

MINUTES
Board of Directors Meeting
San Isabel Electric Association, Inc.
January 21, 2019

The regular meeting of the Board of Directors of San Isabel Electric Association, Inc., was held Monday, January 21, 2019, 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; Jack Snell, Energy Services Manager; Benji Clementi, Energy Services Specialist; Spencer Evans, Technology Special Projects Manager-Operations; Paris Elliott, Communications Manager; 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. Costa, seconded by Mr. Maroney and unanimously carried. The agenda was then adopted.

Meeting Minutes - A motion was made by Mr. Maroney, 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. Garcia, 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 December, 2018, has been submitted to the Board. A motion was made by Mr. Garcia, seconded by Mr. Maroney, 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.

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

BIG Presentation – Mr. Elarton, Mr. Snell, Mr. Clementi, and Mr. Evans gave a verbal report.

A motion was made by Ms. Rose to start selling Quiet Cool whole house fans to Members and non-Members with financing for twelve months, seconded by Ms. Morgan, and unanimously carried.

A motion was made by Ms. Rose to allow three solar pilot projects in our service territory and to formulate a business plan for solar, seconded by Mr. Maroney, and unanimously carried. Mr. Keairns abstained from voting.

Communications Curriculum – Ms. Elliott gave a verbal report.

United Power Visit – John Parker and Dean Hubbuck from United Power visited and addressed the Board regarding the possible Tri-State G&T Bylaw change.

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

Administrative Items

Quarterly Donation Report – Mr. Eitel submitted a written report of donations from January 2018 through December 2018.

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

The Colorado Teacher Awards requested a donation for the annual Colorado Teacher Awards. A motion was made by Ms. Rose, seconded by Mr. Keairns, and unanimously carried to donate \$350.

La Veta Trails, Inc. requested a donation for the Cucharas River flood mitigation efforts. A motion was made by Mr. Keairns, seconded by Mr. Maroney, and unanimously carried to donate \$1,500.

Bessemer Academy requested a donation to build an inclusive playground. No action taken.

American Red Cross of Southern Colorado requested a donation for the Hometown Heroes Dinner. A motion was made by Ms. Rose, seconded by Ms. Sikes, and unanimously carried to donate \$1,000.

YWCA of Pueblo requested a donation for the 24th annual Chocolate Indulgence event. A motion was made by Ms. Rose and seconded by Ms. Sikes to donate \$1,000. The motion failed to pass upon a voice vote being taken.

Pueblo Poverty Foundation requested a donation for the Christmas Extravaganza. No action taken.

Donation Reports – A donation report was received from Pueblo West Rotary.

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 1-1, 1-2, 1-3, and 1-4 and Employee Policy 1-1 were reviewed.

Board Policy 1-1, Board Policies, was submitted to the Board for review.

Board Policy 1-2, Board Meetings, was submitted to the Board for review.

Board Policy 1-3, Board of Director-General Manager Relations, was submitted to the Board for review.

Board Policy 1-4, Board Committees, was submitted to the Board for review.

Employee Policy 1-1, Equal Employment Opportunity, was submitted to the Board for review.

Energy Outreach Colorado Resolution – Ms. Myers submitted a Board Resolution to donate one dollar per Member of financial support to be utilized for San Isabel Electric Members in need. A motion was made by Mr. Keairns to approve the resolution supporting Energy Outreach Colorado, in the amount of \$19,432.00, seconded by Ms. Rose, and unanimously carried.

Western United Delegate Form – Ms. Sikes appointed Mr. Maroney as the delegate and Mr. Costa as the alternate.

CREA Designated Delegate – Ms. Sikes appointed Ms. Rose as the delegate and herself as the alternate.

Scholarship Timeline – Ms. Myers submitted a proposed timeline for the Scholarship Program.

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.

February 2019 Board Meeting - The February 2019 regular Board meeting will be held Friday, February 1, 2019, beginning at 9:00 a.m.

Adjourn - There being no further business to come before the meeting, the meeting was adjourned at 3:07 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, February 1, 2019, do hereby certify and confirm in all respects, the foregoing minutes of the regular board meeting, held January 21, 2019.

_____/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.