



Board of Directors Policies

Policy Number: 107	Subject: Director Compensation
Effective Date: 08/26/2025	Previous Version: 07/25/2023

OBJECTIVE

To identify Delta-Montrose Electric Association (DMEA) Board of Director (Board) compensation for service and reimbursement of authorized expenses for DMEA matters.

ACCOUNTABILITY

Board of Directors

POLICY

- 1. Monthly Compensation.** Each Director will receive a set monthly compensation of \$940 to compensate for time spent on DMEA matters that are not otherwise compensated under this policy, such as preparing for meetings, reviewing Director and DMEA materials, and participating in miscellaneous DMEA-related communications. This amount can be adjusted at such periodic intervals as the Directors may determine.
- 2. Board President.** As the Board President has responsibilities and performs duties beyond that of other Directors, the Board President shall receive additional monthly compensation of \$250.
- 3. Dual Directors.** Any Director who serves as a Dual Director (as defined in the Dual Director policy) on the CREA Board of Directors shall receive additional monthly compensation of \$150. At the time a Director is designated as a Dual Director to the board of any other entity, the Board will determine the appropriate compensation, if any, for such Dual Director.
- 4. Insurance.** DMEA will provide life insurance to Directors as outlined in the current benefit package summary given to new Directors. Directors receive coverage for business/travel/accident in the amount of \$100,000.
- 5. Service Area Meeting and Event Compensation.** Directors attending DMEA meetings (whether regular, special, committee or otherwise) or attending an authorized event in their capacity as Director, either in person or virtually, shall be compensated \$125 per meeting or event if held within DMEA's service area. If such a meeting or event exceeds three hours, Directors will be compensated an additional \$35 per hour, not to exceed \$300 in total compensation per day. Directors will be compensated for attendance at any committee meeting even if they are not designated to serve on that committee.
- 6. Non-Service Area Meeting and Event Compensation.** Compensation will be paid at the rate of \$300 per day for attendance at authorized meetings (e.g., training, conferences,



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legislative meetings) outside of the DMEA service area. If travel is required to or from such meeting, and the travel does not occur on the same day of the meeting, Directors are entitled to a travel allowance of \$125 per travel day for up to three hours of travel, and an additional \$35 per hour of travel, with the total travel allowance not to exceed \$300 per day. If the meeting and travel occur on the same day, then no travel allowance will be paid. The Board President must authorize attendance at non-DMEA meetings where compensation is sought.

7. Mileage Reimbursement.

- a. For travel within DMEA's service area, Directors will be compensated travel mileage at the then-current Internal Revenue Service standard business mileage rate. Any Director who must travel by vehicle more than fifteen (15) miles from their residence to a Director meeting or authorized public event within the DMEA service territory may request an additional \$35 for travel time, both to and from the meeting or event, with such additional compensation not to exceed \$70.
- b. For travel outside DMEA's service area, vehicle travel will be reimbursed at the then-current Internal Revenue Service standard business mileage rate up to, but not to exceed, the equivalent cost of economy or comparable class commercial airfare. Non-vehicle travel will be reimbursed on an actual cost basis, not to exceed the cost of travel by economy or comparable class.

8. Expenses.

- a. Directors shall be entitled to reimbursement of actual and reasonable expenses associated with authorized DMEA activities (e.g., food, lodging, transportation).
- b. Directors shall not be reimbursed for any expenses for a spouse, a non-Director, or non-employee companion unless the expense was appropriate in the business circumstances (e.g., a networking dinner with peer cooperative directors) and approved by the Board President.
- c. Directors will not be reimbursed for activities undertaken on their own initiative unless approved as an authorized DMEA activity by the Board President.
- d. Directors are encouraged to review the expense reimbursements of all Directors as posted to the Board Portal monthly to ensure transparency and compliance among the Directors.



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9. Subsidiary.

- a. A Director who also serves as a member of the Elevate Operating Managers is also entitled to compensation as may be provided by Elevate.
- b. If a DMEA meeting and an Elevate meeting are held on the same day, Directors may receive compensation from both entities and any mileage or travel-related reimbursements will be allocated as appropriate between DMEA and Elevate.

10. Miscellaneous.

- a. Disputes arising from payment of compensation, allowances, or fees will be settled by a majority of the quorum present at a Board meeting.
- b. If a Director receives compensation from another organization for attendance, travel, or other expenses relating to a business meeting, DMEA shall not pay like compensation. However, if a fee is paid and expenses are not, or if expenses are paid but a fee is not, DMEA will pay non-duplicative compensation or reimburse expenses in accordance with this policy.
- c. Any compensation for items not specifically addressed in this policy shall require prior approval from the Board President.
- d. A Director is not required to receive compensation, allowances, or reimbursements. A Director may elect not to seek reimbursement for expenses incurred by not submitting reimbursement requests and may forego compensation or allowances by providing notice to the Board President that such compensation and allowances are not to be paid.


Board of Directors President


Date