

**MINUTES OF MEETING  
Board of Directors  
July 31, 2018**

The regular Board of Director's Meeting of San Luis Valley Rural Electric Cooperative, Inc. was held on Tuesday, July 31, 2018, 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, Kip Nagy, and Keenan Anderson. Also present were Gregg Kampf (corporate attorney) and the following staff: Loren Howard (chief executive officer), JoAn Waudby (chief financial officer/corporate treasurer), Stacy Valdez (customer service/billing manager), Carol Silva (human resources specialist), and Michelle Trujillo (human resources officer/assistant corporate secretary). Kip Nagy was unavoidably late arriving at 10:05 a.m. Mike Rierson was unavoidably absent.

**Call to Order**

Cole Wakasugi called the meeting to order at 9:30 a.m.

**The Pledge of Allegiance**

Cole Wakasugi led the Pledge of Allegiance.

**Welcome of Guest(s)**

David Doderio of Haskin, Farina and Kampf Professional Corporation was in attendance along with Gregg Kampf to provide a report on his attendance at the recent NRECA Legal Conference.

**Member Communication**

Mail was circulated among the board members.

**Corporate Review**

Loren Howard provided an update on progress with the Avian Protection Plan, training is planned for our operations personnel regarding proper Avian line protection and our Plan will be updated soon; he is working with the Forrest Service to renew various permits and to determine fee exemption status for San Luis Valley REC and Ciello.

JoAn Waudby and Loren Howard reviewed financials and discussed the unbilled revenue and timing factor and its effect on the monthly reporting.

Loren Howard reviewed SAIDI and SAIFI data, discussed fiber work in progress and goals for the year, reviewed the two open positions, and informed the board about a video that was produced by Radwin, an Israeli based company where we purchase telecommunications equipment. This video is focused on Ciello and our fiber project utilizing their equipment.

Break: 10:59 a.m.

Reconvened Open Session: 11:11 a.m.

**Approval of Agenda**

On Motion #1 by Carol Lee Dugan, seconded and unanimously carried by those present; the agenda was approved as presented.

**Approval of Minutes**

On Motion #2 by Carol Lee Dugan, seconded and unanimously carried by those present; the minutes of the June 26, 2018 regular board meeting were approved as amended to correct Scott Wolfe's title.

**Approval to Convert Short-Term Debt into Long-Term Debt SLVREC**

On Motion #3 by Scott Wolfe, seconded and unanimously carried by those present, the board approved the loan proposal as presented to convert the short-term line of credit into long-term debt in the amount of \$3,325,000 for San Luis Valley REC.

### **Approval to Convert Short-Term Debt into Long-Term Debt Cielo**

On Motion #4 by Scott Wolfe, seconded and unanimously carried by those present, the board approved the loan proposal as presented to convert the short-term line of credit into long-term debt in the amount of \$3,870,000 for Cielo.

### **Operating Statistics**

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

### **Acceptance of Financial Report**

On Motion #5 by Carol Lee Dugan, seconded and unanimously carried by those present; the board approved the May 2018 financials as submitted.

### **Safety Report**

The submitted report was reviewed and discussed. (Copy attached hereto and made a part hereof)

### **Acceptance of Safety Report**

On Motion #6 by Carol Lee Dugan, 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.

### **Cielo Report:**

Loren Howard reviewed the submitted report. Discussion ensued regarding the progress with CCT conversions, suggestion was made to do some billboards in the southern territory, and current operating statistics.

Lunch: 12:01 P.M.

Reconvened: 12:41 p.m.

### **ATTORNEY'S REPORT**

#### **Corporate Attorney - Gregg Kampf**

David Dodero provided an update on the NRECA Legal Conference he attended earlier in the month. Gregg Kampf mentioned he is still participating in the Pedal the Plains in September.

### **BOARD COMMITTEE REPORTS:**

#### **Colorado Rural Electric Association – K. Cole Wakasugi**

Wakasugi reported that the CREA meeting was a phone call that he was unable to participate in due to scheduling conflict with an SLVREC board activity. He mentioned a fund-raising event to assist with purchasing water filters for areas in Guatemala.

#### **Western United – K. Cole Wakasugi**

Wakasugi reported that next meeting is August 30, 2018 along with the annual fish fry.

#### **Tri-State – Scott Wolfe**

Wolfe started off with a brief report from the finance committee including a situation in the Arkansas River Valley Power Association (ARPA) area which supplies power to 6 towns in SE Colorado. There is a concern of high rates and displeased customers. He further provided a brief update regarding a Colorado cooperative that is interested in moving away from Tri-State. The member Dispute Resolution Policy 316 is under review. Tri-State did settle the lawsuit related to fire damage claims.

### **Unfinished Business**

Loren Howard reported that he hand-delivered a check to the Boys and Girls Club of Center on behalf of the SLV Energy Foundation to assist with the purchase of equipment and materials.

**New Business**

The 4-H Fair is coming up in early August and we need a buyer. Keenan Anderson volunteered to do the buying this year and Stephen Valdez will help out as well.

Loren Howard reported that we are working on a Franchise Agreement for Telecommunications Services with Saguache and Electric and Telecommunications Agreements for Crestone.

**Future Dates:**

SLVREC's next regular board meeting will be Tuesday, August 28, 2018 at 9:30 a.m.

CREA Fall Meeting and Energy Innovations Summit October 26-30, 2018 in Denver. The date of this meeting conflicts with the October board meeting. The date of the October board meeting will be changed from the 30<sup>th</sup> to the 31<sup>st</sup> at 9:30 a.m.

**Board Comments:**

None

**Motion to Adjourn**

On Motion #7 by Carol Lee Dugan, seconded and unanimously carried by those present, the board adjourned their meeting at 1:17 p.m.

SEAL

  
Kenneth Cole Wakasugi, President

  
Scott Wolfe, Corporate Secretary

  
Michelle Trujillo, Recording Secretary