

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

September 20, 2023

CALL TO ORDER

The regular meeting of the Board of Directors of Delaware Electric Cooperative, Inc. was held at the Delaware Electric Cooperative headquarters in Greenwood, Delaware, on Wednesday, September 20, 2023, at 10:00 a.m. Chair Patricia S. Dorey called the meeting to order. The following directors were present: William J. Wells, Michael K. Brown, Laura T. Phillips, Hunter Emory, William P. Haughey, Jr., Charles L. Towles, Jr., Bruce R. Walton, Blaine M. Daisey, and Thomas Brown. Director Bruce Henry was absent from the meeting.

Also present at the meeting were Rob Book, Dawn Smart, Jesse Spampinato, Troy Dickerson, Dave Shapley, Kevin Yingling, Bruce Campbell, Ben Galvacky, Jamie Nutter, and Lauren Freese, who recorded the minutes of the meeting.

INVOCATION / PLEDGE OF ALLEGIANCE

Invocation was given by Director Dorey, followed by the Pledge of Allegiance.

NEW EMPLOYEES

Vice President Human Resources, Dawn Smart introduced MSR Call Center Destiny Walls and Entry Level System Engineer Jenna Bauer.

RECOGNITION

Information Security Manager, Ben Galvacky shared Data Scientist Grace Malcom's achievement of being featured in Rural Electric Magazine's 2023 edition of Co-op Rising Stars.

APPROVAL OF MINUTES

The Minutes of the regular meeting of August 17, 2023, were approved.

CORPORATE CALENDAR

It was noted that the corporate calendar was part of this month's BoardEffect book and covered the period September through November 2023.

HUMAN RESOURCES REPORT

Vice President, Dawn Smart updated the Board on current open positions, litigation, union relations, grievances, training, and development. She also shared safety statistics for the cooperative for the month of August.

FINANCIAL REPORT

Vice President, Bruce Campbell, reviewed the financial performance of the cooperative for month-ending August 2023.

SPECIAL PROJECTS & INNOVATION REPORT

Vice President of Innovation and Special Projects, Dave Shapley, gave updated information on the performance of DEC's existing renewable project portfolio and gave an update on the status of DEC's solar projects under development and grant application status.

ENGINEERING REPORT

Vice President, Troy Dickerson reported on the performance of the engineering department relative to new services, jobs engineered and staked and un-staked work orders, and gave a transformer update.

OPERATIONS REPORT

Vice President, Jesse Spampinato reported on six circuit outage events in August, construction statistics, system reliability, vegetation management, load control and Beat the Peak (load control) performance for the month. He also gave a hurricane season update.

The Board asked Mr. Spampinato to draft a letter regarding contractors cutting our lines that would be reviewed by legal counsel.

TECHNOLOGY REPORT

Information Security Manager, Ben Galvacky reported on DEC's network and application reliability in August and ongoing DEC efforts to address phishing, cybersecurity risks and vulnerability management improvements. He informed the Board that they will be receiving an iPad refresh in the next few weeks.

MEMBER SERVICES REPORT

Vice President, Kevin Yingling reported on internal and external communications including safe planting and end of load management. He gave updated call center statistics for the month and how DEC residential rates compared with other peer electric utilities.

The Board asked that they be informed when DEC is speaking at HOA meetings.

ODEC REPORT

Director Mike Brown gave a summary of ODEC's performance and budget.

LEGISLATIVE REPORT

Jamie Nutter updated the Board on statewide candidates that may be running for election.

NRECA REPORT

Director Hunter Emory gave a Region 1 meeting recap, shared public assistance loan reimbursement information and upcoming events.

VMD REPORT

Chair Dorey reported that the H.R. Committee met to assess the VMD's CEO performance.

PRESIDENT'S REPORT

President and CEO, Rob Book gave a recap of the facilities planning and an update on service territory adjustment.

GOVERNANCE COMMITTEE

Vice President of Human Resources, Dawn Smart reviewed changes to board policies 300.6, 300.7 and 400.9. The Board approved all changes.

ADJOURNMENT

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

EXECUTIVE SESSION

Chair Pat Dorey called for an Executive Session. The Board exited the Executive Session meeting at 4:22 pm and adjourned the board meeting at that time.

Secretary

Chairperson