, seconded by Director Metheny, the Board unanimously approved updates to Board Policy 108, Board Communications.

b. 117: Donations & Contributions. Upon motion from Director Williams, seconded by Director Heuscher, the Board unanimously approved updates to Board Policy 117, Donations & Contributions.

2. Other Executive Session Items (if required). There were no additional items to address.

XIII. Adjournment. Having no further business to conduct, the Board adjourned its Regular Meeting at 6:52 p.m.

A handwritten signature in cursive script that reads "Kevin Williams". The signature is written in dark ink and is positioned above a horizontal line.

Kevin Williams, Secretary/Treasurer