

MINUTES
Board of Directors Meeting
San Isabel Electric Association, Inc.
April 16, 2021

The regular meeting of the Board of Directors of San Isabel Electric Association, Inc., was held Friday, April 16, 2021. The meeting was held partially in person at the San Isabel Electric headquarters office, 781 E. Industrial Boulevard, Pueblo West, Colorado and by remote participation as a precautionary measure to protect against the emergency conditions that exist with the Coronavirus (COVID-19).

Call to Order - The meeting was called to order at 9:00 a.m. by Vice President Dennis Maroney, who presided. Secretary Donald Keairns acted as secretary.

Roll Call - Upon calling the roll, the following Directors were present: Donald Keairns, Deborah Rose, John Pickerill, Joseph Costa, 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; Gary Eitel, CAO; Sisto Mazza, General Counsel; Laura Getts, Business Development Manager; Paris Elliott, Communications Manager; Jon Beyer, Energy Solutions Manager; Bonnie Myers, Assistant to the General Manager.

A motion was made by Mr. Keairns to excuse Jacque Sikes from the meeting, seconded by Mr. Costa, and unanimously carried.

Adopt Agenda – The Vice President asked if the Board had any additions to the agenda. A motion was made by Mr. Costa, seconded by Mr. Pickerill, and unanimously carried that the agenda be approved. The agenda was then adopted.

Member Comments – No members were present.

Meeting Minutes – A motion was made by Mr. Garcia, 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 Mr. Costa, that the consent agenda items be approved. The motion to approve the consent agenda items was unanimously carried, which includes: *Statistical Report, Form 7, Manager’s Expense Reports, Outage Report, Summary of Write-Offs, Investment Analysis, and Revenue Comparison.*

Safety Meeting Report – The safety meeting report for February, 2021, was submitted to the Board. A motion was made by Mr. Garcia, 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.

Executive Session 9:08 a.m. – A motion was made by Mr. Keairns, seconded by Mr. Costa, and unanimously carried that the Board go into executive session. The purpose of the executive session was to discuss contract negotiations and power supply.

Regular Session 10:01 a.m. – A motion was made by Mr. Keairns, seconded by Mr. Garcia, and unanimously carried that the regular session of the Board be resumed. No vote was taken while the Board was in executive session.

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.

Action Items

CFC Summer Summit Delegate – Mr. Maroney appointed Mr. Garcia as the delegate.

La Veta Village Request – La Veta Village requested help with the installation of service.

CFC Letter of Credit Resolution – A motion was made by Mr. Keairns to approve a Letter of Credit through CFC to comply with requirements of the USDA Rural Energy Savings Program loan, seconded by Ms. Rose, and unanimously carried.

Unfinished Business

Board Education

DSM – Mr. Beyer gave a verbal report to the Board.

Donation Process – Ms. Vallejos gave a verbal report in a video format to be viewed prior to the Board Meeting. Ms. Elliott was present for questions and comments during the Board Meeting.

Economic Development Quarterly Report – Ms. Getts gave a verbal report to the Board.

A motion was made by Mr. Garcia to approve a USDA Rural Economic Development Loan application in the amount of \$ 6,950.00 for My One Hour Office located in Walsenburg, Colorado with a 20% matching contribution in the amount of \$ 1,390.00 provided by San Isabel Electric Association, Inc. The net loan amount to My One Hour Office is \$ 5,560.00, subject to approval by USDA. Seconded by Ms. Rose. The motion carried 5-1 with Mr. Garcia, Ms. Rose, Mr. Maroney, Mr. Costa, and Mr. Keairns voting in favor and Mr. Pickerill voting against.

COSS – Rich Macke with PSE gave a verbal report on the Cost of Service Study.

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

Board Policy 1-8 Director Conduct – General Counsel Mazza gave a verbal report to the Board. Board Policy 1-8 was submitted to the Board with changes and updated wording. A motion was made by Ms. Rose to accept Board Policy 1-8 as presented, seconded by Mr. Costa, and unanimously carried.

Annual Meeting – General Counsel Mazza gave a verbal report to the Board.

A motion was made by Ms. Rose to hold the 2021 annual meeting virtually and seconded by Mr. Costa. The motion carried 5-1 with Ms. Rose, Mr. Costa, Mr. Maroney, Mr. Pickerill, and Mr. Keairns voting in favor and Mr. Garcia voting against.

Administrative Items

Quarterly Donation Report – Mr. Eitel submitted a written report of donations from January 2021 to March 2021.

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

The Friends of Hollydot requested a donation for the 4th Annual Friends of Hollydot Golf Tournament. A motion was made by Mr. Pickerill, seconded by Mr. Costa, and unanimously carried to donate \$1,500.

La Veta Beautification requested a donation for the summer downtown beautification. A motion was made by Mr. Keairns, seconded by Mr. Costa, and unanimously carried to donate \$500.

Spanish Peaks Alliance for Wildfire Protection requested a donation for maintaining SPAWP existence. No action taken.

The Fraternal Order of Eagles – Pueblo West #4471 requested a donation for their 16th annual Fund and Charity Drive Golf Tournament. A motion was made by Mr. Pickerill, seconded by Mr. Costa, and unanimously carried to donate \$1,500.

The Beulah Valley Arts Council requested a donation for the Beulah Valley Art Show. A motion was made by Ms. Rose, seconded by Mr. Pickerill, and unanimously carried to donate \$1,000.

Donation Reports – A donation report was received from Beulah Educational Support Team.

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 1-10, 1-11, and 1-12 and Employee Policies 1-7 and 1-8 were reviewed.

Board Policy 1-10 was reviewed by the Board.

Board Policy 1-11 was submitted to the Board with minor clerical changes. A motion was made by Mr. Keairns to accept Board Policy 1-11 as presented, seconded by Ms. Rose, and

unanimously carried.

Board Policy 1-12 was submitted to the Board with minor clerical changes. A motion was made by Mr. Keairns to accept Board Policy 1-12 as presented, seconded by Mr. Costa, and unanimously carried.

Employee Policy 1-7 was submitted to the Board with minor clerical changes and additional wording. A motion was made by Mr. Keairns to accept Employee Policy 1-7 as presented, seconded by Mr. Pickerill, and unanimously carried.

Employee Policy 1-8 was submitted to the Board with minor clerical changes. A motion was made by Ms. Rose to accept Employee Policy 1-8 as presented, seconded by Mr. Pickerill, and unanimously carried.

Report on Meetings Attended – Reports given for any meetings attended by the Directors.

The meetings that were attended were the NRECA Directors Conference, Directors Course 971.1, and CREA Talking Tech with IT.

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.

May 2021 Board Meeting – The May 2021 regular Board meeting will be held Friday, May 21, 2021, beginning at 9:00 a.m.

Adjourn - There being no further business to come before the meeting, the meeting was adjourned at 2:51 p.m.

ATTEST:

/Dennis Maroney/
Vice President of the Board

/Donald Keairns/
Secretary of the Board

We, the undersigned Directors of San Isabel Electric Association, Inc., on this date, May 21, 2021, do hereby certify and confirm in all respects, the foregoing minutes of the regular board meeting, held April 16, 2021.

_____/Jacque Sikes/

_____/Edward R. Garcia/

_____/Deborah Rose/

_____/Dennis Maroney/

_____/John Pickerill/

_____/Joseph Costa/

_____/Donald Keairns/
Being all the Directors of San Isabel Electric Association, Inc.