EMPIRE ELECTRIC ASSOCIATION, INC.
MINUTES OF THE REGULAR MEETING
OF THE BOARD OF DIRECTORS
June 12, 2026

Regular meeting of the Board of Directors of Empire Electric Association, Inc. was held Friday, June 12, 2026, with the following directors present: David Sitton, Kent Lindsay, Bob Barry, Larry Archibeque, Corey Robinson and Doug Sparks. Others present: General Manager Josh Dellinger, Executive Secretary / HR Representative Shawna McLaughlin, Financial Manager Ginny Johnson, Member Engagement Manager Andy Carter, and System Engineer Dalton Randolph. Appearing by web conference: Attorney Shay Denning, Director Bill Mollenkopf, Business Services Manager Chris Snyder. Absent is Operations and Engineering Manager Ken Tarr.

Others present by web conference: None.

President Sitton called the meeting to order at 8:30 a.m.

Approve Consent Agenda:
Action Item: Dellinger asked to change the agenda by moving the Rate Committee Proposal into executive session. Sparks moved to approve the consent agenda with the agenda change, seconded by Robinson. Motion carried.

Membership Input: None.

Monthly Safety Report: Dellinger stated that the safety report is in the board packet. There were no personal injuries, and we had one property damage when an employee was driving Truck 105 through a dip in a field and damaged a tire and rim by hitting a rock. The Safety Stand Down event was held on June 4, 2026. We are working on installing a lanyard detection system in our bucket trucks. The Company Safety and Health Committee would like to invite board members to attend the Company Health and Safety Meetings to give the board an opportunity to see how they operate. Next meeting is July 8, 2026 beginning at 8:00 a.m. Archibeque will be attending this meeting.

Correspondence:
1. Federated Member Update
2. CFC Report from the Board
3. Federated Report from the Board

Thank you Letters:
1. 12 Hours of Mesa Verde for our sponsorship
2. Magnolia Dellinger for the graduation gift
3. Christopher (Wyatt) Snyder for the graduation gift

Policy Review/Action:
Action Item: Policy 11: Delegation of Authority from the Board of Directors to the General Manager (05-10-2024): Dellinger stated that staff and legal reviewed Policy 11. As requested at the last board meeting, suggested language regarding what happens if the General Manager is unable to perform their duties has been incorporated into this policy. Lindsay moved to approve Policy 11 as edited, seconded by Robinson. Motion carried.

Action Item: Policy 12: Director Election and Voting (05-10-2024): Dellinger reported that staff and legal reviewed Policy 12, and a few minor edits are suggested. A change was made to the number of days for director election petitions to be submitted from 45 days to 60 days. This was changed in our bylaws a couple of years back, but was missed in the policy. Sparks moved to approve Policy 12 as edited, seconded by Archibeque. Motion carried.

General Manager Report:
Action Item: Consider Voting for the NISC – Meridian Merger: Dellinger explained that NISC has negotiated a merger with Meridian. ATS, our former CIS and FIS software, changed to Meridian a few years ago. At that time, we determined that switching to NISC was the best path forward for EEA, and we believe that was the right decision. NISC is much larger and generally has superior products for pricing, but there may be a few areas where Meridian shines. With this merger, hopefully the better features of Meridian will get incorporated into NISC and the end result will be an even better product for us. The merger must be approved by NISC's membership. Information about the merger and voting process is in the board packet. Archibeque moved to delegate Dellinger to vote yes on the NISC – Meridian Merger, seconded by Lindsay. Motion carried.

Financials: Johnson reported on April's financials. She spoke about some of the budget variances and explained them. Bottom line continues to look good and follows our financial policy and loan covenants. Barry mentioned that the annual report in the Colorado Country Life was well done.

Miscellaneous: Dellinger mentioned that our engineering callback time is about six to seven weeks out, which is longer than we like. Dellinger mentioned that we have two Engineering Techs which have had to take some medical time off and we have had a lot of joint use make ready projects that have slowed them down. He stated that we are back to full staff and looking forward to those call times coming down. The board discussed communication with staff and challenged staff to improve communication with the member. In addition, the board requested a strategy for how to reduce callback time. Staff reported that callback times increase during the busy summer season and then decrease during the winter. If EEA hires additional staff, we could keep the callback time down during the busy season, but we would have the risk of not keeping staff busy during the less busy season. Consensus of the board is they would like to have staff research the cost of hiring another Engineering Tech that could possibly split the time between staking and other duties. Staff will do an analysis of options that could help reduce the engineering callback time.
Dellinger stated that he attended the Dolores Watershed Collaborative meeting and gave a joint presentation with Pano AI. They presented on their wildfire detection camera technology and the proposal that Xcel Energy has offered to our community. The common theme between different organizations is that funding is tight and it doesn't look like a collaboration to fund cameras will be forming anytime soon. Dellinger will continue to monitor this technology and look for opportunities to implement it, or something similar, in the future.
Dellinger reminded the board that the annual meeting is next week. He stated that we need a director to do the pledge and the invocation. Robinson will do the pledge and Archibeque will do the invocation. Dellinger also mentioned that in past annual meetings, we always had a signup sheet for members to speak, but we also open it up to the audience. He asked if we would like to continue to have this signup sheet. Sitton stated that we do want to continue with this sheet but supported continuing the practice of also allowing questions from the audience.
Dellinger mentioned that there were two inverters that caught fire in the Montezuma Solar array. Altus Power is confident that the problem was limited to those two inverters, but they are currently going through all the others to make sure there are no more issues. The array is currently offline and will be until they make sure that all the inverters have been inspected and are safe.

Director Roundtable: Sparks mentioned that he had a discussion with Casey Simpson with the City of Cortez Public Works department. They are talking about a mandate that all new residential builds need to be ready for solar

and EV hookups. Sparks asked how this will affect EEA. Dellinger stated that with all new builds we have system minimums of a 25 kVA transformer and that will help to ensure we have future capacity. Our System Engineer keeps track of the load growth to make sure that we have the capacity for new builds.
Barry mentioned that he has had members ask about a night drop box at our new location. There is not a night drop box and there are no plans to install one. There isn't a good spot to put the box in a secure location. The gate to the campus is locked when the office is closed. There is not an area for traffic to turn around outside of the gate, so we are not wanting traffic on the county road after hours. We are also trying to be respectful of our residential neighbors. EEA has numerous additional ways to pay bills.
Barry mentioned the proposed pot ash plant in Eastland and asked if we have heard anything about this project. We have not had any new information given to us about this.
Mollenkopf stated that he went to the Safety Stand Down event last week. He also will be attending the upcoming CFC Forum.

Attorney: Attorney Shay Denning stated that her written report is in the board packet and answered questions. She highlighted the easement issue, the BYOR update, and will speak more about these items in executive session.

Tri-State: Robinson reported on the Tri-State meeting. The high impact load tariff (HILT) received a deficiency letter from FERC. Tri-State has 30 days to respond and then FERC has 60 days to respond. Hopefully this will be resolved in August. A contract termination letter was submitted by Midwest Electric. Robinson gave an update on the new Tri-State facility, which is still on track and on budget. They had a Cyber Update on Mythos. There was a presentation regarding how transmission revenue will increase through the Southwest Power Pool. They are having some budget variances that are running in Tri-States favor. The Department of Energy has released $25M of GRIP funding to support demand response programs. They had discussions regarding BP315 – Rate Design Committee but have not taken any actions on the policy yet. They expect to have more discussions in the near future.

Colorado Rural Electric Association: Archibeque reported on CREA's meeting. He stated that he attended the LPEA annual meeting. LPEA CEO Chris Hanson made the statement that since they left Tri-State, they went from one of the highest rates to one of the lowest. Archibeque also attended the White River annual meeting. CREA would like to have EEA host a meeting at our location in the next couple of years. CREA recognized Stuart Travis who is retiring after being on their board for 20 years. He discussed this year's proposed NRECA resolutions and explained CREA's opinion on three of them. Kent Singer had been the representative for the NRECA resolution committee in the past. The CREA board chose Chris Hansen and Dave Munk to be on this committee.
Archibeque spoke about the safety program task force report. It included a proposal for different levels of participation and services to meet the individual co-ops needs. They summarized a proposed budget and rate structure to support the safety programs. CREA is also looking at creating a captive insurance company to provide parametric wildfire liability coverage to CREA's member co-ops. Tom Walch was invited to come to EEA's annual meeting, but he is unable to attend. He would like to attend a future EEA board meeting.

Western United: Barry reported on the Western United meeting. He stated that the sales and financial information is in the packet. There is not a meeting in June. Next meeting will be in August.

Utah Rural Electric Cooperatives Association: Barry reported that he did not attend the URECA meeting.

Committees:

- ***Action item:*** Consider the Scholarship Deferral Requests: Robinson moved to approve the three requests for scholarship deferrals, seconded by Archibeque. Motion carried.

Executive Session: Archibeque moved to go into executive session to receive legal advice, discuss Tri-State, receive an update on BYOR and discuss the Rate Committee Proposal, seconded by Robinson. Motion carried. Went into executive session at 11:18 a.m. Kent Lindsay removed himself for the BYOR proposal due to a conflict of interest. He left executive session at 12:06 p.m. Came out of executive session at 12:33 p.m.

Adjournment: Meeting adjourned at p.m.

David Sitton, President

Bob Barry, Secretary / Treasurer