

# RECORD OF MINUTES

Colorado 31 Larimer

Poudre Valley Rural Electric Association, Inc.

May 28, 2019

Chair Steven D. Anderson called the meeting to order at 9:00 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 and COO John Bowerfind, Vice President of Technology and Strategy Joshua Noel, and Vice President of Member Relations David White; and General Legal Counsel Randolph W. Starr and Michael A. Westbrook. Steve Szabo, Rebecca Henderson, Linda Andes-Georges, and Joan Paskewitz were guests.

**Agenda Item 1—Call the Meeting to Order:** Chair Anderson called the May 28, 2019, Board meeting to order.

**Agenda Item 2—Pledge of Allegiance:** Director Schneider 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 Anderson asked for comment from the public. Comments were made by Ms. Henderson and Ms. Andes-George. [09:07]

**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 April 23, 2019.
- B. Estate capital credits discounted payment for April 2019 in the total amount of: \$ 2,403.81.
- C. Set Annual Meeting Date for Years 2020, 2021 and 2022. The future annual meetings of members were set for: April 4, 2020, April 10, 2021, and April 2, 2022. The location of the meeting is set for April 4, 2020 at the Embassy Suites, and the dates of the meetings in 2021 and 2022 will be subject to availability of Embassy Suites and therefore may be at another location. [09:08]

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

- A. **Safety Report:** President and CEO Wadsworth reviewed the contents of the April 24, 2019, safety report in detail with input from Mr. Bowerfind. The writ-

ten 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. [09:21]

**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. [10:03]

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. [10:06]

Vice President and COO Bowerfind gave a verbal update to his written presentation that had been sent to the Board prior to the meeting. [10:07]

Vice President Noel gave a verbal update to his written presentation that had been sent to the Board prior to the meeting. [10:07]

Vice President White gave a verbal update to his written presentation that had been sent to the Board prior to the meeting. [10:07]

Upon motion duly made, seconded and unanimously carried the staff reports were accepted. [10:07]

A short break was taken. [10:07 to 10:16]

**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 April 2019. Upon motion duly made, seconded and unanimously carried the financial report was accepted. [10:31]

**D. Proposed Changes to Rules and Regulations:** President and CEO Wadsworth and Vice President White gave a visual and verbal presentation about the proposed changes to the Rules and Regulations of the Association. Questions by the Board were responded to by Messrs. Wadsworth and White. The final proposed changes to the Rules and Regulations as presented by staff will be proposed for action at the June Board meeting. [10:48]

**Agenda Item 7—Attorney Report:** Attorneys Starr and Westbrook reported on an eminent domain action by the City of Thornton. [10:50]

**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. [10:55]

**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. [11:11]

**C. CREA Report:** President and CEO Wadsworth and Director Schneider reported on CREA matters. A written report on CREA had been distributed prior to the meeting. [11:25]

**D. Discuss NRECA Legislative Conference.** Those who attended the conference reported on the meetings with legislators. [11:36]

**E. Review Board Policies – Article 1 General / Overview (1.01-1.03).** President and CEO Wadsworth presented proposed minor changes to Board Policies

1.01 to 1.03, including removal of Policy 1.02. After discussion by the Board, upon motion duly made, seconded and carried unanimously, the proposed changes to the Board Policy 1.01 (no change). A motion was made to retain Board Policy 1.02 and to move it to Article 2, Section 2.06. The motion was seconded and carried on a majority vote. A motion was made to retain Board Policy 1.03 and to move it to Article 2, Section 2.05. The motion was seconded and unanimously carried. The changes were adopted effective immediately. [11:42]

A break for lunch was taken. [11:42-12:25] All of the guests left the Board room. All staff members left the Board room.

**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. Discussion about the contents of the correspondence ensued. [12:58]
- B. Other. [12:58]

**Agenda Item 10—Review Upcoming Events/Meeting Dates:**

- A. PVREA Scholarship Dinner June 5, 2019.
- B. PVREA Board Territory Tour June 12, 2019.
- C. PVREA Board Meeting June 25, 2019. Attorney Starr will be absent.
- D. CFC Forum July 1-3 in New York, NY.
- E. CoBank Energy Conference July 16-18 in Omni Grove Park Inn, Asheville, North Carolina.
- F. PVREA Board Meeting July 30, 2019.
- G. PVREA Member Appreciation BBQs August 21, 2019.
- H. PVREA Board Strategic Planning & Territory Tour September 11, 2019.
- I. NRECA Region 7 & 9 Meeting September 24-26, 2019, in Spokane.
- J. CREA Semi-annual Meeting and Energy Innovations October 26-30, 2019, Denver. [13:04]

**Agenda Item 11—Consideration of Delegate Designations:**

MEETING	DELEGATE	ALTERNATE
CRC Annual Meeting	Peterson	None
NCSC Annual Meeting	Peterson	None

[13:06]

**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. [13:09]

**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 goals and policy matters. Mr. Wadsworth remained in 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. [14:04]

Upon motion duly made, seconded and carried unanimously carried, the following Goal for the Association was approved:

## 80 by 30

### Power Supply

Poudre Valley Rural Electric Association, Inc. (PVREA) has long term power supply commitments through contracts with Tri-State Generation and Transmission Association, Inc. (Tri-State). PVREA has long term purchase power agreements with small carbon free generators located in our service territory, including 2 hydroelectric generators, 4 commercial solar arrays, and 3 community owned solar farms. In 2019 PVREA will be adding 2 more commercial solar arrays.

PVREA estimates the energy used to meet member load in 2019 will be supplied as:

- 33% from carbon free resources, such as wind, solar, and hydro generation,
- 45% from coal,
- 7% from gas,
- 15% from contract/other market sources.

### Goal

PVREA's goal is to increase the carbon free generation we provide our members from 33% to 80% by 2030. PVREA will work towards meeting this goal without raising rates while maintaining the reliable and safe service our members have come to expect.

Meeting this energy goal will require continued advancements in technology, development of an energy market (regional transmission organization) and proactively working with Tri-State, other electric cooperatives, regulators, and legislatures. [14:06]

**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 **June 25, 2019**. [14:06]

  
James F. Fender, Secretary

ATTEST:



Steven D. Anderson, Chair

NOTE: The 2019 Board meeting dates have been set as follows: [Scholarship Dinner June 5, and Board Tour June 12], June 25, 2019, July 30, 2019, August 27, 2019, [Board Strategic Planning and Tour 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.