

**DELAWARE ELECTRIC COOPERATIVE
MINUTES OF REGULAR MEETING OF THE BOARD OF DIRECTORS**

April 15, 2020

CALL TO ORDER

The regular meeting of the Board of Directors of Delaware Electric Cooperative, Inc. was held, via teleconference, on Wednesday, April 15, 2020 at 10:05 a.m. Chairman William J. Wells called the meeting to order. The following directors were present: Dean C. Belt, Michael K. Brown, Blaine M. Daisey, Sr., Patricia S. Dorey, William P. Haughey, Jr., Bruce A. Henry, William W. Noel, Jr., Laura T. Phillips, Charles L. Towles, Jr., and Bruce R. Walton.

Also, present, via teleconference, were J. William Andrew, Rob Book, Bruce Campbell, Tom Beamon, Mark Nielson, David Shapley, Troy Dickerson, Dawn Smart, Dwayne Street, Jesse Spampinato, Jamie Nutter, and Monika Lowe, who recorded the minutes of the meeting.

APPROVAL OF MINUTES

The Minutes of the regular meeting of March 18, 2020 were approved.

HUMAN RESOURCES

Vice President of Human Resources, Dawn Smart, reviewed the safety report. Vice President Smart reported to the Board there were two injuries for the month of March. A minor scratch to an employee's eye resulted in a recordable injury. The other injury was a non-recordable minor strain to an employee's ankle.

Vice President Smart discussed a new policy, Administrative Policy No. 500.39, Telecommuting/Remote Work from Home Policy. After some discussion, the Board voted unanimously to approve the new policy.

FINANCIAL REPORT

Chief Financial Officer (CFO), Tom Beamon, reviewed the overall 2020 budget with the Board which integrated the impact of the proposed June 1, 2020 energy rate change. CFO Beamon's analysis indicated very little change to the original budget.

ENGINEERING, PLANNING & INNOVATION REPORT

Vice President of Engineering, Strategy and Innovation, David Shapley, reported that growth continues to outpace last year, not only in new services, but Miss Utility locates, as well. Miss Utility tickets continue on an upward trend outpacing last March's numbers by 8%, and 10% YTD.

Vice President Shapley reported the number of RF meters presently installed on our system totaled over 40,000, which accounts for approximately 40% of the total meters in service.

Vice President Shapley reported that DEC's Electrical Vehicle Charging pilot program has a total of 37 chargers assigned to members' home accounts.

ENGINEERING

Assistant Vice President of Engineering, Troy Dickerson, reported that year-to-date new services increased 12.92% from last year's numbers. Year-to-date jobs engineered are up 5% from this time last year and we have exceeded previous years numbers for staked lots in developments. New service requests are also up from last year.

Assistant Vice President Dickerson reported wildlife protection is being installed in several substations to protect equipment from animal short circuit damages.

RISK MANAGEMENT

Vice President of Risk Management, Bruce Campbell, requested Staff and Departmental Managers to identify suspected risks that may affect their department. Plans are in place to review those risks individually and collaboratively. A formal plan is anticipated to assure timely execution of risk identification and risk mitigation strategies in the future.

OPERATIONS & MAINTENANCE

Vice President of Operations, Jesse Spampinato, presented the Operations Report to the Board. Vice President Spampinato reported the year-to-date SAIDI ratings showed 7.45 minutes in 2020 versus 1.17 minutes in 2019, compared to last year this shows an unfavorable 537% YTD.

This unfavorable performance in reliability indices were due to a substation outage at the Bayard Substation. The root cause of the outage was determined to be unknown.

Vice President Spampinato reported system controls hit the peak for March. DEC ran load control and beat the peak twice in the month of March, with three times being the average for the month.

Vice President Spampinato reported that DEC Management in response to protect against the Coronavirus hired Royal Plus, Inc. to disinfect the main office building, fleet, and warehouses using an electrostatic spraying technology.

REGULATORY REPORT

Vice President of Staff Services, Mark Nielson, provided the Board with an update on the Bruce A. Henry Solar Farm. In March, the solar farm produced 518,048 kWh and had an 815 kW impact on our coincident peak. For the month, the kWh production was 8.41% less than forecasted.

Vice President Nielson noted that Phase II of the Bruce A. Henry Solar Farm generated 446,754 kWh for March with a 635 kW impact on our coincident peak.

Vice President Nielson presented DP&L's proposed increases associated with their distribution delivery rates in comparison to DEC's current delivery rates.

Vice President Nielson reviewed, with the Board, a memo prepared by attorney Jamie Nutter advising DEC of its legal rights to hold meetings remotely. and a resolution, prepared by Jamie Nutter, was presented to memorialize the Cooperative's right to hold remote meetings with the Board and members attending remotely. These two documents reflect DEC's decision to hold the member rate hearing, scheduled for May 20, 2020, to discuss and vote upon a proposed decrease in the power cost adjustment via remote technology.

ODEC REPORT

Director Bruce Henry discussed, in detail, the Confidential ODEC report summarizing facts released from the March 2020 ODEC Board Meeting.

MEMBER SERVICES REPORT

Vice President of Member Services, Rob Book, presented the Member Services report to the Board. Since the Coronavirus has affected Delaware and the State has been put under a State of Emergency, there has been a decline in calls compared to this time last year. The number of new members calling in to initiate a new account has not been affected.

Vice President Book reported, due to the State of Emergency, members are not penalized if payment is not received on time. Member Services representatives are still communicating with the members and referring them to contact a local agency for funding if they are not able to pay their bill.

Vice President Book reported the Annual Meeting date is August 11, 2020. Due to the Coronavirus, attendance may be affected. It will be discussed later if the meeting will need to be rescheduled.

Vice President Book reported a proposal for a change to the by-laws that would make voting available electronically. Petitions are required to have fifteen signatures by June 11, 2020. Vice President Book reported he is working with Jamie Nutter, Esq. to provide recommendations to amend the by-laws for future voting.

LEGISLATIVE REPORT

Director Charles Towles did not have a report this month.

TECHNOLOGY

Chief Information Officer, Dwayne Street, reported that the Critical Infrastructure Availability for the month of March was 100% in several areas and the Wide Area Network (Fiber) server was at 99.9%.

Street reported multiple departments are currently working remotely. Since March 24, 2020, an average of 55 people per day have been working remotely on the network versus prior months when an average of 2-5 people worked remotely.

NRECA REPORT

Director Michael Brown advised the Board that the NRECA has asked for financial support for unpaid bills in the next stimulus package. All meetings have been cancelled through June 24th. This includes the NRECA Youth Tour.

PRESIDENT'S REPORT

President & CEO Bill Andrew summarized his gratitude for his Staff through the current pandemic.

ADJOURNMENT

Having no other business to come before the Board, the meeting was adjourned at 1:55 p.m.

EXECUTIVE SESSION

Chairman Wells called for an Executive Session. Having no other business, the meeting was adjourned at 3:15 p.m.

Chairman

Secretary