

MINUTES
Board of Directors Meeting
San Isabel Electric Association, Inc.
June 7, 2019

The regular meeting of the Board of Directors of San Isabel Electric Association, Inc., was held Friday, June 7, 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 9:30 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.

Visitors: Janet Ady, Ady Advantage; Jordan Ackerman, Ady Advantage.

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.

Economic Development Strategy Facilitation - Ms. Ady and Mr. Ackerman facilitated an economic development strategy discussion.

Executive Session 12:35 p.m. - A motion was made by Mr. Garcia, seconded by Ms. Rose, and unanimously carried that the Board goes into executive session. The purpose of the executive session was to discuss personnel.

Regular Session 1:32 p.m. - A motion was made by Ms. Rose, 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.

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. Rose, 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 April, 2019, has been submitted to the Board. A motion was made by Ms. Rose, seconded by Mr. Keairns, 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.

G&T Capital Credit Discounting – Mr. Elarton submitted a written report to the Board and gave a verbal report. A motion was made by Mr. Keairns, seconded by Mr. Maroney, and unanimously carried to offer G&T Capital Credit discount to all members, both current and former, at the rate of 25%, for all years of G&T capital credits. The program will include an opt-in option.

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

Rate Curriculum – Mr. Elarton submitted a written report to the Board and gave a verbal report.

Strategy Update – Ms. Myers gave a verbal report to the Board.

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

Set Nominating Committee Meeting Date – A motion was made by Ms. Rose, seconded by Mr. Keairns, and unanimously carried that the Nominating Committee meeting will be held at the Association headquarters office on Monday, July 1, 2019, beginning at 9:30 a.m.

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

Vicki Scott, District 1

Dennis Murphy, District 2

Roger Cain, District 3

Fred Eccher, District 5

John Lockamy, District 6

Carl Mozingo, District 7

Jim Fine, District 8

Administrative Items

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

Kim FFA requested a donation for the State FFA Convention. No action taken.

Town of Branson requested a donation for the Water Worth Protecting campaign. A motion was made by Mr. Garcia, seconded by Mr. Keairns, and unanimously carried to donate \$1,000.

Mt. Carmel Health Wellness and Community Center requested a donation for wellness programs. A motion was made by Ms. Sikes, seconded by Mr. Garcia, and unanimously carried to donate \$1,000.

Las Animas County requested a donation for the Adventure Course at the fairgrounds. No action taken.

Walsenburg Downtown Revitalization requested a donation for the Mountain Mining Days Festival. A motion was made by Ms. Sikes, seconded by Ms. Morgan, and unanimously carried to donate \$1,000.

Beulah Heritage Preservation League requested a donation for the Dotson Cabin restoration and relocation. A motion was made by Ms. Rose, seconded by Ms. Morgan, and unanimously carried to donate \$5,000.

Donation Reports – Donation reports were received from La Veta Trails, Tom Sawyer Fishing Derby, and Pueblo County.

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.

Board Policy 2-7, Capital Credits—Deceased Members, was submitted to the Board with additional wording in paragraph A. A motion was made by Mr. Keairns to accept Board Policy 2-7 as presented, seconded by Ms. Rose, and unanimously carried.

Board Policy 3-1, System Facilities Planning, was submitted to the Board for review.

Board Policy 3-2, Purchase Right of Way for Distribution, was submitted to the Board for review.

Board Policy 3-3, Purchasing Procedure, was submitted to the Board with minor clerical changes. A motion was made by Ms. Rose to accept Board Policy 3-3 as presented, seconded by Mr. Keairns, and unanimously carried.

Employee Policy 1-10, Family Medical Leave Act, was submitted to the Board with minor clerical wording changes. A motion was made by Ms. Rose to accept Employee Policy 1-10 as presented, seconded by Mr. Maroney, and unanimously carried.

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 2019 Board Meeting – The July 2019 regular Board meeting will be held Friday, July 12, 2019, beginning at 9:30 a.m.

Adjourn - There being no further business to come before the meeting, the meeting was adjourned at 4:23 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, July 12, 2019, do hereby certify and confirm in all respects, the foregoing minutes of the regular board meeting, held June 7, 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.