

**MINUTES**  
**Board of Directors Meeting**  
**San Isabel Electric Association, Inc.**  
**October 21, 2022**

The regular meeting of the Board of Directors of San Isabel Electric Association, Inc., was held Friday, October 21, 2022. 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 9:30 a.m. by President Edward “Ray” Garcia, who presided.

**Roll Call** – Roll call was taken by visual observation. The following Directors were present in person: Jacque Sikes, Donald Keairns, Deborah Rose, Dennis Maroney, Doris Morgan, Don Tokar, and Edward Garcia, being a quorum of the Directors of San Isabel Electric Association, Inc. Also present were Ryan Elarton, General Manager; Gary Eitel, CAO; Darryl Stewart, COO; Sisto Mazza, General Counsel; Lisa Folga, Chief Business Officer; Bonnie Myers, Assistant to the General Manager.

**Adopt Agenda** – The President asked if the Board had any additions to the agenda. The agenda was then adopted.

**Board Reorganization** – Mr. Mazza let the Board Reorganization in which Directors are elected to serve as President, Vice President, Secretary, and Treasurer on an annual basis.

Ms. Sikes made a motion for Mr. Garcia to be the Board President. Ms. Rose seconded the motion and the motion unanimously carried.

Mr. Keairns made a motion for Ms. Sikes to be the Board Vice President. Ms. Rose seconded the motion and the motion unanimously carried.

Ms. Rose made a motion for Ms. Morgan to be the Board Secretary. Mr. Keairns seconded the motion and the motion unanimously carried.

Ms. Sikes made a motion for Mr. Tokar to be the Board Treasurer. Ms. Rose seconded the motion and the motion unanimously carried.

The meeting was then chaired by the elected President, Mr. Garcia.

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

A motion was made by Ms. Rose, seconded by Mr. Tokar, and unanimously carried, that the minutes for the September 17 Special Board meeting be approved.

**Member Comments** – No members were present.

**Strategy & Staff Report** – Mr. Elarton, Ms. Folga, Mr. Stewart, and Mr. Eitel submitted a

written report and gave verbal reports.

**Consent Agenda** – A motion was made by Ms. Rose, seconded by Mr. Keairns, and unanimously carried that the consent agenda items be approved. The motion to approve the consent agenda items was unanimously carried, which includes *Statistical Report, Form 7, Graphs, Check Register, Manager’s Expense Report, Outage Report, Director Expense Reports, Donation Reports, Board Donation Report, Policy Review, Summary of Write-Offs, Investment Analysis, and Revenue Comparison*.

**Safety Meeting Report** – The safety meeting report for September 2022, was submitted to the Board. A motion was made by Ms. Rose, seconded by Ms. Morgan, and unanimously carried, that the safety meeting report be approved.

**Executive Session 11:40 a.m.** – A motion was made by Ms. Sikes, second by Mr. Maroney, and unanimously carried that the Board go into executive session. The purpose of the executive session was to discuss pending litigation.

**Regular Session 11:48 a.m.** – A motion was made by Ms. Sikes, seconded by Ms. Rose, and unanimously carried that the regular session of the Board be resumed. No vote was taken while the Board was in executive session.

### **Administrative Items**

**Colorado NRECA Annual Meeting Designated Delegate** – Mr. Garcia appointed Ms. Rose as the delegate and Ms. Sikes as the alternate.

**Mid-West Electric Consumers Official Delegate Form** – Mr. Garcia appointed Ms. Rose as the delegate.

A motion was made by Mr. Maroney to remove Association representation at Mid-West Electric Consumers Association starting in 2023, seconded by Ms. Sikes, and unanimously carried.

**Basin Electric Designation of Authorized Representative** – Mr. Garcia appointed Mr. Keairns as the delegate.

**Tri-State Board Orientation** – Tri-State offered the Board an opportunity to visit the Tri-State G&T headquarters.

**2022-2023 Calendar** – The Board reviewed the 2022-2023 calendar with events for the upcoming year.

### **Action Items**

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

Pueblo West Chamber of Commerce requested a donation for their 21<sup>st</sup> Annual Dinner. A motion was made by Ms. Morgan, seconded by Ms. Sikes, and unanimously carried to donate \$1,500.

Mt. Carmel Wellness and Community Center requested a donation for the Mt. Carmel Food Box Program. A motion was made by Mr. Tokar, seconded by Ms. Morgan, and unanimously carried to donate \$1,000.

YWCA of Pueblo requested a donation for their 21<sup>st</sup> Annual Tribute to Women Awards Gala. A motion was made by Ms. Rose, seconded by Ms. Sikes, and unanimously carried to donate \$500.

The Aspen Effect requested a donation for the Cars & Cowboys Benefit. A motion was made by Ms. Sikes, seconded by Ms. Morgan, and unanimously carried to donate \$1,000.

**Employee Matching Request** – A matching request was submitted by the San Isabel Electric Association employees to help disadvantaged families in our service territory. A motion was made by Mr. Maroney to match \$3,380.00, seconded by Mr. Tokar, and unanimously carried.

**CoBank Resolution** – A motion was made by Ms. Rose, seconded by Mr. Keairns, and unanimously carried to add the Chief Business Officer as an Authorized Signatory for CoBank, ACB.

### **Unfinished Business**

**Annual Meeting Debrief** – The Board had a discussion regarding the 2022 Annual Meeting.

### **Board Education**

**Proposed Tariffs** – Mr. Elarton and Ms. Myers submitted a written report to the Board and gave a verbal report.

**RS & 401k Retirement** – Ms. Folga gave a verbal report to the Board.

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

**PURPA Resolution** – A motion was made by Ms. Rose, seconded by Mr. Maroney, and unanimously carried to adopt the resolution as presented to conduct a hearing on July 21, 2023, as required by the Infrastructure Investment and Jobs Act.

**Unclaimed Capital Credits** – Mr. Mazza submitted a written report and gave a verbal report.

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

**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.

**Rate Hearing** – A Rate Hearing will be held on Thursday, November 3, 2022, beginning at 6:00 p.m. at Huerfano County Community Center in Walsenburg, CO.

**November 2022 Board Meeting** – The November 2022 regular Board meeting will be held Friday, November 18, 2022, beginning at 9:00 a.m.

**Adjourn** – There being no further business to come before the meeting, the meeting was adjourned at 4:15 p.m.

ATTEST:

\_\_\_\_\_  
/Edward R. Garcia/

President of the Board

\_\_\_\_\_  
/Doris Morgan/

Secretary of the Board

We, the undersigned Directors of San Isabel Electric Association, Inc., on this date, November 18, 2022, do hereby certify and confirm in all respects, the foregoing minutes of the regular board meeting, held October 21, 2022.

\_\_\_\_\_/Jacque Sikes/

\_\_\_\_\_/Edward R. Garcia/

\_\_\_\_\_/Deborah Rose/

\_\_\_\_\_/Dennis Maroney/

\_\_\_\_\_/Don Tokar/

\_\_\_\_\_/Doris Morgan/

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