



**MINUTES OF THE REGULAR MEETING OF THE
DELTA-MONTROSE ELECTRIC ASSOCIATION**

BOARD OF DIRECTORS

December 16, 2025

Regular Board Session. On December 16, 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 November 2025 membership/meter report & adopted the November 2025 Regular Board Meeting minutes as presented.
- 2.** Addressed Board Committees.
- 3.** Received a CEO report.
- 4.** Received representative reports from WUES and the CREA as well as from Directors who attended other training courses and conferences.
- 5.** Approved SBS as the 2026 Board election services company.
- 6.** Reviewed future meeting dates.
- 7.** Listened to member/community comments.
- 8.** Held a rate hearing.
- 9.** Adopted resolution 2025-17 re: Rate Tariff Changes as presented.
- 10.** Entered Executive Session to receive a privileged CEO report; receive a confidential corporate, litigation, and regulatory update including a discussion on capital credit retirements and proposed updates to the Operation Round-Up Bylaws; review proposed updates to Board Policy 105 (Director Districts and Regions & Election of Directors), and discuss confidential board governance matters.

11.	Adopted resolution 2025-15 re: Operation Round-Up Bylaws as presented.
12.	Adopted resolution 2025-16 re: Capital Credit Retirement as presented.
13.	Approved updates to Board Policy 105 (Director Districts and Regions & Election of Directors) as presented.

Regular Board Session

I. Call Meeting to Order. President Cannon called the meeting to order at 3:04 p.m.

- **Directors present:** Stacia Cannon (President), Kevin Williams (Vice-President), Ken Norris, Jacob Gray (Secretary/Treasurer), Ryan Sedgeley (in at 5:03 p.m. during XII-Executive Session), Steve Metheny (Assistant Secretary/Treasurer), Damon Lockhart, Enno Heuscher, Emily Sanchez (via Teams) (left after 8:45 p.m. after XI-Rate Hearing)
- **Directors absent:** None
- **DMEA staff present:** Jack Johnston (Chief Executive Officer), Bob Farmer (Chief Financial Officer), Mateusz Pena (Chief Power Officer), Sarah Abbott (Chief Legal Officer), Cody Carver (Chief Operations Officer), Jay Suckey (Chief Information Officer), Amy Gavell (Chief of Staff), Kevin Martins (Digital Communications & Marketing Specialist), Katie Yergensen (Marketing & Communication Director), Kent Blackwell (Chief Administrative Officer), Jessica Forrest (Director of Finance), Paige Berry (Community Relations & Engagement Specialist), Teresa Shishim (Creative Services & Marketing Specialist)

**All staff sans Pena, Gavell, Johnston, Carver, Suckey, Farmer, Blackwell, and Abbott left during XII-Executive Session.*

- **Others present:** Gail Marvel (member & reporter with *The Montrose Mirror*), Duane Helderlein (member), Wendell Koontz (member & Delta County Commissioner), Beth & Andy Kennedy (member), Joseph McGill (via Team's) (member), Jennifer Kraft (spouse of member), Roger Bentley (member), Scott Goodwin (member), Chris Depuy (member), Mark Eckhart (member), David White (member), Nancy Kelso (member), Kurt Wedemann (member), Roberta Clough (member), Laura Refka (via Team's intermittently) (member)

**No members were present during XII-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 Gray, seconded by Director Lockhart, the Board unanimously accepted the agenda posted on December 4, 2025, as presented.
- V. Introductions.** Board Directors, staff, and guests introduced themselves.
- VI. General Business.**
 - 1. Consent Agenda.** Upon motion from Director Williams, seconded by Director Metheny, the Board approved the November 2025 membership/meter report and adopted the November 2025 Regular Board Meeting minutes as presented.

2. Committee Chair Reports.

- a. Finance, Audit & Rates.** It was reported the committee had not met since the last Regular Board Meeting. There will be a meeting in February 2026 to receive Equity Management training from the National Rural Utilities Cooperative Finance Corporation (CFC).
- b. Energy Services.** It was reported the committee had not met since the last Regular Board Meeting. There will be a meeting scheduled in Q1 2026 to address various matters.
- c. Member Relations Committee.** It was reported the committee had not met since the last Regular Board Meeting.
- d. Executive Committee.** It was reported the committee had not met since the last Regular Board Meeting

3. CEO Report. Johnston presented the CEO report. Employees participated in the 2025 Grid Ex tabletop physical and cyber exercise. It was noted that Safety Director, Chad Stickler, will be promoted to Chief Safety Officer in January 2026.

System reliability was addressed along with preparations for the transfer of upcoming Tri-State Generation & Transmission meters. Community events were reviewed and it was highlighted that applications for the youth tours/camps and scholarships are open. Spark Sessions will start again in Q1 2026.

Cyber security statistics were reviewed as well as an update on subsidiary activities. Due to the early nature of the December Regular Board

Meeting, November financials were not ready to review in full, so the Board reviewed financial information through October.

4. Affiliated Organizations & Education Reports

- a. Western United Electric Supply (WUES) Report.** CEO Johnston noted there has not been a WUES meeting since the last Regular Board Meeting as the WUES Board only meets quarterly. It was noted that DMEA received a patronage capital check from WUES for the fiscal year of 2019. The Annual Meeting will be in February 2026 in conjunction with the CREA Annual Meeting.
- b. Colorado Rural Electric Association (CREA) Report.** Director Lockhart noted there was a joint Director & Manager Meeting at the beginning of December. Legislative matters were addressed. DMEA has also received a patronage check from CREA. The old CREA building has sold. The CREA Annual Meeting will be in February 2026.
- c. Conference, Webinars, & Meetings.** Director Williams reported on his attendance at the Montrose Region Economic Outlook Conference and a Rocky Mountain Institute webinar. Director Sanchez is currently at National Rural Electric Cooperative Association (NRECA) Director Winter School taking courses to obtain her Credentialed Cooperative Director (CCD) certification.

5. Other Action Items.

- a. 2026 Board Election Services Company.** Blackwell and Yergensen provided a brief overview of the request for proposal (RFP) process including costs, company reviews, workload, etc. for the 2026 election

services company with it being staff's recommendation to go with Survey & Ballot Systems (SBS).

Upon motion from Director Williams, seconded by Director Metheny, the Board unanimously approved Survey & Ballot Systems (SBS) as the 2026 Board election services company.

VII. Future Meetings. The Board reviewed future meeting dates.

VIII. Recess/Form Reconciliation. The Board took a brief recess at 5:51 p.m. The meeting resumed at 6:06 p.m.

IX. Member Comments. Delta County Commissioner Wendell Koontz addressed the Board and staff thanking them for all the services and community support DMEA provides including hosting Friday Night Lights, supporting the North Fork Miners Trail, and Garnet Mesa Solar. He also addressed upcoming legislative and community events he thought the Board and staff might like to attend.

X. Dinner. The Board took a brief recess at 8:45 p.m. for dinner. The meeting resumed at 9:09 p.m.

XI. Rate Hearing. President Cannon called the rate hearing to order at 6:06 p.m.

Abbott provided an overview of the hearing process with Farmer providing staff testimony on the proposed rate changes. Member testimony on the proposed changes was received with it stated written comments from members received prior to the hearing had also been reviewed. It was noted state statute dictates 30-days' notice to the membership of any proposed rate

changes and what those changes are, but a rate hearing is not required by state law.

President Cannon closed the rate hearing at 7:24 p.m.

Director Sanchez moved to approve resolution 2025-17 re: Rate Tariff Changes as presented. Director Lockhart seconded the motion. Discussion ensued on the motion to approve resolution 2025-17 re: Rate Tariff Changes as presented.

Director Williams moved to amend the original motion to adopt resolution 2025-17 with a change to Attachment A of the proposed rates publicized to reduce the single phase residential access fee increase from \$7.50 to \$5 and to increase the per kWh cost to such amount necessary to meet revenue requirements, and directing staff to issue a new 30-days' notice for such proposed rate changes, as amended, to take effect February 1, 2026.

Director Heuscher seconded the motion. Discussion ensued. At the conclusion of discussion, the amendment was put to a vote of the Board with Directors Metheny, Sedgeley, Williams, and Heuscher in favor of the motion. Directors Sanchez, Lockhart, Norris, Cannon, and Gray cast dissenting votes and the motion to amend the original motion did not pass.

Director Sedgeley then moved to amend the original motion to adopt resolution 2025-17 to add to Attachment A a special low-income rate class, with direction to staff to administer, and which would involve no increase to the access fee and a reduction of the per kWh cost across all rate classes. The motion failed for lack of second.

Director Sedgeley then moved to amend the original motion to adopt resolution 2025-17 to amend Attachment A to grandfather in those members

who purchased an Electric Thermal Storage (ETS) heating unit to continue to remain on the Time-of-Use rate until such time their membership ceases or the unit is no longer in use. The motion failed for lack of second.

With no additional discussion, the original motion moved by Director Sanchez, and seconded by Director Lockhart to approve resolution 2025-17 re: Rate Tariff Changes as presented was put to a vote of the Board. The motion passed with two dissenting votes, with Director Williams asking for his dissention to be recorded.

XII. Executive Session. At 4:37 p.m., upon motion from Director Norris, seconded by Director Gray, the Board unanimously voted to enter Executive Session to discuss confidential corporate matters. At 5:03 p.m., upon motion from Director Gray, seconded by Director Metheny, the Board unanimously exited Executive Session for member comments.

At 5:05 p.m., upon motion from Director Heuscher, seconded by Director Williams, the Board re-entered Executive Session to discuss confidential corporate matters. At 5:51 p.m., upon motion from Director Norris, seconded by Director Lockhart, the Board unanimously exited Executive Session for the Rate Hearing.

At 9:09 p.m., upon motion from Director Lockhart, seconded by Director Gray, the Board unanimously re-entered Executive Session to receive a privileged CEO report; receive a confidential corporate, litigation, and regulatory update including a discussion on capital credit retirements and proposed updates to the Operation Round-Up Bylaws; review proposed updates to Board Policy 105 (Director Districts and Regions & Election of Directors), and discuss confidential board governance matters. At 9:25 p.m.

upon motion from Director Metheny, seconded by Director Sedgeley, the Board unanimously exited Executive Session.

XIII. Reconvened Regular Meeting.

- 1. Resolution 2025-15 re: Operation Round-Up Bylaws.** Upon motion from Director Williams, seconded by Director Sedgeley, the Board unanimously adopted resolution 2025-15 as presented.
- 2. Resolution 2025-16 re: Capital Credit Retirement.** Upon motion from Director Sedgeley, seconded by Director Lockhart, the Board unanimously adopted resolution 2025-16 as presented.
- 3. Board Policy 105: Director Districts and Regions & Elections of Directors.** Upon motion from Director Metheny, seconded by Director Sedgeley, the Board unanimously approved updates to Board Policy 105 as presented.
- 4. Rates.** There were no additional action items to address regarding rates.
- 5. Other Executive Session Items (if required).** There were no additional items to address.

XIV. Adjournment. With no further business to conduct, the Board adjourned its Regular Meeting at 9:27 p.m.



Kevin Williams, Vice-President