

RECORD OF MINUTES

Colorado 31 Larimer

Poudre Valley Rural Electric Association, Inc.

July 30, 2024

Chair Peter C. Hyland called the meeting to order at 9:00 a.m. All nine directors were present in the J. Arthur Anderson Room of the Association's headquarters, being Peter C. Hyland, Jack R. Schneider, Ronald G. Sutherland, Rick D. Johnson, Thaine J. Michie, Steven D. Anderson, Bryan D. Ehrlich, Sheryl Dryer Henderson and Jan K. Peterson. Also attending in person were President and CEO Jeffrey C. Wadsworth; Vice President, CFO and Treasurer Amy Mahon; Executive Vice President, Engineering and Grid Advancement John Bowerfind; Vice President, Member and Government Relations Amy Rosier; Vice President, Technology and Energy Resources Josh Noel; Vice President, Operations Ben Ludington, and Vice President, Safety and Human Resources Michelle Perzee, along with General Legal Counsel Michael A. Westbrook. Notice of this meeting was issued as required by law and the bylaws.

Agenda Item 1—Call the Meeting to Order: Chair Hyland called the July 30, 2024, Board meeting to order.

Agenda Item 2—Roll Call. Each Board member answered the roll call, and a quorum was present in person. [09:00]

Agenda Item 3—Pledge of Allegiance: Director Peterson led the Pledge of Allegiance. [09:01]

Agenda Item 4—Additions to Agenda: Additional subject matters were added to the agenda. A report on the Alexander Mountain wildfire will occur before the safety report. President and CEO Wadsworth introduced Vice President of Safety and Human Resources Michelle Perzee and she further introduced herself and provided the Board with her background. [09:04]

Agenda Item 5—Public Participation: Chair Hyland and President and CEO Wadsworth had received no written comments made by members prior to the meeting. No members were present in person. [09:04]

Agenda Item 6—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 June 25, 2024 Board Meeting.
- B. Estate Capital Credit Retirements: discounted payment for June 2024 in the total amount of \$17,541.03.
- C. Item C was removed from the consent agenda and considered separately.

D. Authorize Representative to Submit Application for Funding Under the Inflation Reduction Act – Resolution:

BOARD RESOLUTION

2024 - #003

**POUDRE VALLEY RURAL ELECTRIC ASSOCIATION, INC.
FORT COLLINS, COLORADO**

SECRETARY’S CERTIFICATE

I, Thaine J. Michie do hereby certify that: I am the Secretary of Poudre Valley Rural Electric Association, Inc. (“Association”), that the following are true and correct copies of resolutions duly adopted by the Board of Directors of the Association at the regular meeting held July 30, 2024, and entered in the minute book of the Association; that the meeting was duly and regularly called and held in accordance with the bylaws of the Association; and that none of the following resolutions has been rescinded or modified:

RESOLUTIONS

1. RESOLVED that Amy M. Mahon, the Vice President/Chief Financial Officer and Treasurer of the Association, be assigned the Representative–Signature–Certify (Rep–Sign–Cert) security role on behalf of the Association, who shall be responsible for submitting and certifying to the Rural Utilities Service, an agency of the United States Department of Agriculture, any and all data required to submit an application for funding under the Inflation Reduction Act;
2. RESOLVED that all shall comply with the Instructions for the Inflation Reduction Act Intake System in regard to use of the government’s application and data collection systems.

Representative–Signature–Certify: amahon@pvrea.coop
USDA eAuthorization/Login.gov ID

I FURTHER CERTIFY THAT each member of the Board of Directors of the Association was furnished with notice of said meeting in compliance with the bylaws of the Association. [9:05]

Agenda Item 6.C—Unanimous Resolution in Appreciation of Poudre Valley REA Employees: Upon motion duly made, seconded, and unanimously carried, the following resolution was adopted and approved by the Board:

BOARD RESOLUTION

2024 - #002

**POUDRE VALLEY RURAL ELECTRIC ASSOCIATION, INC.
FORT COLLINS, COLORADO**

**UNANIMOUS RESOLUTION IN APPRECIATION OF
POUDRE VALLEY RURAL ELECTRIC ASSOCIATION, INC. EMPLOYEES**

WHEREAS, the employees of Poudre Valley Rural Electric Association, Inc. (“Poudre Valley REA”) have demonstrated exceptional dedication, skill, and commitment to their work; and

WHEREAS, the exemplary efforts of these employees have resulted in the successful acquisition of the Powering Affordable Clean Energy (“PACE”) grant from the United States Department of Agriculture (“USDA”); and

WHEREAS, this PACE grant will fund the development of two utility-scale solar coupled with battery projects, which will not only provide sustainable energy solutions but also stand as legacy projects for years to come;

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of Poudre Valley REA unanimously expresses its deepest gratitude and appreciation to these employees for their outstanding work in securing the PACE grant; and

BE IT FURTHER RESOLVED, that the Board of Directors commends the hard work, innovative thinking, and tireless efforts of these employees in advancing sustainable energy initiatives that will benefit Poudre Valley REA, its members, and the community, for future generations.

Thank you to the employees of Poudre Valley REA for a job well done and for making a positive impact on our member-owners.

Unanimously adopted this day, July 30, 2024, by the Board of Directors of Poudre Valley REA.
[9:07]

Agenda Item 7—Staff Reports / Presentations: Staff reports were presented as follows:

Alexander Mountain Wildfire: Vice President, Operations Ben Ludington gave an update on the Alexander Mountain wildfire west of Loveland. [9:11]

- A. Safety Report:** Vice President, Operations Ben Ludington reviewed the contents of the June 26, 2024, safety report with the Board. Upon motion duly made, seconded, and unanimously carried, the safety report was accepted. During the safety report Marcus Lively, a member of the public, entered the Board room and introduced himself. [9:17]

B. President~CEO and Staff Written Reports:

- a. President and CEO Wadsworth gave a verbal update to his written presentation that had been sent to the Board prior to the meeting. Comments were given by Mr. Wadsworth about Tri-State matters, FERC matters and territory matters. [10:05]
- b. Executive Vice President, Engineering and Grid Advancement Bowerfind gave a verbal update to his written presentation that had been sent to the Board prior to the meeting. [10:11]
- c. Vice President, Operations Ludington gave a verbal update to his written presentation that had been sent to the Board prior to the meeting. [10:23]
- d. Vice President, Technology and Energy Resources Noel gave a verbal update to his written presentation that had been sent to the Board prior to the meeting. [10:25]
- e. Vice President, Member and Government Relations Rosier gave a verbal update to her written presentation that had been sent to the Board prior to the meeting. [10:40]
- f. Vice President, CFO and Treasurer Mahon gave a verbal update to her written presentation that had been sent to the Board prior to the meeting. [10:41]

Questions from the Board members were addressed and answered by staff. Upon motion duly made, seconded, and unanimously carried, the staff reports were accepted. [10:41] A break was taken. [10:41-10:50]

- C. Financial Report:** Vice President, CFO and Treasurer Mahon gave a verbal update to her report on financial matters for June 2024. Questions posed by Board members were answered by Vice President Mahon and President and CEO Wadsworth. Upon motion duly made, seconded, and unanimously carried, the financial report was accepted. [10:59]
- D. Strategic Map Update:** President and CEO Wadsworth and other staff members presented a verbal report updating the Path to 2030. Questions posed by Board members were answered by Mr. Wadsworth and staff members. [11:54]
- E. Financial Forecast:** Moved to later in the Board meeting. [11:54]

Agenda Item 8—Attorney Report: Attorneys Starr and Westbrook attended the NRECA Legal Seminar 64. [11:54]

Agenda Item 9—Director Reports / Items:

- A. Western United Report:** Chair Hyland reported on WUESC matters. A written report on WUESC was distributed prior to the meeting. [11:55]
- B. Tri-State Report:** Director Michie reported on Tri-State matters, and he responded to questions from the Board members. President and CEO Wadsworth provided additional comments. A written report on Tri-State had been distributed prior to the meeting. [12:05]
- C. CREA Report:** Director Schneider reported on CREA matters. A written report on CREA was distributed prior to the meeting. [12:08]
- D. CoBank Directors Conference:** Directors Peterson, Dryer Henderson, Ehrlich and Hyland attended, and they each provided a report. [12:20]

A break for lunch was taken. During lunch, Directors Anderson and Peterson left the Board room. Mr. Lively also left the Board room during lunch. [12:20-13:00] Association employees Steve Leenerts, Colton Barber, Wyatt Litts and Sergio Baquera joined the Board for lunch and presented their experience attending the 2024 Light Up Navajo V Initiative. Employees Leenerts, Barber, Litts and Baquera left the Board room after lunch. Mr. Lively reentered the Board room after lunch.

Agenda Item 10—Discussion of Utility Industry and PVREA Topics if Needed:

- A. Member Correspondence and General Correspondence.
- B. Boulder, Larimer, Weld County Livestock Sales
 - Boulder County (Ron Sutherland):**
Saturday, August 10, 2024 @ 1:00 pm
Boulder County Fair Office
9595 Nelson Road, Longmont, CO 80501
 - Larimer County (Bryan Ehrlich):**
Wednesday, August 7, 2024 @ 4:30 pm
MAC Equipment Arena, The Ranch Events Complex
5280 Arena Circle, Loveland, CO 80538
 - Weld County (Peter Hyland):**
Monday, July 29, 2024 @ 3:00 pm
Island Grove Regional Park Event Center
525 N. 15th Avenue, Greeley, CO 80631
 - Scheduled Primary Purchase Rotation:** Swine-2024, Beef-2025, Sheep-2026;
Secondary Animals: Goat, Chicken, Lamb, Goose, Turkey and Rabbit
Total Budget: \$15,000 (\$5,000 per county).
- C. Other. [13:05]

Agenda Item 11—Review Upcoming Events/Meeting Dates:

- A. Basin Electric Annual Meeting – August 13 to August 15, 2024.
- B. PVREA Board Tour – August 20, 2024.
- C. PVREA Board Meeting – August 27, 2024.
- D. PVREA Board Governance/Strategic Planning – September 18, 2024.
- E. NRECA Region 7/9 Meeting – September 24 to September 26, 2024.
- F. NRECA Directors Conference – January 25 to January 28, 2025 [13:07]

Agenda Item 12—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. [13:12]

Agenda Item 13—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 financial matters, power supply matters and ratemaking matters. President and CEO Wadsworth and staff remained in the room. Mr. Lively left the Board room. 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. [13:48]

Agenda Item 7.E—Financial Forecast: A written report on the 10 Year Financial Forecast had been sent to the Board prior to the meeting. In general, the Forecast considers:

- Financial requirements to be met (i.e. MDSC and Equity ratio)
- Future capital requirements (i.e. work plan items and general plant)
- Future predicted: kWh sales, purchased power, O&M, and other expense/revenue accounts

The final output is a 10-year statement of operations (2024-2033) showing rate changes and loan amounts needed to fund capital projects and maintain service levels.

The Forecast is not a budget - the Forecast is a high-level estimate in the outlying years showing trends based on general assumptions.

Staff requested Board approval on 10-year financial forecast with estimated utilization of rate stabilization funds.

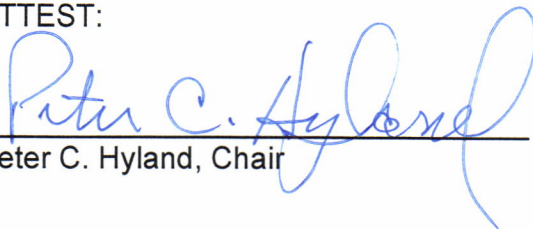
The forecast / use of rate stabilization funds is an estimate. Questions posed by Board members were answered by Ms. Mahon and Mr. Wadsworth. Upon motion duly made, seconded, and unanimously carried, the 10-year financial forecast with estimated utilization of rate stabilization funds as presented by staff was approved. [13:54]

Agenda Item 14—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 **Tuesday, August 27, 2024, at 9:00 a.m.** [13:54]



Thaine J. Michie, Secretary

ATTEST:



Peter C. Hyland, Chair

Poudre Valley REA Board Meeting Schedule for 2024
August 20, 2024 – Tuesday – Board Tour
August 27, 2024 – Tuesday
September 18, 2024 – Wednesday – Board Governance/Strategic Planning
September 19, 2024 – Thursday
October 23, 2024 – Wednesday
November 21, 2024 – Thursday
December 19, 2024 – Thursday