

RECORD OF MINUTES

Colorado 31 Larimer

Poudre Valley Rural Electric Association, Inc.

June 25, 2019

Chair Steven D. Anderson called the meeting to order at 8:58 a.m. in the Board Room. All nine directors were present in person, being Steven D. Anderson, Rickey D. Johnson, James F. Fender, Bryan D. Ehrlich, Peter C. Hyland, Ronald G. Sutherland, Jack R. Schneider, Thaine J. Michie, and Jan K. Peterson. Also attending were President and CEO Jeffrey Wadsworth, Vice President, CFO and Treasurer Lisa Wright, Vice President of Technology and Strategy Joshua Noel, and Vice President of Member and Government Relations David White; and General Legal Counsel Michael A. Westbrook.

Agenda Item 1—Call the Meeting to Order: Chair Anderson called the June 25, 2019, Board meeting to order.

Agenda Item 2—Pledge of Allegiance: Director Hyland led the pledge of allegiance to the flag. [08:58]

Agenda Item 3—Additions to Agenda: Additional subject matters were added to the agenda. None. [08:59]

Agenda Item 4—Public Participation: Chair Anderson asked for comment from the public. No comments were made as there was no member of the public present. [08:59]

Agenda Item 5—Items for Review and Consideration of Approval: Upon motion duly made, seconded and unanimously carried, the following matters were adopted and approved by the Board:

- A. Minutes of the Board Meeting on May 28, 2019.
- B. Estate capital credits discounted payment for May 2019 in the total amount of: \$13,400.69. [9:00]

Items C and D were removed from the consent agenda and considered separately. Upon motion duly made, seconded and unanimously carried, the following matters were adopted and approved by the Board:

- C. Proposed Changes to Rules and Regulations (changes available at www.pvrea.coop or at the Association's office). Vice President of Member and Government Relations White responded to the request for an explanation of item C. [09:04]
- D. Capital Credit Retirement as set forth in the Board materials. The PVREA retirement will total \$800,000 and the Tri-State retirement will total \$2,400,000 with the total retirement being \$3,200,000. President and CEO Wadsworth and

Vice President, CFO and Treasurer Wright responded to the request for an explanation of item D. [09:11]

Agenda Item 6—Staff Reports / Presentations: Staff reports were presented as follows:

A. Safety Report: President and CEO Wadsworth reviewed the contents of the May 29, 2019, safety report in detail. The written safety report had been sent to the Board prior to the meeting. Upon motion duly made, seconded and unanimously carried the safety report was accepted. [09:18]

B. President~CEO and Staff Written Reports:

President and CEO Wadsworth gave a verbal update to his written presentation that had been sent to the Board prior to the meeting. [9:37]

Vice President, CFO and Treasurer Wright gave a verbal update to her written presentation that had been sent to the Board prior to the meeting. [9:40]

President and CEO Wadsworth, as a result of Vice President and COO Bowerfind's absence, gave a verbal update to the written presentation that had been sent to the Board prior to the meeting. [9:42]

Vice President Noel gave a verbal update to his written presentation that had been sent to the Board prior to the meeting. [9:44]

Vice President White gave a verbal update to his written presentation that had been sent to the Board prior to the meeting. [10:00]

Upon motion duly made, seconded and unanimously carried the staff reports were accepted. [10:00]

Agenda Item 6—Staff Reports / Presentations: (continued)

C. Financial Report: Vice President, CFO and Treasurer Wright gave a brief verbal report on financial matters for May 2019. Upon motion duly made, seconded and unanimously carried the financial report was accepted. [10:10]

A short break was taken. [10:10 to 10:19]

D. Rate Comparison: Vice President, CFO and Treasurer Wright and President and CEO Wadsworth reviewed the rate comparison that has been completed by Poudre Valley's staff for electric rates of other utilities in Colorado. [10:42]

Agenda Item 7—Attorney Report: Attorney Westbrook had no report. [10:42]

Agenda Item 8—Director Reports / Items:

A. Western United Report: Director Fender reported on WUESC matters. A written report on WUESC had been distributed prior to the meeting. [10:47]

B. Tri-State Report: Director Michie and President and CEO Wadsworth reported on Tri-State matters. A written report on Tri-State had been distributed prior to the meeting. [11:25]

C. CREA Report: Director Schneider reported on CREA matters. A written report on CREA had been distributed prior to the meeting. [11:37]

D. Review Board Policies – Article 2 Member Matters (2.01-2.06). President and CEO Wadsworth presented proposed minor changes to Board Policies 2.01 to

2.06 that had been sent to the Board prior to the meeting for review. Upon motion duly made, seconded and unanimously carried, the proposed changes were adopted. [11:38]

- E. **Board Credential Status.** President and CEO Wadsworth gave a visual and verbal presentation about the status of Board members achievement under the NRECA Credential process. Questions posed by Board members were answered. [11:40]

A break for lunch was taken. [11:40-12:22]

Agenda Item 9—Discussion of Utility Industry and PVREA Topics if Needed:

- A. Member Correspondence and General Correspondence. Various correspondence was sent to the Board prior to the meeting. [12:22]
- B. Boulder, Larimer, Weld County Livestock Sales Information. The livestock purchase for 2019 is beef. Board members volunteered for appearance at each auction. Discussion about the livestock purchases ensued. Upon motion duly made, seconded and carried, the Association will continue to purchase livestock annually rotating between each primary type of animal [beef, swine, sheep]. [12:28] All staff members left the Board room.
- C. Other. Discussion of Board member attendance at industry related meetings ensued. Upon motion duly made, seconded and carried, the Board members will continue to attend 3 industry related meetings as provided in Board Policy 4.07. [12:34]

Agenda Item 10—Review Upcoming Events/Meeting Dates:

- A. CFC Forum July 1-3 in New York, NY.
- B. CoBank Energy Conference July 16-18 in Omni Grove Park Inn, Asheville, North Carolina.
- C. PVREA Board Meeting July 30, 2019.
- D. PVREA Member Appreciation BBQs August 15 and August 21, 2019.
- E. PVREA Board Strategic Planning September 11, 2019.
- F. NRECA Region 7 & 9 Meeting September 24-26, 2019, in Spokane, WA. [12:42]

Agenda Item 11—Consider Board, Attorney and President~CEO's Expenses:

Each of the Board members, legal counsel and the President and CEO reported on the contents of their respective expense billing sheets as reported. Upon motion duly made, seconded and unanimously carried, the directors, President and CEO and legal expense reports were approved. [12:45]

Agenda Item 12—Executive Session if Needed: Upon motion duly made, seconded and unanimously carried the Board entered executive session to consider documents or testimony given in confidence generally relating to prospective business opportunities. No action was taken by the Board to make final policy decisions or adopt or approve any resolution, rule, regulation, or formal action, any contract, or any action

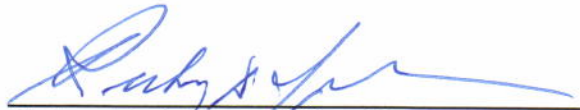
calling for the payment of money. A motion was made to exit the executive session and it was seconded and unanimously carried. [13:28]

Agenda Item 13—Adjourn: There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned. The next regular Board meeting will be held on **July 30, 2019**. [13:28]



James F. Fender, Secretary

ATTEST:



Rickey D. Johnson, Vice Chair

NOTE: The 2019 Board meeting dates have been set as follows: July 30, 2019, August 27, 2019, [Board Strategic Planning September 11], September 23, 2019, October 24, 2019, November 21, 2019, and December 19, 2019.

The 2020 Annual Meeting of Members is Saturday, April 4, 2020, at the Embassy Suites in Loveland.