

**MINUTES**  
**Board of Directors Meeting**  
**San Isabel Electric Association, Inc.**  
**June 8, 2018**

The regular meeting of the Board of Directors of San Isabel Electric Association, Inc., was held Friday, June 8, 2018, 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 8:52 a.m. by President Deborah Rose, who presided. Secretary Dennis Maroney acted as secretary.

**Mr. & Mrs. Romero** – Ron and Marie Romero addressed the Board regarding an easement issue.

**Roll Call** - Upon calling the roll, the following Directors were present: Edward Garcia, Donald Keairns, Deborah Rose, Doris Morgan, Joseph Costa, 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; Sisto Mazza, General Counsel; Elaine Flores, Human Resources Manager; Steve Zamarripa, Technology Services Manager; Bonnie Myers, Assistant to the General Manager.

Guest: Ron & Marie Romero and Phil Gioia

**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. Costa, and unanimously carried, that the minutes for last month's regular Board meeting be approved.

**Consent Agenda** - A motion was made by Mr. Costa, seconded by Mr. Maroney, 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 May, 2018, has been submitted to the Board. A motion was made by Ms. Sikes, seconded by Mr. Keairns, and unanimously carried, that the safety meeting report be approved.

**Staff Report** – Mr. Rudolph, Mr. Elarton, Mr. Eitel and Mr. Stewart gave verbal reports.

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

**2025 Strategy Concept** – Mr. Rudolph submitted a written report to the Board and gave a verbal report.

**Walsenburg Office** – 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.

**COO – Darryl Stewart** – Mr. Stewart 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.

### **Board Education**

**Equity Management** – Mr. Elarton submitted a written report to the Board and gave a verbal report.

**Cybersecurity** – Mr. Zamarripa submitted a written report to the Board and gave a verbal report.

**Recruitment & Selection Process** – Ms. Flores submitted a written report to the Board and gave a verbal report.

**Executive Session 10:40 a.m.** – A motion was made by Ms. Sikes, seconded by Mr. Maroney and unanimously carried that the Board goes into executive session. The purpose of the executive session was to discuss personnel.

**Regular Session 10:44 a.m.** – A motion was made by Ms. Morgan, seconded by Mr. Maroney and unanimously carried that the regular session of the Board be resumed. No vote was taken while the Board was in executive session.

**DG/CHP Presentation** – Phil Gioia gave a verbal report to the Board.

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

**Appointment of Nominating Committee** – A motion was made by Mr. Keairns, seconded by Ms. Morgan and unanimously carried to appoint the following Members to the Nominating Committee.

Lena Mather, District 1	Fred Eccher, District 5	Carl Mazingo, District 7
Sara Blackhurst, District 2	Edward Aguirre, District 6	Kathy Van Eykeren, District 8
Roger Cain, District 3		

**Set Nominating Committee Meeting Date** – A motion was made by Mr. Keairns, seconded by Ms. Morgan and unanimously carried that the Nominating Committee meeting will be held at the San Isabel Electric Association headquarters office on Monday, July 2, 2018 beginning at 9:30 a.m.

### **Administrative Items**

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

Alzheimer’s Association requested a donation for the Walk to End Alzheimer’s. No action taken.

CASA of Pueblo requested a donation for the Over the Edge Pueblo event. No action taken.

Latino Chamber of Commerce requested a donation for the 24<sup>th</sup> Annual Richard Reyes Memorial Golf Tournament. No action taken.

Rye Bantam League Football requested a donation for a golf tournament. A motion was made by Mr. Maroney, seconded by Mr. Keairns and unanimously carried to donate \$100.

Sangre de Cristo Volunteers for Community requested a donation for building renovations. A motion was made by Mr. Maroney, seconded by Ms. Sikes and unanimously carried to donate \$5,000 contingent on the acceptance to CoBank's Sharing Success Matching Grant Program.

Southern Colorado Repertory Theatre requested a donation for materials and marketing for all productions and training workshops. A motion was made by Mr. Costa, seconded by Ms. Sikes and unanimously carried to donate \$500.

Spanish Peaks Library District requested a donation for the Summer Reading Program kick-off. A motion was made by Mr. Costa, seconded by Ms. Morgan and unanimously carried to donate \$500.

Spanish Peaks Outreach and Women's Clinic requested a donation for the Women's Day Celebration. A motion was made by Ms. Sikes, seconded by Mr. Costa and unanimously carried to donate \$100.

Spanish Peaks Regional Health Center requested a donation for the 4<sup>th</sup> of July Firework Extravaganza. No action taken.

Valley Backpacks, Inc. requested a donation for the Wine & Cheese Testing and Silent Auction. A motion was made by Mr. Maroney, seconded by Mr. Costa and unanimously carried to donate \$500.

Pueblo County 4-H Foundation requested a donation for the 2018 Firecracker Demolition Derby. A motion was made by Ms. Morgan, seconded by Mr. Garcia and unanimously carried to donate \$100.

**Donation Reports** – A donation report was received from Peakview Elementary PTO.

**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 Policies 2-7, 3-1, 3-2, and 3-3 and Employee Policy 1-10 were reviewed. Four new Employee Policies 2-7, 2-8, 2-9, and 1-10 were also presented to the Board.

Board Policy 2-7, Capital Credits-Deceased Members, was submitted to the Board for review.

Board Policy 3-1, System Facilities Planning, was submitted to the Board with minor clerical changes. A motion was made by Ms. Morgan to accept Board Policy 3-1 as presented, seconded by Mr. Maroney and unanimously carried.

Board Policy 3-2, Purchase Right of Way for Distribution, was submitted to the Board with updating of wording in paragraphs A and B for clarity. A motion was made by Ms. Sikes to accept Board Policy 3-2 as presented, seconded by Mr. Costa and unanimously carried.

Board Policy 3-3, Purchasing Procedure, was submitted to the Board with updated wording in paragraph A.3, C.2., C.3., C.4.a., and D.1. A motion was made by Ms. Sikes to accept Board Policy 3-3 as presented, seconded by Mr. Costa and unanimously carried.

Employee Policy 1-10, Recognition of Retiring Employees, was submitted to the Board with the recommendation of removal from Mountain States Employers Council. A motion was made by Mr. Keairns to remove Employee Policy 1-10, seconded by Ms. Morgan and unanimously carried.

Employee Policy 2-7, Jury Duty, was submitted to the Board with a recommendation from Mountain States Employers Council. A motion was made by Ms. Sikes to accept Employee Policy 2-7 as presented, seconded by Mr. Costa and unanimously carried.

Employee Policy 2-8, Military Leave, was submitted to the Board with a recommendation from Mountain States Employers Council. A motion was made by Mr. Costa to accept Employee Policy 2-8 as presented, seconded by Mr. Maroney and unanimously carried.

Employee Policy 2-9, Voting Time, was submitted to the Board with a recommendation from Mountain States Employers Council. A motion was made by Mr. Maroney to accept Employee Policy 2-9 as presented, seconded by Mr. Costa and unanimously carried.

Employee Policy 1-10, Family Medical Leave Act, was submitted to the Board with a recommendation from Mountain States Employers Council. A motion was made by Mr. Costa to accept Employee Policy 1-10 as presented, seconded by Mr. Maroney and unanimously carried.

**NRECA International** – This will be tabled and brought back to the Board at the July Board Meeting.

**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.

**July 2018 Board Meeting** – The July 2018 regular Board meeting will be held July 6, 2018, beginning at 9:00 a.m.

**Adjourn** - There being no further business to come before the meeting, the meeting was adjourned at 2:29 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, July 6, 2018, do hereby certify and confirm in all respects, the foregoing minutes of the regular board meeting, held June 8, 2018.

\_\_\_\_\_  
/Jacque Sikes/

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

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

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

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

\_\_\_\_\_  
/Donald G. Keairns/

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