



**MINUTES OF THE REGULAR MEETING OF THE  
DELTA-MONTROSE ELECTRIC ASSOCIATION  
BOARD OF DIRECTORS  
February 24, 2026**

**Regular Board Session.** On February 24, 2026, 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.

<b>During its regular meeting, the DMEA Board:</b>	
<b>1.</b>	Approved the January 2026 membership/meter report & adopted the January 2026 Regular Board Meeting minutes as presented.
<b>2.</b>	Addressed Board Committees and received Board Committee reports.
<b>3.</b>	Received a CEO report.
<b>4.</b>	Received representative reports from WUES and the CREA as well as from Directors who attended other training courses and conferences.
<b>5.</b>	Appointed CEO Johnston as the voting delegate and CoS Gavell as the alternate voting delegate for the NRECA Power Xchange Annual Meeting.
<b>6.</b>	Reviewed future meeting dates.
<b>7.</b>	Listened to member/community comments.
<b>8.</b>	Entered Executive Session to receive a privileged CEO report; to review confidential corporate, litigation, and regulatory matters; to discuss power supply; to address unclaimed capital credits; to review the Articles of Incorporation; to discuss proposed updates to Board policies 106 (Rate Tariffs & Fees), 109 (Engagement of Outside

	Services), and 113 (Recall of Directors); and to address confidential board governance matters.
<b>9.</b>	Approved updates to Board policies 106 (Rate Tariffs & Fees), 109 (Engagement of Outside Services), and 113 (Recall of Directors) as presented.

### **Regular Board Session**

**I. Call Meeting to Order.** President Cannon called the meeting to order at 3:01 p.m.

- **Directors present:** Stacia Cannon (President), Kevin Williams (Vice-President), Jacob Gray (Secretary/Treasurer) (via Team's), Steve Metheny (Assistant Secretary/Treasurer), Ken Norris, Ryan Sedgeley, Damon Lockhart, Enno Heuscher (via Team's) (in during VI-General Business, 3-CEO Report) (left during XI-Executive Session), Emily Sanchez (left during XI-Executive Session)
- **Directors absent:** None
- **DMEA staff present:** Jack Johnston (Chief Executive Officer), Bob Farmer (Chief Financial Officer), Mateusz Pena (Chief Technical Officer), Sarah Abbott (Chief Relations Officer & General Counsel) (in during XI-Executive Session), Cody Carver (Chief Operations Officer), Jay Suckey (Chief Service Officer), Amy Gavell (Chief of Staff), Kevin Martins (Digital Communications & Marketing Specialist), Katie Yergensen (Marketing & Communication Director), Paige Berry (Community Relations & Engagement Specialist), Chad Stickler (Chief Safety Officer), Jessica Forrest (Finance & Accounting Director)  
*\*All staff sans Pena, Stickler, Gavell, Johnston, Carver, Suckey, Farmer, and Abbott left prior to XI-Executive Session.*

- **Others present:** Janet Chapman (member, representative from Citizen’s Climate Lobby) (left prior to XI-Executive Session), Joseph McGill (via Team’s) (member) (left prior to XI-Executive Session), Peter Fox-Penner, Sylvia Tang, and John Tsoukalis (via Team’s) (The Brattle Group) (in during a portion of XI-Executive Session)

- II. Pledge of Allegiance.** Led by Director Williams, 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 Sanchez, seconded by Director Williams, the Board unanimously accepted the agenda posted on February 13, 2026, 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 January 2026 membership/meter report and adopted the January 2026 Regular Board Meeting minutes as presented.
- 2. Committee Chair Reports.**
- a. Finance, Audit & Rates.** The committee met on February 12<sup>th</sup> to receive Equity Management training from the National Rural Utilities Cooperative Finance Corporation (CFC). There was an in-depth

discussion on equity management by the Board. CEO Johnston addressed questions previously posed by President Cannon after the committee meeting.

- b. Energy Services.** It was reported the committee had not met since the last Regular Board Meeting. There will be a meeting in March 2026 to receive presentations on geothermal, coalbed methane, and to review the energy assessment process.
- c. Member Relations Committee.** It was reported the committee had not met since the last Regular Board Meeting.
- d. Executive Committee.** The committee met on February 5<sup>th</sup> to discuss strategy and general Board governance matters. There are several committee meetings scheduled for March and April 2026 to address strategy planning as well as the CEO evaluation and compensation and the Board self-evaluation process.

- 3. CEO Report.** CEO Johnston presented the CEO report. Reliability was addressed with it noted January 2026 was slightly higher due to inclement weather. A vegetation management contract crew, Xylem, started in 2026 and has been doing well. Director Sedgeley inquired about the process of the current sectionalizing study data collection which CTO Pena addressed.

The call answer rate is improving. It was highlighted that the member services team is only receiving 3-5 calls a week after the rate hearing in December 2025. Additionally, there have only been five member e-mails.

In the March 2026 member newsletter, the CEO article will be addressing data centers; data centers will be discussed later during Executive Session. There was a discussion on the announcement that DMEA is no longer proceeding with PACE and the communities' reception. Director Sedgeley commended staff on developing materials on energy assistance options in both English and Spanish.

2025 financials are not closed out. January 2026 financial information was reviewed. It was noted that electric revenue has been lower due to warmer weather in the last few months compared to prior years. The Board reviewed and discussed Board expenses as well as 2026 unclaimed capital credits donations to date.

#### **4. Affiliated Organizations & Education Reports**

- a. Western United Electric Supply (WUES) Report.** CEO Johnston attended the WUES Annual Meeting in conjunction with the CREA Annual Meeting. It was noted that DMEA received praise from WUES at that meeting regarding the handling of our rubber materials and how they have low failure rates when tested by WUES.
- b. Colorado Rural Electric Association (CREA) Report.** Director Lockhart highlighted his attendance at the CREA Annual Meeting noting he is now the CREA Board Vice-President. Legislative matters were discussed.
- c. Conference, Webinars, & Meetings.** Director Metheny reported on his attendance at the NRECA Director Conference and the CREA Annual Meeting, highlighting an AI class he took as part of the latter. President Cannon highlighted her attendance at the NRECA Director

Conference and a tour of the Gunnison Tunnel. Directors Norris and Gray also attended the Gunnison Tunnel tour and addressed their experience. Director Heuscher attended NRECA Director courses offered in conjunction with the CREA Annual Meeting. Director Gray reported on his attendance at the NRECA Director Conference. Director Williams discussed the Montrose State of the City meeting he attended.

**5. Other Action Items.**

- a. **NRECA Annual Meeting Voting Delegate(s).** Upon motion from Director Williams, seconded by Director Norris, the Board unanimously appointed CEO Johnston as the NRECA Annual Meeting voting delegate and Chief of Staff Amy Gavell as the alternate voting delegate.

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

**VIII. Recess/Form Reconciliation.** The Board took a brief recess at 5:05 p.m. The meeting resumed at 5:21 p.m.

**IX. Member Comments.** Janet Chapman, representative from Citizen's Climate Lobby, addressed the Board noting the Citizen's Climate Lobby's nay position on data centers.

**X. Dinner.** The Board broke for dinner at 7:11 p.m. during Executive Session with the meeting resuming at 7:31 p.m.

**XI. Executive Session.** At 5:21 p.m., upon motion from Director Sanchez, seconded by Director Lockhart, the Board unanimously voted to enter

Executive Session to receive a privileged CEO report; to review confidential corporate, litigation, and regulatory matters; to discuss power supply; to address unclaimed capital credits; to review the Articles of Incorporation; to discuss proposed updates to Board policies 106 (Rate Tariffs & Fees), 109 (Engagement of Outside Services), and 113 (Recall of Directors); and to address confidential board governance matters. At 9:10 p.m., upon motion from Director Metheny, seconded by Director Norris, the Board unanimously exited Executive Session.

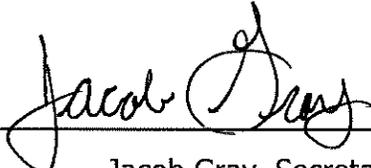
## **XII. Reconvened Regular Meeting.**

### **1. Board Policies.**

- a. 106: Rate Tariffs & Fees.** Upon motion from Director Williams, seconded by Director Sedgeley, the Board unanimously approved the updates to Board Policy 106 as presented.
- b. 109: Engagement of Outside Services.** Upon motion from Director Sedgeley, seconded by Director Metheny, the Board unanimously approved the updates to Board Policy 109 as presented.
- c. 113: Recall of Directors.** Upon motion from Director Lockhart, seconded by Director Sedgeley, the Board unanimously approved the updates to Board Policy 113 as presented.

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

**XIII. Adjournment.** With no further business to conduct, the Board adjourned its Regular Meeting at 9:12 p.m.



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Jacob Gray, Secretary/Treasurer