

RECORD OF MINUTES

Colorado 31 Larimer

Poudre Valley Rural Electric Association, Inc.

September 26, 2017

Chair Rickey D. Johnson called the meeting to order at 8:57 a.m. in the Board Room. All of the nine directors were present in person, being Rickey D. Johnson, Georglyn L. Diehl, James F. Fender, Thaine J. Michie, Roger F. Alexander, Jack R. Schneider, Steven D. Anderson, Jan K. Peterson, and Ronald G. Sutherland. Also attending were President and CEO Jeffrey Wadsworth, CFO Lisa Wright, COO John Bowerfind, Member Relations Manager David White; and General Legal Counsel Randolph W. Starr and Michael A. Westbrook.

Agenda Item 1—Call the Meeting to Order: Chair Johnson called the September 26, 2017, Board meeting to order.

Agenda Item 2—Pledge of Allegiance: Director Sutherland led the pledge of allegiance to the flag. [08:57]

Agenda Item 3—Additions to Agenda: Additional subject matters were added to the agenda. None. [08:57]

Agenda Item 4—Public Participation: Chair Johnson asked for comment from the public. No comments were made. [08:57]

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 August 29, 2017.
- B. Minutes of the Strategic Planning Meeting on September 5, 2017.
- C. Completed Work Orders (August 2017) in the amount of \$ 202,628.42.
- D. Estate capital credits discounted payment for August 2017 in the total amount of: \$ None.
- E. Accounts listed on the attached sheet (June 2017) in the total amount of \$ 1,551.90 were declared as uncollectible and will be deducted from the accounts receivable of the Association in accordance with Board policy.

[08:58]

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

A. Safety Report: President and CEO Wadsworth reviewed the contents of the August 30, 2017, safety report in detail with input by COO Bowerfind. 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. [09:09]

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. [09:48]

CFO Wright gave a verbal update to her written presentation that had been sent to the Board prior to the meeting. A short break was taken. [10:01 to 10:11]

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

Manager Noel was unavailable, President and CEO Wadsworth 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. [10:48]

C. Financial Report: CFO Wright gave a verbal and PowerPoint® report on various financial matters for August 2017. Upon motion duly made, seconded and unanimously carried the report was accepted. [10:53]

D. Financial Forecast: President and CEO Wadsworth and CFO Wright reviewed the financial forecast that had been sent to the Board prior to the meeting. [11:21]

E. Operations and Maintenance Program: A verbal and visual presentation was made by COO Bowerfind about the operations and maintenance program with a specific example on the use of a drone for review of the electric lines of the Association. Questions were asked by Board members and Mr. Bowerfind and President and CEO Wadsworth responded to the questions. [11:49]

Mike Prom, CEO of Western United Electric Supply entered the Board room and gave a short presentation about Western United. He also delivered a check for Poudre Valley's refund of patronage capital for the past fiscal year for \$97,287. He answered questions from the Board. A break for lunch was taken. [12:06 to 12:41] Mr. Prom left the building after lunch.

Agenda Item 7—Attorney Report: Attorney Starr had reported on the CPUC decision in the Boulder municipalization case and on a jury verdict entered against a cooperative in Missouri regarding use of easements. [12:59]

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. [13:07]

B. Tri-State Report: Director Michie reported on Tri-State matters. A written report on Tri-State had been distributed prior to the meeting. President and CEO Wadsworth made additional comments. [13:19]

C. CREA Report: Director Schneider reported on CREA matters. A written report on CREA had been distributed prior to the meeting. [13:29] Staff members left the Board room.

D. Strategic Planning Takeaways. CEO Wadsworth led a discussion about the results of the strategic planning meeting of the Board. [13:35]

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. Other. [13:35]

Agenda Item 10—Review Upcoming Events/Meeting Dates:

- A. NRECA Region 7 & 9 Meeting on October 16 to October 18 at Sheraton Denver Downtown Hotel, 1550 Court Place, Denver.
- B. PVREA Board Meeting October 24, 2017.
- C. 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.
- D. Basin Electric Power Association Annual Member Meeting on November 8 to November 9 in Bismarck, ND.
- E. PVREA Board Meeting November 28, 2017.
- F. Mid-West Electric Consumers Association Annual Meeting on December 11 to December 14 in Denver. [13:36]

Agenda Item 11—Consideration of Delegate Designations: Upon motion duly made, seconded and carried, the following delegate and alternate designations were approved: [13:37]

| Meeting | Delegate | Alternate |
|--|-----------|-----------|
| Basin Electric Power Association Annual Member Meeting on November 8 to November 9 in Bismarck, ND | None | None |
| Mid-West Electric Consumers Association Annual Meeting on December 11 to December 14 in Denver | Alexander | Peterson |

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 director, President and CEO and legal expense reports were approved. [13:41]

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 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. [13:55]

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 **October 24, 2017**. [13:55]

Roger F. Alexander, Secretary-Treasurer

ATTEST:

Rickey D. Johnson, Chair

NOTE: The 2017 Board meeting dates have been set as follows: October 24, 2017, November 28, 2017, and December 21, 2017.

The 2018 Annual Meeting of Members is Saturday, April 7, 2018, at the Embassy Suites in Loveland.