

**MINUTES OF MEETING**  
**Board of Directors**  
**October 31, 2017**

The regular Board of Director's Meeting of San Luis Valley Rural Electric Cooperative, Inc. was held on Tuesday, October 31, 2017, at the headquarters office located in Monte Vista, Colorado. Directors present were Cole Wakasugi, (president), Carol Lee Dugan (vice-president), Scott Wolfe (secretary), Stephen Valdez, Mike Rierson, Keenan Anderson and Kip Nagy. Also present were Gregg Kampf (corporate attorney) and the following staff: Loren Howard (chief executive officer), JoAn Waudby (chief financial officer), Terryl Jensen (operations director), Stacy Valdez (manager of customer service/billing), Andrea Oaks-Jaramillo (marketing & economic development coordinator), and Carol Silva (human resources specialist/recording secretary). Michelle Trujillo was unavoidably absent.

**Call to Order**

Cole Wakasugi called the meeting to order at 1:00 p.m.

**The Pledge of Allegiance**

Cole Wakasugi led the Pledge of Allegiance.

**Welcome of Guest(s)**

URGED representatives were present to report how REC funds have help support the efforts of economic development in our communities. Asked for continued funding for the next three years. Gave an update on projects and opportunities in the Valley.

**Member Communication**

Mail was circulated among the board members.

**Approval of Agenda**

On Motion #1 by Scott Wolfe, seconded and unanimously carried by those present; the agenda was approved as amended to include the Approval of BKD Audit Engagement Letter and the Approval of the CFC Fiber Loan Documents.

**Approval of Minutes**

On Motion #2 by Mike Rierson, seconded and unanimously carried by those present; the minutes of the September 26, 2017 regular board meeting were approved as presented.

**Approval of Rate Tariffs**

On Motion #3 by Mike Rierson, seconded and unanimously carried by those present, the board approved the rate tariffs as presented.

**Approval to Delete Schedule I – Irrigation**

On motion #4 by Scott Wolfe, seconded and unanimously carried by those present, the board approved to delete the original Schedule I – Irrigation rate tariff.

**Approval of BKD Engagement Letter**

On Motion #5 by Stephen Valdez, seconded and unanimously carried by those present, the board approved the engagement letter with BKD Auditing Firm.

**Approval of CFC Fiber Loan Documents**

On Motion #6 by Scott Wolfe, seconded and unanimously carried by those present, the board approved the CFC Fiber Loan Documents as presented.

Carol Lee Dugan asked for further information on this at the next meeting.

**Corporate Exceptions**

Loren Howard reviewed the written report and provided updates on projects where applicable.

**Acceptance of Financial Report**

On Motion #7 by Mike Rierson, seconded and unanimously carried by those present; the board approved the September 2017 financials as submitted.

**Operating Statistics**

The financial report and statistical graphs depicting measurable points of interest were reviewed and discussed.

**Safety Report**

The submitted report was reviewed and discussed.

**Acceptance of Safety Report**

Motion #8 by Mike Rierson, seconded and unanimously carried by those present; the Safety Report was accepted as presented. (Copy attached hereto and made a part hereof.)

**Agreements for Purchase of Power**

The current list of Agreements for Purchase of Power was reviewed.

**Ciello Report**

Loren Howard reviewed the submitted Ciello exceptions report as well as the statistical graphs. He noted that the cost per passing has remained the same as the initial study indicated even though we are building out the infrastructure faster than planned.

**ATTORNEY'S REPORT**

Corporate Attorney - Gregg Kampf

**BOARD COMMITTEE REPORTS:****Colorado Rural Electric Association – Kenneth Cole Wakasugi**

CREA meeting in Denver reported on legislature to address right of way easements. Reviewed the CREA budget possibly sending 6-7 linemen to Guatemala and they would pick up expenses. They also discussed the endangered species act and regulations.

**Western United – Kenneth Cole Wakasugi**

Approved 1.5 million to add on to the warehouse. They are having a good year and need to expand the warehouse. Also looking at starting a cable cutting division to custom cut the fiber to desired length cutting down on waste.

**Tri-State – Scott Wolfe**

Tri-State is reviewing a series of financial concerns. Tri-State is one of the most current G&T's on Capital Credits. SPP is moving forward and they will have more to report next month.

**Unfinished Business:**

None

**New Business:**

Scott Wolfe suggested that it may be helpful if they could do a Tri-State orientation with the 3 new board members.

**Future Dates:**

Next regular board meeting is November 28, 2017 at 9:30 a.m.

**Board Comments:**

Keenan and Stephen attended classes at the CREA conference. It was a good learning experience regarding how to deal with members and questions.

**Executive Session**

On Motion #9 by Scott Wolfe, seconded and unanimously carried forward; the board entered executive session at 2:51 p.m. for the purpose of contractual discussion.

On Motion #10 by Scott Wolfe, seconded and unanimously carried by those present, the board reconvened regular session at 4:19 p.m. with no action taken.

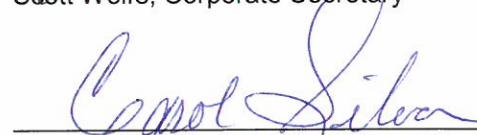
**Motion to Adjourn**

Motion #11 by Scott Wolfe, seconded and unanimously carried by those present, the board adjourned their meeting at 4:22 p.m.

SEAL

  
Kenneth Cole Wakasugi, President

  
Scott Wolfe, Corporate Secretary

  
Carol Silva, Recording Secretary