

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

October 18, 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, October 18, 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.

Also present at the meeting were Dwayne Street, Dawn Smart, Jesse Spampinato, Troy Dickerson, Dave Shapley, Kevin Yingling, Bruce Campbell, Kyle Bouika, 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 Jr. Cable Locator Brock Hilligoss.

APPROVAL OF MINUTES

The Minutes of the regular meeting of September 20, 2023, were approved.

CORPORATE CALENDAR

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

HUMAN RESOURCES REPORT

Vice President, Dawn Smart updated the Board on current promotions, open positions, litigation, union relations, grievances, training, and development.

FINANCIAL REPORT

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

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.

He reviewed changes to Tariff Leaf #24 – 10.0 Extension of Primary Secondary & Service Lines which were approved by the Board.

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 nine circuit outage events in September, 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.

TECHNOLOGY REPORT

Manager Information Technology, Kyle Bouika reported on DEC's network and application reliability in September and ongoing DEC efforts to address phishing, cybersecurity risks and vulnerability management improvements.

MEMBER SERVICES REPORT

Vice President, Kevin Yingling reported on internal and external communications including sponsor targeted ads, eBook, and a new outage map. He gave updated call center statistics for the month and how DEC residential rates compared with other peer electric utilities.

ODEC REPORT

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

LEGISLATIVE REPORT

Jamie Nutter shared that the Legislative luncheon will be on January 18, 2024.

NRECA REPORT

Director Hunter Emory gave an update on NRECA's recent activities.

VMD REPORT

Chair Dorey reported that the VMD Board budget meeting and training will be held on October 23rd and 24th.

CHIEF OPERATING OFFICER’S REPORT

Chief Operating Officer, Dwayne Street thanked the Board and staff for their support during the recent health events of President and CEO, Rob Book. He also updated the Board on facilities planning, rates and cost of service survey, innovation strategy teams, and the DEC employee survey. He stated that he would give a 2023 strategic goals update at the November meeting as well as a capital credit retirement recommendation.

GOVERNANCE COMMITTEE

Vice President of Human Resources, Dawn Smart reviewed changes to board policies 300.04 and 400.10. The Board approved all changes.

ADJOURNMENT

Having no other business to come before the Board, the meeting was adjourned at 2:42 p.m.

EXECUTIVE SESSION

Chair Pat Dorey called for an Executive Session. The Board exited the Executive Session meeting at 4:30 pm.

REGULAR SESSION RECONVENED

Chair Pat Dorey reconvened the Regular Session to review the 2024 Board budget. The 2024 Board budget was approved by the Board. The Board exited the Regular Session meeting at 5:05 pm and adjourned the board meeting at that time.

Secretary

Chairperson