

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

January 14, 2026

CALL TO ORDER

The regular meeting of the Board of Directors of Delaware Electric Cooperative, Inc. was held at the Delaware Food Bank in Milford, Delaware, on Wednesday, January 14, 2026, at 9:00 a.m. Chair Patricia S. Dorey called the meeting to order. The following directors were present: Bruce R. Walton, Laura T. Phillips, William P. Haughey, Jr., Charles L. Towles, Jr., Thomas Brown, Hunter Emory, Mark Abbott, Blaine M. Daisey, Michael K. Brown, and Jeffery Chorman.

Also present at the meeting were Dwayne Street, Troy Dickerson, Bruce Campbell, Dawn Smart, Jesse Spampinato, Kevin Yingling, Grace Miles, and Lauren Freese, who recorded the minutes of the meeting.

INVOCATION / PLEDGE OF ALLEGIANCE

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

APPROVAL OF MINUTES

The Minutes of the regular meeting of December 17, 2025, were approved.

CORPORATE CALENDAR

It was noted that the corporate calendar was part of this month's BoardEffect book and covered the period January through March 2026.

NEW EMPLOYEES

Vice President, Dawn Smart introduced recently promoted Manager of Facilities Wayne Tesoro. She also shared the retirement of Teresa McCann after 37 years of service.

HUMAN RESOURCES REPORT

Vice President, Dawn Smart, updated the Board on litigation, training, and development and the graduation of the 2025 LEAD participants.

FINANCIAL REPORT

There was no financial report as GL remains open a few weeks longer into January to ensure transactions are recorded in the proper year.

Vice President, Bruce Campbell shared the timeline for the 2025 audit which includes the auditors being on site the week of February 16 – 20 and a pre-audit meeting with the Audit Committee on February 18.

ENGINEERING REPORT

Vice President, Troy Dickerson shared new service numbers for the last 5 years, information about a new development, Cedarcrest serviced by Pepper substation and a capital credit retirement from Ermco.

OPERATIONS REPORT

Vice President, Jesse Spampinato reported on six circuit outage events in December, system reliability, and gave a building update.

TECHNOLOGY REPORT

Manager of Business Intelligence, Grace Miles updated the Board on the many projects her team and the Business Intelligence Committee are working on and gave an example using meter density. She also shared information on NISC Pathways Content Creator Beta Program.

PCA INCREASE

Vice President Member Services, Kevin Yingling and Vice President Finance, Bruce Campbell shared information regarding an upcoming Special Board meeting on February 18 to share information regarding a PCA increase. A call-in number will be provided for members with a listen only option.

MEMBER SERVICES REPORT

Vice President, Kevin Yingling reported on current communications shared with members including energy tips and 2026 Youth Tour opportunity and application process.

Mr. Yingling reviewed changes to Tariff Leaf #94 – Residential Controllable Thermostat Rider Schedule R-CT. The Board approved the changes.

COMMUNITY SOLAR

Manager of Metering and Energy Services, Lucas Zlock shared a presentation on Community Solar and its benefits to our members.

BOARDEFFECT APPENDIX DOCUMENTS

More information for each of the departments (Human Resources, Accounting & Finance, Engineering, Operations, Technology and Member Services) can be found in this month’s BoardEffect appendix documents.

ODEC REPORT

Director Michael Brown gave a summary of ODEC’s performance.

LEGISLATIVE REPORT

Mr. Nutter gave a legislative update.

COO Report

Chief Operating Officer, Dwayne Street updated the Board on Strategic Planning and Governance meeting, future generation and gave a building update.

ADJOURNMENT

Having no other business to come before the Board, the meeting was adjourned at 1:15 pm.

EXECUTIVE SESSION

Chair Pat Dorey called for an Executive Session after which the Board returned to regular session to discuss and vote on a proposed Resolution recommending the members adopt an amendment to the Cooperative’s bylaws relating to director qualification and elective office. A motion and second to approve were made and the resolution was approved by a majority of the directors (10 yes, 1 abstention). The Board of Directors then returned to Executive Session for the purpose of discussing matters related to personnel and employee compensation. The Board exited the Executive Session meeting at 2:45 pm and adjourned the board meeting at that time.

Secretary

Chairperson