

MINUTES
Board of Directors Meeting
San Isabel Electric Association, Inc.
June 18, 2021

The regular meeting of the Board of Directors of San Isabel Electric Association, Inc., was held Friday, June 18, 2021. The meeting was held in person at the San Isabel Electric headquarters office, 781 E. Industrial Boulevard, Pueblo West, Colorado.

Call to Order - The meeting was called to order at 9:03 a.m. by President Jacque Sikes, who presided. Secretary Donald Keairns acted as secretary.

Roll Call - Upon calling the roll, the following Directors were present: Jacque Sikes, 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; 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. Pickerill, seconded by Mr. Costa, 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 Ms. Rose, 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, 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 April, 2021, was 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.

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

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

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|---------------------------|--------------------------|
| Holly Hanson, District 1 | John Lockamy, District 6 |
| Frank Roybal, District 2 | Carl Mazingo, District 7 |
| Manuel Garcia, District 3 | Joe Mahaney, District 8 |
| Fred Eccher, District 5 | |

The Nominating Committee will meet on July 1, 2021, at the headquarters of San Isabel Electric for the purpose of nominating individuals for the open Director seats.

Board Education Topics – The Board selected Board Education Topics for the next three months.

Unfinished Business

CoBank Sharing Success Program – The Board discussed the CoBank Sharing Success Program. La Veta Village, Inc. was submitted for the CoBank Sharing Success Program.

Proposed NRECA Resolution – The Board discussed the proposed NRECA resolution.

A motion was made by Mr. Pickerill to adopt the resolution as presented with the change of the word “on” in the first sentence to the word “available”, seconded by Ms. Rose, and unanimously carried.

Board Education

New Accounts – Ms. Getts submitted a written report to the Board.

Executive Session 11:23 a.m. – A motion was made by Ms. Rose, seconded by Mr. Maroney, and unanimously carried that the Board go into executive session. The purpose of the executive session was to discuss the audit review and personnel.

Audit Review – Mr. Elarton gave a verbal report to the Board.

Regular Session 12:30 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.

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

Bylaw Update Review – General Counsel Mazza gave a verbal report to the Board. A motion was made by Ms. Rose to approve the proposed amendments to the Bylaws for a vote by the members, seconded by Mr. Pickerill, and unanimously carried.

Administrative Items

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

Colton's Heroes FKA Team Colton requested a donation for the 5th Annual Colton's Walk for Childhood Cancer Awareness. A motion was made by Mr. Pickerill, seconded by Mr. Maroney, and unanimously carried to donate \$600.

Friends of Francisco Fort History Museum requested a donation for the digitization and curation of Francisco Fort records. A motion was made by Mr. Keairns, seconded by Mr. Pickerill, and unanimously carried to donate \$1,500.

Pueblo Bulls Junior Hockey Club requested a donation for the Pueblo Bulls 1st Annual Golf Tournament. No action taken.

Town of Cokedale requested a donation for climate control for the museum building. No action taken.

The First National Bank in Trinidad requested a donation for the 21st Annual School Supply Drive. A motion was made by Mr. Costa, seconded by Ms. Rose, and unanimously carried to donate \$600.

Community Resource Center requested a donation for the Heart of Colorado Rural Philanthropy Days. No action taken.

HARP Foundation requested a donation for Rollin' on the Riverwalk. No action taken.

Donation Reports – Donation reports were received from Hoehne FFA, Rye Elementary School, and Walsenburg Golf Association this month.

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 2-1, 2-2, 2-5, and 2-6 and Employee Policies 2-3 and 2-4 were reviewed.

Board Policy 2-1 was submitted to the Board with updates. A motion was made by Ms. Rose to accept Board Policy 2-1 as presented and seconded by Mr. Keairns. Motion carried 5-2 with Mr. Pickerill and Mr. Costa voting against.

Board Policy 2-2 was submitted to the Board with updated wording for clarification. At the request of the Board, this Policy will be brought back for further discussion at the July 16 Board Meeting.

Board Policy 2-5 was reviewed by the Board.

Board Policy 2-6 was reviewed by the Board.

Employee Policy 2-3 was reviewed by the Board.

Employee Policy 2-4 was reviewed by the Board.

A motion was made by Mr. Costa, seconded by Mr. Keairns, and unanimously carried that Board Policy 1-6 be on the agenda for discussion at the July 16 Board Meeting.

Tri-State Matching Guidelines – Mr. Eitel submitted a written report and a verbal report.

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

Meetings that were attended since the last Board Meeting were the Directors Course 921 and CFC Summer Summit.

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 2021 Board Meeting – The July 2021 regular Board meeting will be held Friday, July 16, 2021, beginning at 9:00 a.m.

Adjourn - There being no further business to come before the meeting, the meeting was adjourned at 2:17 p.m.

ATTEST:

/Jacque Sikes/
President of the Board

/Donald Keairns/
Secretary of the Board

We, the undersigned Directors of San Isabel Electric Association, Inc., on this date, July 16, 2021, do hereby certify and confirm in all respects, the foregoing minutes of the regular board meeting, held June 18, 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.