

**MINUTES**  
**Board of Directors Meeting**  
**San Isabel Electric Association, Inc.**  
**November 1, 2018**

The regular meeting of the Board of Directors of San Isabel Electric Association, Inc., was held Thursday, November 1, 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 9:00 a.m. by President Jacque Sikes, who presided. Secretary Doris Morgan 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; Gary Eitel, CAO; Darryl Stewart, COO; Sisto Mazza, General Counsel; Bonnie Myers, Assistant to the General Manager.

**Adopt Agenda** – The President asked if the Board had any additions to the agenda. A motion was made by Mr. Maroney, seconded by Mr. Garcia and unanimously carried. The agenda was then adopted.

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

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

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

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

A motion was made by Mr. Garcia to give authority for a pilot project to be done with CR Minerals regarding their deposit, seconded by Mr. Maroney and unanimously carried.

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

**Budget and Financial Forecast** – Mr. Elarton submitted a written report to the Board and gave a verbal

report. A motion was made by Mr. Keairns to approve the 2019 budget as presented, seconded by Mr. Garcia and unanimously carried.

**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.

### **Administrative Items**

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

Rotary Club of Pueblo West requested a donation for the 8<sup>th</sup> Annual Oktoberfest. A motion was made by Ms. Morgan, seconded by Ms. Rose and unanimously carried to donate \$1,500.

Pueblo Community College requested a sponsorship of the broadcast of the Pueblo Parade of Lights. No action taken.

Health Solutions requested a donation for the 2018 Sugar Skulls and Marigolds event. No action taken.

Board of County Commission requested a donation for the First Responder Firework Show. No action taken.

Fox Theatre Walsenburg requested a donation for Casino Night for the Take a Seat Campaign. A motion was made by Mr. Garcia, seconded by Mr. Maroney and unanimously carried to donate \$500.

Liberty Point Elementary requested a donation for the Positive Behavior Support program. A motion was made by Ms. Morgan, seconded by Ms. Rose and unanimously carried to donate \$500.

**Donation Reports** – Donation reports were received from Pueblo West Women’s League, Spanish Peaks Cycling Association, Soaring Eagles Center for Autism, Pueblo Diversified Industries, and Rye Elementary School.

**Board Matching Request** – A matching request was submitted by San Isabel Electric Association Employees to help needy families in our service territory. A motion was made by Mr. Garcia, seconded by Ms. Rose and unanimously carried to match \$2,500.

**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 4-13, 4-15, 4-16, and 2-2 and Employee Policy 1-10 were reviewed.

Board Policy 4-13, Energy Conservation, was submitted to the Board for review.

Board Policy 4-15, Renewable Energy, was submitted to the Board for review.

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

Board Policy 2-2, Director Compensation, Benefits and Indemnification, was submitted to the Board for review.

Employee Policy 1-10, Family Medical Leave Act, was submitted to the Board with the addition of paragraph C.1.d.i. A motion was made by Ms. Rose to accept Employee Policy 1-10 as presented, seconded by Mr. Maroney and unanimously carried.

**Board Committee Assignments** – Committee appointments will be made at the December 2018 Board Meeting.

**Executive Session 10:01 a.m.** – A motion was made by Mr. Keairns, seconded by Ms. Rose and unanimously carried that the Board goes into executive session. The purpose of the executive session was to discuss growth strategies and personnel.

**Regular Session 11:50 a.m.** – A motion was made by Mr. Costa, 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.

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

**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.

**Strategic Planning** – The Board participated in Strategic Planning.

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

**December 2018 Board Meeting** – The December 2018 regular Board meeting will be held December 14, 2018, beginning at 9:00 a.m.

**Adjourn** - There being no further business to come before the meeting, the meeting was adjourned at 3:33 p.m.

ATTEST:

/Jacque Sikes/  
President of the Board

/Doris Morgan/  
Secretary of the Board

We, the undersigned Directors of San Isabel Electric Association, Inc., on this date, December 14, 2018, do hereby certify and confirm in all respects, the foregoing minutes of the regular board meeting, held November 1, 2018.

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/Jacque Sikes/

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/Edward R. Garcia/

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/Deborah Rose/

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/Dennis Maroney/

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/Doris Morgan/

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

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/Donald G. Keairns/

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