

**MINUTES**  
**Board of Directors Meeting**  
**San Isabel Electric Association, Inc.**  
**December 15, 2017**

The regular meeting of the Board of Directors of San Isabel Electric Association, Inc., was held Friday, December 15, 2017, at the San Isabel Electric Association headquarters office, 781 E. Industrial Boulevard, Pueblo West, Colorado.

**Call to Order** - The meeting was called to order at 9:01 a.m. by President Deborah Rose, who presided. Secretary Dennis Maroney acted as secretary.

**Roll Call** - Upon calling the roll, the following Directors were present: Edward Garcia, Donald Keairns, Joseph Costa, Deborah Rose, Doris Morgan, Jacque Sikes and Dennis Maroney, being a quorum of the Directors of San Isabel Electric Association, Inc. Also present were: Reginal Rudolph, General Manager; Ryan Elarton, CFO; Darryl Stewart, COO; Gary Eitel, CAO; General Counsel Sisto Mazza; Bonnie Myers, Assistant to the General Manager.

**Adopt Agenda** – The President asked if the Board had any additions to the agenda. The agenda was then adopted.

**Meeting Minutes** – A motion was made by Ms. Morgan, seconded by Mr. Keairns, and unanimously carried, that the minutes for last month's regular Board meeting be approved

**Consent Agenda** - A motion was made by Ms. Sikes, seconded by Ms. Morgan, that the consent agenda items be approved. The motion to approve the consent agenda items was unanimously carried, which includes: *Statistical Report, Monthly and Year-to-Date Operating Statements, Balance Sheet, Form 7, Check Register, RUS/CFC/Loan Fund Status, Manager's Expense Reports, Work Order Inventory & Special Equipment Schedules, Outage Report, Cash Flow Statement, Summary of Write-Offs, Investment Analysis, Revenue Comparison, and Construction Work Load.*

**Safety Meeting Report** – The safety meeting report for November 2017, has been submitted to the Board. A motion was made by Mr. Keairns, seconded by Ms. Sikes, and unanimously carried, that the safety meeting report be approved.

**General Manager – Reg Rudolph** – Mr. Rudolph submitted a written report to the Board and gave a verbal report.

**CFO – Ryan Elarton** – Mr. Elarton submitted a written report to the Board and gave a verbal report.

**CAO – Gary Eitel** – Mr. Eitel submitted written report to the Board and gave a verbal report.

**COO – Darryl Stewart** – Mr. Stewart submitted a written report to the Board and gave a verbal report.

## **Administrative Items**

**Donation Requests** – Mr. Eitel gave the Board a presentation of donations. The following donation requests were submitted to the Board.

Trinidad State Junior College requested a donation for their 7<sup>th</sup> Annual GIM and 2<sup>nd</sup> Annual GRIP Conferences. No action taken.

Branson School requested a donation to purchase an Anatomy in Clay Learning System. A motion was made by Mr. Garcia, seconded by Mr. Costa and unanimously approved to donate \$750.

Santa Claus of Huerfano County requested a donation to help purchase hats, gloves and scarves for children in Huerfano County. A motion was made by Ms. Sikes, seconded by Mr. Maroney and unanimously approved to donate \$100.

YWCA Pueblo requested a donation for the 23<sup>rd</sup> Chocolate Indulgence. A motion was made by Ms. Morgan, seconded by Ms. Sikes and unanimously approved to donate \$1,000.

**Donation Reports** – Donation reports were received from Swallows Charter Academy, Cedar Ridge Elementary, Pueblo West Parks and Recreation Department, Southern Colorado Repertory Theatre, and La Veta Oktoberfest.

**Policy Review** – Ms. Myers submitted a written report to the Board and gave a verbal report. Board and Employee Policies are on a yearly review cycle with five to six Policies being reviewed each month. Board Policy 4-16 and Employee Policies 3-6, 3-7, 3-8, 3-9, and 3-10 were reviewed.

Board Policy 4-16, Interconnection of Distributed Resources, was submitted to the Board for review.

Employee Policy 3-6, Safety and Job Training, was submitted to the Board for review.

Employee Policy 3-7, Specialized Training for Employees, was submitted to the Board with minor clerical changes. A motion was made by Mr. Costa to accept Employee Policy 3-7 as presented, seconded by Mr. Keairns and unanimously carried.

Employee Policy 3-8, Hazard Communication Program, was submitted to the Board with minor clerical changes. A motion was made by Mr. Maroney to accept Employee Policy 3-8 as presented, seconded by Ms. Sikes and unanimously carried.

Employee Policy 3-9, Personal Protective Equipment (PPE), was submitted to the Board with minor clerical changes. A motion was made by Mr. Keairns to accept Employee Policy 3-9 as presented, seconded by Ms. Morgan and unanimously carried.

Employee Policy 3-10, Membership in Other Organizations, was submitted to the Board for review.

**NRECA Annual Meeting Voting Delegate Certification** – Ms. Rose appointed herself as the voting delegate and Mr. Costa as the voting alternate.

**NRTC Annual Meeting Voting Delegate Certification** – Ms. Rose appointed herself as the voting delegate and Mr. Costa as the voting alternate.

**Rate Curriculum Part 3.a.** – A written report was submitted to the Board, and Mr. Elarton gave a verbal report.

**General Counsel’s Report** – General Counsel Sisto Mazza gave a verbal report.

**Board Strategy Discussion** – The Board discussed strategy.

**Executive Session 11:04 a.m.** – A motion was made by Ms. Morgan, seconded by Mr. Maroney and unanimously carried that the Board goes into executive session. The purpose of the executive session was to discuss growth strategy. The Board did break for lunch at 12:00 and resumed the executive session at 1:00 p.m.

**Regular Session 1:29 p.m.** – A motion was made by Mr. Keairns, seconded by Mr. Maroney and unanimously carried that the regular session of the Board of Directors be resumed. No vote was taken while the Board was in executive session.

**Pueblo West Chamber Sponsorship** – Mr. Rudolph presented the Pueblo West Chamber Sponsorship to the Board. No action was taken.

**Western United Electric Report** – A written report was submitted to the Board, and Mr. Maroney gave a verbal report.

**CREA Report** – A written report was submitted to the Board, and Ms. Rose gave a verbal report.

**Tri-State Report** – A written report was submitted to the Board, and Mr. Keairns gave a verbal report.

**Board Comments** - The President called for comments from the Board.

**January 2018 Board Meeting** – The January 2018 regular and strategic planning Board meeting will be held January 19, 2018, beginning at 9:00 a.m.

**Adjourn** - There being no further business to come before the meeting, the meeting was adjourned at 2:14 p.m.

ATTEST:

/Deborah Rose/  
President of the Board

/Dennis Maroney/  
Secretary of the Board

We, the undersigned Directors of San Isabel Electric Association, Inc., on this date, January 19, 2018, do hereby certify and confirm in all respects, the foregoing minutes of the regular board meeting, held December 15, 2017.

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/Jacque Sikes/

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/Edward R. Garcia/

\_\_\_\_\_  
/Deborah Rose/

\_\_\_\_\_  
/Dennis Maroney/

\_\_\_\_\_  
/Doris Morgan/

\_\_\_\_\_  
/Joseph Costa/

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/Donald G. Keairns/

Being all the Directors of San Isabel Electric Association, Inc.