

MINUTES
Board of Directors Meeting
San Isabel Electric Association, Inc.
September 7, 2018

The regular meeting of the Board of Directors of San Isabel Electric Association, Inc., was held Friday, September 7, 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 8:57 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: Donald Keairns, Deborah Rose, Doris Morgan, Joseph Costa, Jacque Sikes, Dennis Maroney and Edward Garcia, 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; Sisto Mazza, General Counsel; Paris Elliott, Communications Manager; Steve Zamarripa, Technology Services Manager; Brian Gallina, Technology Services Specialist; 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 Mr. Costa, seconded by Ms. Sikes, 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 August, 2018, has been submitted to the Board. A motion was made by Ms. Sikes, seconded by Ms. Morgan, and unanimously carried, that the safety meeting report be approved.

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

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.

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.

Board Education

Communications Curriculum – Ms. Elliott submitted a written report to the Board and gave a verbal report.

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

Executive Session 10:56 a.m. – A motion was made by Mr. Keairns, seconded by Ms. Morgan and unanimously carried that the Board goes into executive session. The purpose of the executive session was to discuss growth strategies.

Regular Session 11:42 p.m. – A motion was made by Mr. Keairns, seconded by Mr. Costa and unanimously carried that the regular session of the Board be resumed. No vote was taken while the Board was in executive session.

Annual Meeting Dress Rehearsal – The Board ran through the layout of the annual meeting.

Scholarship Policy Options – Ms. Myers submitted a written report to the Board and gave a verbal report.

Beulah Fire Protection District – Lisa Shorter, the emergency manager for Pueblo County, addressed the Board on behalf of the Beulah Fire Protection District. A request was made for the Board to consider waiving certain fees required by the tariffs. The matter was taken under consideration by the Board.

Administrative Items

iPad Options – Technology Services presented the Board with options for new iPads.

Donation Requests – Ms. Myers gave the Board a presentation of donations. The following donation requests were submitted to the Board.

Red Creek Volunteer Fire and Rescue requested a donation to purchase personal protective equipment. A motion was made by Ms. Morgan, seconded by Ms. Sikes and unanimously carried to donate \$1,000.

Pueblo Diversified Industries requested a donation for the 10th annual Harvest Walk. A motion was made by Ms. Morgan, seconded by Mr. Costa and unanimously carried to donate \$500.

Snowy Range 4H Club requested a donation for the 81st annual Huerfano County Fair and Junior Livestock Auction. A motion was made by Ms. Sikes, seconded by Mr. Garcia and unanimously carried to donate \$500 to Huerfano County 4-H Fair Board.

Greenhorn Valley Chamber of Commerce requested a donation for the Raleigh James Golf Tournament. A motion was made by Mr. Keairns, seconded by Mr. Costa and unanimously carried to donate \$500.

Pueblo Community College Foundation requested a donation for the 4th annual Friendraising Breakfast. No action taken.

Swallows Charter Academy requested a donation for the 3rd annual SCA Spartan Fun Run. A motion

was made by Ms. Morgan, seconded by Mr. Costa and unanimously carried to donate \$500.

Donation Reports – Donation reports were received from Spanish Peaks Cycling Association, Sangre de Cristo Volunteers for Community, Rye Bantam Football League, and Beulah Valley Arts Council.

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 4-5, 4-6, and 4-7 and Employee Policies 3-7 and 2-10 were reviewed.

Board Policy 4-5, Assistance to Other Power Suppliers and Public Utilities, was submitted to the Board for review.

Board Policy 4-6, Community Relations, was submitted to the Board for review.

Board Policy 4-7, Use of Association Facilities and Equipment, was submitted to the Board for review.

Employee Policy 3-7, Specialized Training for Employees, was submitted to the Board with minor clerical changes, reimbursement to the Association was updated from 36 months to 24 months, and the addition of the Tuition Reimbursement Agreement. A motion was made by Ms. Morgan to accept Employee Policy 3-7 as presented, seconded by Mr. Keairns and unanimously carried.

Employee Policy 2-10, Attendance, was submitted to the Board with minor clerical changes and updated wording regarding the notification of absence from work. A motion was made by Ms. Sikes to accept Employee Policy 2-10 as presented, seconded by Mr. Keairns and unanimously carried.

CFC Voting and Delegate Registration – The Board voted For the proposed Nominating Committee; a vote was submitted for Robert “Bob” Brockman as the District 7 Director; and for Michael A. McNalley as the At-Large Director. Ms. Rose appointed Ms. Sikes to be the voting delegate and Mr. Keairns to be the voting alternate.

Mid-West Delegate Form – Ms. Rose appointed Mr. Costa to be the voting delegate and Mr. Maroney to be the voting alternate.

Federated Delegate Appointment – Ms. Rose appointed Mr. Garcia to be the voting delegate.

NRECA International Donation – NRECA International requested a donation to provide safety training programs for international co-op line workers. No action taken at this time.

Letter from Kevin Kelso – A letter was received from Kevin Kelso, CPA, to inform the Board that their company has joined Jackson Thornton & Co., PC.

Guatemala Water Filters – CREA has requested a donation to purchase water filters in conjunction with the Colorado and Oklahoma volunteer linemen helping bring power to Guatemala through NRECA International. A motion was made by Mr. Garcia, seconded by Mr. Keairns and unanimously carried to donate 10 water filters.

We, the undersigned Directors of San Isabel Electric Association, Inc., on this date, October 4, 2018, do hereby certify and confirm in all respects, the foregoing minutes of the regular board meeting, held September 7, 2018.

/Jacque Sikes/

/Edward R. Garcia/

/Deborah Rose/

/Dennis Maroney/

/Doris Morgan/

/Joseph Costa/

/Donald G. Keairns/

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