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RECEIVED

FEB 24 2026

LA Public Service Commission

KYLE C. MARIONNEAUX

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KARA B. KANTROW

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BARLOW HOLLEY

barlow@mklawla.com

February 24, 2026

VIA HAND DELIVERY

Mr. Brandon Frey, Executive Secretary

Louisiana Public Service Commission

602 North 5th Street, 12th Floor

Baton Rouge, LA 70802

Re: Dixie Electric Membership Corporation – LPSC Docket U-____; ***In re: Petition for Letter of Non-Opposition Authorizing Financing of Construction of New District Office in Livingston, Louisiana.***

Dear Secretary Frey:


On behalf of Dixie Electric Membership Corporation (“DEMCO”), please find enclosed please find enclosed DEMCO’s *Petition for Letter of Non-Opposition Authorizing Financing of Construction of New District Office in Livingston, Louisiana* (the “Petition”), together with supporting exhibits.

Through this filing, DEMCO seeks issuance of a letter of non-opposition pursuant to the Commission’s General Orders dated March 18, 1994 and November 13, 1996, in connection with DEMCO’s proposed financing with CoBank, ACB. The financing will be used to construct a new district office facility in Livingston Parish.

As set forth in the Application, DEMCO respectfully requests that notice of this filing be published in the Commission’s next Official Bulletin (No. 1370) and that interested parties be afforded a **15-day period** within which to file any intervention or protest. Please docket this matter accordingly.

Should you have any questions, please contact me. Thank you and kindest regards.

Sincerely,

A handwritten signature in black ink, consisting of several overlapping loops and a long horizontal stroke extending to the right.

Kara B. Kantrow

Enclosures: As stated

RECEIVED

FEB 24 2026

BEFORE THE
LOUISIANA PUBLIC SERVICE COMMISSION LA Public Service Commission

DIXIE ELECTRIC MEMBERSHIP CORPORATION,
EX PARTE

DOCKET NO. S-_____

In re: Petition for Letter of Non-Opposition Authorizing Financing of Construction of New District Office in Livingston, Louisiana.

PETITION FOR LETTER OF NON-OPPOSITION AUTHORIZING FINANCING OF CONSTRUCTION OF NEW DISTRICT OFFICE IN LIVINGSTON, LOUISIANA

NOW BEFORE the Commission, through undersigned counsel, comes Dixie Electric Membership Corporation (“DEMCO” or “Cooperative”), a member-owned, electric distribution cooperative organized and existing under the laws of the State of Louisiana and domiciled in East Baton Rouge Parish, Louisiana, who submits this Petition for Letter of Non-Opposition Authorizing Financing of Construction of New District Office in Livingston, Louisiana (“Petition”). Specifically, the Cooperative requests non-opposition to its entering into a loan agreement with CoBank, ACB (“Lender”). This Petition does not involve a sale, transfer, or disposition of utility assets, but solely seeks authorization for financing and related security customary for utility lending. In support of this Petition, DEMCO represents as follows:

1.

THE COOPERATIVE

DEMCO is a Louisiana, not-for-profit electric cooperative serving approximately 120,000 meters across 9,200 miles of power lines in seven parishes: Ascension, East Baton Rouge, East Feliciana, Livingston, Saint Helena, Tangipahoa, and West Feliciana. The Cooperative provides safe, reliable, and affordable electricity under the direction of a 13-member board of directors elected by its member-owners.

2.

JURISDICTION

The Louisiana Public Service Commission (“Commission”) exercises exclusive jurisdiction to regulate the rates and services of public utilities, including the Cooperative, pursuant to Article 4, Section 21 of the Constitution of the State of Louisiana.

3.

PROJECT SUMMARY

DEMCO currently operates a district office and member service center in Livingston Parish (the “Existing Facility”). The Existing Facility was constructed in approximately 1994 and has served DEMCO and its members for many years. Due to growth in member demand and the operational needs of modern distribution system maintenance and outage restoration, the Existing Facility is aging and is no longer well-suited to support DEMCO’s current and forecasted staffing, equipment, warehousing, and dispatch functions due to space constraints, outdated layout, and limitations on equipment staging and logistics that hinder efficient operations, particularly during outage restoration events. DEMCO therefore plans to construct a new district office in Livingston Parish (the “Project”) to improve crew readiness, logistics, and response times. The existing office in Livingston Parish will remain open to the public as a member service center and will continue to be used for utility purposes and will be repurposed to serve as the primary office and warehouse for DEMCO’s Substation, Electronics, Metering, and Apparatus departments. DEMCO anticipates placing the new facility in service in or about October 2027.

4.

PROJECT SCOPE AND CONTRACTING

The Project will include, at a minimum, construction of a modern district office and associated operational facilities, including work areas for field operations personnel, dispatch/coordination space, secure storage, and appropriate parking and yard improvements. See Exhibit “D,” documentation on the new office’s design.

5.

FINANCING AND SECURITY

DEMCO seeks to finance the Project through a loan from CoBank, ACB in a principal amount not to exceed \$15,019,000.00 (the “Loan”). See Exhibit “B,” the CoBank loan commitment letter dated February 19, 2026. The financing has been duly authorized by DEMCO’s Board of Directors pursuant to resolution, and will be undertaken in accordance with that authorization. See Exhibit “C,” the Board Resolution/Certificate authorizing the financing. The proceeds of the Loan will be used to pay or reimburse costs of the Project, including construction costs, related professional services, and other project-related costs permitted by the Loan documents. As a condition of the Loan, the Lender will require DEMCO to grant a conventional mortgage and/or other customary security interest on DEMCO’s utility assets (the “Mortgage”) to secure repayment of the Loan.

6.

LOAN ADVANCES; TERM; INTEREST

The Loan is expected to be funded through one or more advances as Project costs are incurred during a draw period of up to approximately three (3) years. During the draw period,

outstanding advances are expected to bear interest at short-term rates in accordance with the Loan documents. Upon expiration of the draw period, DEMCO will have the option to convert the outstanding principal balance to one or more fixed-rate terms of not less than one (1) year and not more than twenty (20) years, consistent with customary cooperative utility financing.

7.

APPLICABLE GENERAL ORDERS

DEMCO seeks a letter of non-opposition in accordance with the Commission's General Orders dated March 18, 1994 ("1994 General Order")¹ and November 13, 1996,² governing requests by utilities to mortgage or otherwise encumber one percent (1%) or more of their gross assets and related Commission review.

8.

PUBLIC INTEREST SHOWING

As more fully explained in Exhibit "A" (DEMCO's 18-Point Analysis), the requested letter of non-opposition is in the public interest and in the best interests of DEMCO and its members. The Project will provide a safer, more functional, and more efficient district office that supports timely outage restoration and routine system maintenance in Livingston Parish and surrounding areas.

¹ Louisiana Public Service Commission, *ex parte*, *In re: Commission Approval Required of Sales, Leases, Mergers, Consolidations, Stock Transfers, and All Other Changes of Ownership or Control of Public Utilities Subject to Commission Jurisdiction*.

² Louisiana Public Service Commission, *ex parte*, *In re: Commission approval of security issues and assumptions of liability*.

9.

SUPPORTING EXHIBITS

In support of this Petition, DEMCO attaches to and makes part of this Petition the following Exhibits:

- **Exhibit A**: 18-Point Analysis.
- **Exhibit B**: CoBank loan commitment letter dated February 19, 2026;
- **Exhibit C**: Board Resolution/Certificate authorizing the Financing.
- **Exhibit D**: Draft office design documents.

10.

REQUEST FOR NOTICE

The Cooperative requests that all notices, correspondence, filings, discovery, and other communications concerning this matter be directed to the following persons:

Kara B. Kantrow
Kyle C. Marionneaux
H. Barlow Holley
Marionneaux Kantrow, LLC
10202 Jefferson Highway, Building C
Baton Rouge, Louisiana 70809-3183
Telephone: (225) 769-7473
Facsimile: (225) 757-1709
E-mail: kara@mklawla.com
kyle@mklawla.com
barlow@mklawla.com

The Cooperative also requests that the foregoing individuals be placed on the Official Service List of this proceeding.

11.

REQUEST FOR 15-DAY INTERVENTION PERIOD

DEMCO respectfully requests that notice of this Petition be published in the Commission's next Official Bulletin (No. 1370) and that interested parties be given **15 days** to file any notice of intervention and/or protest in this proceeding.

12.

PRAYER FOR RELIEF

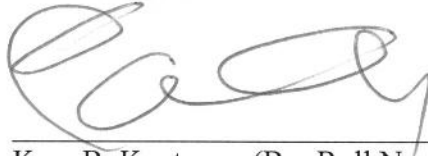
WHEREFORE, DEMCO respectfully prays that the Commission:

1. Issue a letter of non-opposition authorizing the financing and security described herein, including the Loan and the Mortgage;
2. Grant DEMCO's request that this Application be afforded a 15-day intervention period in the Commission's next Official Bulletin (No. 1370); and
3. Place this matter on the agenda of the Commission's next available Business and Executive Session after consideration by Commission Staff;
4. Grant DEMCO all other general and equitable relief to which it may be entitled.

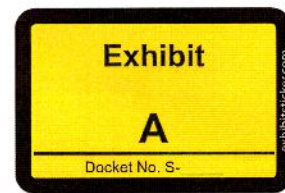
[Signature follows on next page.]

Respectfully submitted,

MARIONNEAUX KANTROW, LLC



Kara B. Kantrow (Bar Roll No. 31042)
Kyle C. Marionneaux (Bar Roll No. 25785)
H. Barlow Holley (Bar Roll No. 38275)
10202 Jefferson Highway, Building C
Baton Rouge, Louisiana 70809-3183
Telephone: (225) 769-7473
Facsimile: (225) 757-1709
E-mail: kara@mklawla.com
kyle@mklawla.com
barlow@mklawla.com



**BEFORE THE
LOUISIANA PUBLIC SERVICE COMMISSION**

**DIXIE ELECTRIC MEMBERSHIP CORPORATION,
EX PARTE**

DOCKET NO. S-_____

*In re: Petition for Letter of Non-Opposition Authorizing Financing of Construction of New
District Office in Livingston, Louisiana.*

18-POINT ANALYSIS

NOW BEFORE the Commission, through undersigned counsel, comes Dixie Electric Membership Corporation (“DEMCO” or “Cooperative”), who submits this 18-Point Analysis in accordance with the Louisiana Public Service Commission’s General Order dated March 18, 1994, to be considered in connection with the above-captioned Petition for Letter of Non-Opposition Authorizing Financing of Construction of New District Office in Livingston, Louisiana (“Petition”), to wit:

1. **Whether the transfer is in the public interest:** The proposed financing is in the public interest, because it enables DEMCO to construct and place in service a modern district office in Livingston Parish. The new facility will strengthen DEMCO’s ability to provide safe, reliable, and adequate electric service by improving crew readiness, dispatch coordination, and material/equipment logistics, supporting outage restoration and routine maintenance. The Existing Facility in Livingston Parish will remain open to the public as a member service center and will also be repurposed to serve as the primary office and warehouse for the Cooperative’s Substation, Electronics, Metering and Apparatus departments.

2. **Whether the purchaser is ready, willing and able to continue providing safe, reliable and adequate service to the utility's ratepayers:** The Petition does not involve a purchaser or acquiring utility. DEMCO is ready, willing, and able to continue providing safe, reliable, and adequate service to its members, and the Project supported by the proposed financing is intended to maintain and improve that service.
3. **Whether the transfer will maintain or improve the financial condition of the resulting public utility:** The proposed financing will allow DEMCO to replace and repurpose an aging, less efficient facility with a longer-lived and more efficient building that is expected to reduce avoidable repair costs, improve operational efficiency, and support prudent long-term asset management. DEMCO anticipates structuring the Loan with customary terms for a rural electric cooperative, including long-term amortization aligned with the useful life of the facility, and does not expect the financing to impair materially DEMCO's ability to meet its financial obligations.
4. **Whether the proposed transfer will maintain or improve the quality of service to public utility or common carrier ratepayers:** No transfer is proposed. The Project is expected to maintain and improve service quality by enabling faster outage response and restoration, better coordination of field operations, and improved storage and staging of materials and equipment.
5. **Whether the transfer will provide net benefits to ratepayers in both the short term and the long term and provide a ratemaking method that will ensure, to the fullest extent possible, that ratepayers will receive the forecasted short and long term benefit:** No transfer is proposed. Members will benefit in both the short and long term

through improved service continuity and reduced operational inefficiencies. While no immediate rate impacts are expected, long-term cost savings may help stabilize rates, ensuring that members receive both operational and economic benefits.

6. **Whether the transfer will adversely affect competition:** No transfer is proposed. Constructing a district office will not adversely affect competition. Rather, the Project will provide a needed upgrade to a service provider on which members already depend.
7. **Whether the transfer will maintain or improve the quality of management of the resulting public utility or common carrier doing business in the State:** No transfer is proposed. The Project will maintain and improve the quality of management by providing facilities that support effective operational oversight, dispatching, coordination of field resources, training, and planning, thereby improving day-to-day management of system operations.
8. **Whether the transfer will be fair and reasonable to the affected public utility or common carrier employees:** No transfer is proposed. The new district office will create a safer, more efficient working environment, which will support higher productivity, morale, and retention of the Cooperative's employees.
9. **Whether the transfer would be fair and reasonable to the majority of all affected public utility or common carrier shareholders (members):** No transfer is proposed. As a cooperative, DEMCO's members are its owners and ratepayers. The Project is fair and reasonable to the Cooperative's members, because it enhances long-term service value.
10. **Whether the transfer will be beneficial on an overall basis to State and local economies and to the communities in the area served by the public utility or common**

carrier: No transfer is proposed. DEMCO's construction of a new district office will benefit the local economy by supporting temporary construction jobs and increasing the property tax base, thereby increasing tax revenue and local spending. The Project will also ensure that the Cooperative can continue meeting community needs for reliable electric service essential to economic activity.

11. **Whether the transfer will preserve the jurisdiction of the Commission and the ability of the Commission to effectively regulate and audit public utility's or common**

carrier's operations in the State: No transfer is proposed. The proposed financing will have no impact on the Commission's ability to regulate DEMCO's rates and services, which will continue to be under the Commission's jurisdiction.

12. **Whether conditions are necessary to prevent adverse consequences which may result from the transfer:**

No transfer is proposed. The Cooperative does not foresee any adverse consequences arising from the proposed financing and does not believe that any non-standard conditions are necessary or appropriate.

13. **The history of compliance or noncompliance of the proposed acquiring entity or principals or affiliates have had with regulatory authorities in this State or other**

jurisdictions: The Petition does not contemplate any acquisition or acquiring entity. The Cooperative's record of compliance with requirements of the Commission and other regulatory authorities shows that it is a responsible utility, and the construction of a new district office continues that commitment by supporting operational efficiency.

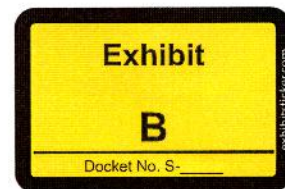
14. **Whether the acquiring entity, persons, or corporations have the financial ability to operate the public utility or common carrier system and maintain or upgrade the**

quality of the physical system: The Petition does not contemplate any acquisition or acquiring entity. DEMCO will continue to have the financial ability to operate and maintain its distribution system while also continuing to invest in needed system improvements in accordance with its recently approved Construction Work Plan.

15. **Whether any repairs and/or improvements are required and the ability of the acquiring entity to make those repairs and/or improvements:** The Petition does not contemplate any acquisition or acquiring entity. Replacing and repurposing the Cooperative's Existing Facility is itself a necessary improvement, and DEMCO is fully able to ensure that the new office supports system maintenance, outage restoration, and efficient operations.
16. **The ability of the acquiring entity to obtain all necessary health, safety and other permits:** The Petition does not contemplate any acquisition or acquiring entity. DEMCO is able and intends to obtain and maintain all health, safety, and other permits necessary for the construction of its new district office and the continued provision of electric service.
17. **The manner of financing the transfer and any impact that may have on encumbering the assets of the entity and the potential impact on rates:** No transfer is proposed. Construction of the new district office will be financed through prudent borrowing with a trusted lender (CoBank, ACB) that will provide DEMCO with a low-interest loan that avoids much higher financing costs from the private sector, thereby minimizing any rate impact on members. While the Loan's associated Mortgage will encumber utility assets as security, the requested financing is intended to minimize total financing costs and thereby reduce potential rate impacts relative to higher-cost alternatives. DEMCO does not

anticipate any material, near-term rate impacts attributable solely to the proposed financing, and any future rate impacts would remain subject to Commission review.

18. **Whether there are any conditions which should be attached to the proposed acquisition:** No acquisition is proposed. The Cooperative does not believe that any non-standard conditions should be attached to the proposed financing.



6340 South Fiddlers Green Circle
Greenwood Village, CO 80111
800-542-8072
www.cobank.com

February 19, 2026

Dixie Electric Membership Corporation
Attn: Randy Pierce, CEO
16262 Wax Road
Greenwell Springs, LA 70739

Dear Mr. Pierce:

CoBank, ACB ("**CoBank**") is pleased to issue its commitment (the "**Commitment**") to provide Dixie Electric Membership Corporation. (the "**Cooperative**") with financing support in the aggregate amount of up to \$15,019,000 to financing your Livingston District Office site (collectively referred to as the "**Multiple Advance Terms Loan**"). The terms and conditions will be agreed upon and reflected in the documentation of the loan.

Additionally, the issuance of the Multiple Advance Term Loans is subject to, and contingent upon, the execution by CoBank and the Cooperative of all documentation required by, and in form and content acceptable to, CoBank (the "**Documents**"), together with the payment of any and all associated fees or costs, and such other requirements as deemed necessary by CoBank.

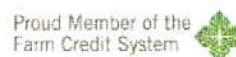
The Documents will be provided to the Cooperative under separate cover. Financing will not be issued until the Documents have been executed by all parties and all terms and conditions detailed in the Documents have been satisfied as determined in CoBank's sole discretion. Nothing contained in this letter shall be construed as an agreement or a commitment on behalf of CoBank to provide additional financing in the future.

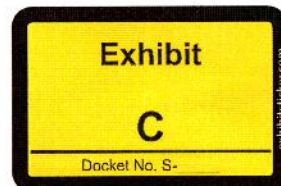
If you have any questions, please contact me at 936-727-8079. We appreciate the opportunity to do business with you and look forward to serving your financial needs.

Best regards,

Landon Reneau

Landon Reneau
Vice President
CoBank, ACB





CERTIFICATE

I, Dennis R. Lott, do hereby certify that: I am the Secretary of Dixie Electric Membership Corporation (hereafter called "DEMCO"); the following is a true and correct copy of the Resolution duly adopted by the Board of Directors of DEMCO at its regular meeting held on January 22, 2026, at which a quorum was present, and entered in the minutes books of DEMCO; the meeting was duly and regularly held in accordance with the bylaws of DEMCO; and the following resolution has not been rescinded or modified:

RESOLUTION

WHEREAS ON August 21, 2025 the DEMCO Board of Directors authorized management to proceed through the approximate 35% completion of schematic design for the Livingston District Office, with further Board approval required prior to advancing to 60% of the design development phase;

BE IT RESOLVED that the DEMCO Board of Directors authorizes management to proceed with updated site design concept "C" as presented by management.

BE IT FURTHER RESOLVED that the DEMCO Board of Directors authorizes management to proceed with requesting 20-year financing to fund the project from CoBank in an amount up to \$15,019,000.00, and approval to start the process for a letter of non-opposition with the Louisiana Public Service Commission.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the cooperative's

seal this 22nd day of January, 2026.

Dennis R. Lott
Dennis R. Lott, Secretary
Dixie Electric Membership Corporation

(SEAL)

