



Pedernales Electric Cooperative

PO Box 1
Johnson City, TX 78636

Meeting Minutes - Draft

Board of Directors

Friday, July 18, 2025

9:00 AM

PEC Headquarters Auditorium
201 S Ave F, Johnson City, TX 78636

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Open Session of this Regular Meeting is held in the PEC Auditorium and recorded in accordance with Board Meetings Policy. Members may watch this meeting by live stream from the PEC website at <https://pec.legistar.com/Calendar.aspx>.

Call to Order and Roll Call

This meeting was called to order at 9:02 a.m., on July 18, 2025, at the PEC Headquarters Auditorium, 201 South Avenue F, Johnson City, Texas.

Present: 5 - Director Milton Rister, President Emily Pataki, Secretary/Treasurer Mark Ekrut, Vice President Travis Cox, and Director Alice Price

Absent: 2 - Director Paul Graf, and Director Amy Akers

Safety Briefing

President Emily Pataki provided the Safety Briefing.

Adoption of Agenda

The agenda was adopted as posted and without objection.

Consent Items

Without objection the items listed under Consent Items were approved by general consent.

1. [2025-199](#) Friday, June 20, 2025 - Regular Meeting Minutes

Attachments: [2025-06-20 OS Meeting Minutes.pdf](#)

Cooperative Monthly Report

2. [2025-208](#) Cooperative Update - J Parsley/J Greene/N Fulmer/R Kruger/J Urban

Attachments: [July Cooperative Update 2025-208.pdf](#)

Ms. Julie Parsley, Chief Executive Officer, Mr. Jonathan Greene, Chief Operations Officer - Transmission, Mr. Nathan Fulmer, Chief Operations Officer - Distribution, Mr. Randy Kruger, Chief Financial Officer, and Mr. JP Urban, Chief Administrative Officer, presented a collaborative Cooperative report.

Member Comments (3-minute limitation or as otherwise directed by Board)**3. [2025-209](#) Member Comments**

Attachments: [Decorum Policy.pdf](#)

There were no members present.

Action Items / Other Items**4. [2025-210](#) Resolution - Approval of Written Certification of the Election Results - A Stover**

Body: BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE that the election results, as certified by SBS and presented to the Board this day, are hereby accepted as the official results of the Cooperative's 2025 Election; and

BE IT FURTHER RESOLVED that the General Counsel, or designee, is authorized to enter the official election results into the minutes of the Cooperative and to take any other actions to implement this resolution.

Attachments: [25-PEC Final Report Certified re_Redacted - 2025-210](#)

Ms. Andrea Stover, General Counsel, reviewed the proposed resolution for the written certification of the 2025 election results asked the Board for approval.

A motion was made by Secretary/Treasurer Ekrut, seconded by Director Price, that this item be approved. The motion carried by the following vote:

Yes: 5 - Rister, Pataki, Ekrut, Cox, and Price

5. [2025-211](#) Election Update - Annual Voter Turnout - M Butler

Attachments: [2025 Post Election Analysis v.1 2025-211 Final v2 mlb rt.pdf](#)

Mr. Michael Butler, Senior Counsel, presented an overview of the annual voter turnout for the 2025 Director Election.

6. [2025-212](#) Annual Review of Conflicts of Interest Certification and Disclosure Forms from Directors - A Stover

Attachments: [Director Forms.pdf](#)

Ms. Andrea Stover, General Counsel, stated that pursuant to the Conflict of Interest Policy, the Board of Directors' signed certifications and disclosure forms were included in the materials along with copies of other certifications.

7. [2025-213](#) Key Performance Indicator (KPI) Update of 2025 Period 1 Results - E Dauterive

Attachments: [KPI 2025 P1 Performance 2025-213 Final.pdf](#)

Performance Indicators (KPI) update of 2025 Period 1 (P1) Performance. Mr. Dauterive said the P1 KPI payout is 9.12% and will be distributed to employees on July 23, 2025.

Proposed Future Items / Meetings (subject to final posting)

8. [2025-214](#) List of Board Approved Future Meetings

Attachments: [2025 Board Meeting Calendar.pdf](#)

President Emily Pataki stated that the Board approved meeting dates were included in the meeting materials.

9. [2025-215](#) Board Planning Calendar (Written Report in Materials)

Attachments: [Annual Board Planning Calendar.pdf](#)
[3-Month Outlook.pdf](#)

President Emily Pataki stated that the planning calendars were included in the meeting materials.

Recess to Executive Session

President Emily Pataki announced the items to be discussed in Executive Session and at 10:02 a.m., stated the Board would go into Executive Session.

Executive Session - Legal Matters

10. [2025-216](#) Matters in Which the Board Seeks the Advice of Its Attorney as Privileged Communications in the Rendition of Professional Legal Services

11. [2025-217](#) Litigation and Related Legal Matters - A Stover

12. [2025-218](#) Resolution - Approval of Authorization for Initiation, Settlement, or Disposition of Litigation Matter(s) - A Stover

Executive Session - Contract and Competitive Matters

[2025-249](#) Resolution - Approval of G Treasury Contract Extension - R Kruger

14. [2025-050](#) Draft Resolution - Approval of Construction Contract T318 Blanco - Devils Hill 138kV Line - J Greene

15. [2025-060](#) Draft Resolution - Approval of Construction Contract - Old Eighty One Substation - J Greene

16. [2025-219](#) CFO Quarterly Update - R Kruger

17. [2025-220](#) Update on Competitive ERCOT Regulatory Matters - C Powell/E Blakey

18. [2025-221](#) Markets Report - R Strobel/R Kruger

Executive Session - Real Estate Matters

19. [2025-222](#) Resolution(s) - Approval of Real Property Acquisitions or Real Property Dispositions - C Powell
20. [2025-223](#) Resolution(s) - Approval of Capital Improvement Plan Budget Amendments for Real Property Acquisitions - C Powell
21. [2025-228](#) Long-Term Distribution/Substation Capacity/Transmission Planning/Real Estate Midyear Update - J Greene/N Fulmer/C Powell

Executive Session - Safety and Security Matters

22. [2025-224](#) Safety and Security Matters
23. [2025-227](#) Cyber Security Semiannual Update - S Stoppelmoor

Executive Session - Personnel Matters

24. [2025-225](#) Personnel Matters
25. [2025-205](#) Chief Executive Officer Corporate Initiative and Action Items Quarterly Update - J Parsley

Reconvene to Open Session

At 1:52 p.m., the Board reconvened to the Open Session meeting.

Present: 5 - Director Milton Rister, President Emily Pataki, Secretary/Treasurer Mark Ekrut, Vice President Travis Cox, and Director Alice Price

Absent: 2 - Director Paul Graf, and Director Amy Akers

Items from Executive Session

The following agenda items were discussed in Executive Session and set for approval in Open Session.

13. [2025-249](#) Resolution - Approval of Agreement Extension for Treasury Software Services - R Kruger
- Body:** BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE that the Cooperative is authorized to execute a one-year extension to its current treasury software services agreement as discussed in Executive Session; and
- BE IT FURTHER RESOLVED that the Chief Executive Officer, or designee, is authorized to take all such actions as needed to implement this resolution.

A motion was made by Secretary/Treasurer Ekrut, seconded by Vice President Cox, that this item be approved. The motion carried by the following vote:

Yes: 5 - Rister, Pataki, Ekrut, Cox, and Price

Absent: 2 - Graf, and Akers

Adjournment

There being no further business to come before the Board of the Directors, the meeting adjourned at 1:52 p.m.

Approved:

Mark Ekrut, Secretary

Emily Pataki, President