

RECORD OF MINUTES

Colorado 31 Larimer

Poudre Valley Rural Electric Association, Inc.

June 22, 2017

Chair Rickey D. Johnson called the meeting to order at 9:00 a.m. in the Board Room. Eight of the nine directors were present in person, being Rickey D. Johnson, Georglyn L. Diehl, James F. Fender, Thaine J. Michie, Ronald G. Sutherland, Roger F. Alexander, Jack R. Schneider, and Steven D. Anderson; and Jan K. Peterson was absent. Also attending were President and CEO Jeffrey Wadsworth, CFO Lisa Wright, COO John Bowerfind, Member Relations Manager David White, IT / Strategy Manager Joshua Noel; and General Legal Counsel Randolph W. Starr and Michael A. Westbrook.

Agenda Item 1—Call the Meeting to Order: Chair Johnson called the June 22, 2017, Board meeting to order.

Agenda Item 2—Pledge of Allegiance: President and CEO Wadsworth led the pledge of allegiance to the flag. [09:00]

Agenda Item 3—Additions to Agenda: Additional subject matters were added to the agenda. None. [09:00]

Agenda Item 4—Public Participation: Chair Johnson asked for comment from the public. As there were no members present there were no comments. [09:00]

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 30, 2017.
- B. Minutes of the Board Meeting on June 7, 2017.
- C. Completed Work Orders (May 2017) in the amount of \$ 571,982.29.
- D. Estate capital credits discounted payment for May 2017 in the total amount of: \$ 2,136.36.
- E. Accounts listed on the attached sheet (March 2017) in the total amount of \$ 1,622.16 were declared as uncollectible and will be deducted from the accounts receivable of the Association in accordance with Board policy.
- F. Capital Credit Retirement. [a short verbal presentation by CFO Wright and President and CEO Wadsworth was given] The Association shall make a retirement to members of the allocated patronage capital in accordance with the Articles of Incorporation, Bylaws, Policies, Rules and Regulations of the Association in the amount of \$ 3,000,000 [a 50/50 basis of first-in-first-out and last-in-first-out (only retiring PVREA allocation based on Board Policy)]. This means the 2002 remaining allocation of \$301,128 will be reduced by

\$301,128, the 2003 remaining allocation of \$2,063,851 will be reduced by \$1,198,872, and the 2016 PVREA allocation of \$6,722,719 will be reduced by \$1,500,000. [09:06]

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 31, 2017, safety report in detail. The written safety report had been sent to the Board prior to the meeting. During the presentation Director Peterson entered the Board room. Upon motion duly made, seconded and unanimously carried the safety report was accepted. [09:25]

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.

CFO Wright gave a verbal update to her written presentation that had been sent to the Board prior to the meeting.

COO Bowerfind gave a verbal update to his written presentation that had been sent to the Board prior to the meeting.

Manager Noel gave a verbal update to his written presentation that had been sent to the Board prior to the meeting.

Manager White gave a verbal update to his written presentation that had been sent to the Board prior to the meeting.

Upon motion duly made, seconded and unanimously carried the staff reports were accepted. [10:03] A short break was taken. [10:10]

C. PVREA Community Solar Farm: Manager White gave a verbal and PowerPoint® report on the Association's Community Solar Farm project at the Larimer County Landfill. Mr. White and Mr. Wadsworth responded to questions from the Board members. [10:50]

D. Rate Comparison: A verbal and visual presentation was made by CFO Wright about a comparison of rates among various retail electric utilities in Colorado. [11:00]

E. Financial Report: CFO Wright gave a verbal and PowerPoint® report on various financial matters for May 2017. Upon motion duly made, seconded and unanimously carried the report was accepted. [11:14]

Agenda Item 7—Attorney Report: No report. [11:14]

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. [no meeting] [11:15]

B. Tri-State Report: Director Michie reported on Tri-State matters. A written report on Tri-State had been distributed prior to the meeting. Director Michie presented some slides he obtained from Tri-State about various matters of interest. President and CEO Wadsworth made additional comments. [11:54]

C. CREA Report: Director Schneider reported on CREA matters. A written report on CREA had been distributed prior to the meeting. [11:58]

A lunch break was taken. [11:58 to 12:32] All staff members left the Board room.

C. CREA Report [continued]: Director Schneider reported on the Pedal The Plains program and CREA's support. [12:38]

D. Discuss CFC Forum: Director Michie and President / CEO Wadsworth gave a verbal recount of the CFC Forum. [12:52]

E. Discuss PVREA Scholarship Dinner: Those members who attended the dinner commented on the scholarship recipients and the dinner. [12:56]

F. Review Board Policies—Article 2: Member Matters: President and CEO Wadsworth presented revised proposed changes to Board Policy 2.01 to 2.04 that contained minor changes. The Board discussed the proposed changes as presented by President and CEO Wadsworth. Upon motion duly made, seconded and unanimously carried, the changes to Policy 2.01 to 2.04 were approved as presented by President and CEO Wadsworth and sent to the Board prior to the meeting. [13:00]

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

- A. Member Correspondence and General Correspondence.
 - i. various correspondence was sent to the Board prior to the meeting.
- B. Boulder, Larimer, Weld County Livestock Sales Information [sheep].
- C. Other. [13:05]

Agenda Item 10—Review Upcoming Events/Meeting Dates:


- A. CoBank Energy Conference June 27 to June 29, 2017, at The Broadmoor, Colorado Springs, Colorado.
- B. Board Tour on July 26.
- C. PVREA Board Meeting on July 27.
- D. Member Appreciation BBQs on August 22 to August 24, 2017 [Red Feather, Berthoud and Thompson Crossing in Johnstown].
- E. PVREA Board Meeting on August 29.

- F. Strategic Planning Session Tuesday, September 5, 2017 at Sylvan Dale Ranch, 2939 North County Rd 31D, Loveland, CO 80538.
- G. PVREA Board Meeting September 26, 2017.
- H. NRECA Region 7 & 9 Meeting on October 16 to October 18 at Sheraton Denver Downtown Hotel, 1550 Court Place, Denver.
- I. PVREA Board Meeting October 24, 2017.
- J. CREA Energy Innovations Summit and Fall Meeting on October 28 to October 31 at the Denver Downtown Westin Hotel, 1672 Lawrence Street, Denver, CO, 80202 [13:14]

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 director, President and CEO and legal expense reports were approved. [13:16]

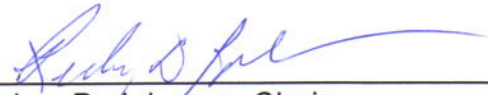
Agenda Item 12—Executive Session if Needed: Upon motion duly made, seconded and unanimously carried the Board entered executive session to consider documents or testimony given in confidence generally relating to Board matters. No action was taken by the Board to make final policy decisions or adopt 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. [13:25]

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 27, 2017**. [13:25]



Roger F. Alexander, Secretary-Treasurer

ATTEST:



Rickey D. Johnson, Chair

NOTE: The 2017 Board meeting dates have been set as follows: July 27, 2017, August 29, 2017, September 5, 2017 [strategic planning], September 26, 2017, October 24, 2017, November 28, 2017, and December 21, 2017.