

**MINUTES OF MEETING  
Board of Directors  
February 26, 2019**

The regular Board of Director's Meeting of San Luis Valley Rural Electric Cooperative, Inc. was held on Tuesday, February 26, 2019, at the headquarters office located in Monte Vista, Colorado. Directors present were Kenneth Cole Wakasugi, (president), Carol Lee Dugan (vice-president) arrived at 11:04 a.m., Scott Wolfe (secretary), Stephen Valdez, Kip Nagy, Mike Rierson, 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), Terry Daley (engineering manager), Stacy Valdez (manager of customer service and billing), Shawn McKibbon (operations superintendent), Carol Silva (human resources specialist), Andrea Oaks-Jaramillo (marketing/economic development coordinator) and Michelle Trujillo (human resources officer/assistant corporate secretary).

**Call to Order**

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

**The Pledge of Allegiance**

Kenneth Cole Wakasugi led the Pledge of Allegiance.

**Welcome of Guest(s)**

Erin Minks of Senator Bennet's office and Brenda Felmler of Congressman Tipton's office were present today.

**Member Communication**

Correspondence was circulated among the board members.

**Approval of Agenda**

Motion to amend the agenda to delete the Cielo Report was approved unanimously by those present.

**Corporate Review**

Loren Howard reviewed the submitted department and financial summary reports.

Question was asked if we have heard feedback from members regarding the rate design change. It was reported that there have been a few conversations and phone calls.

**Approval of Minutes**

Motion to approve the January minutes was approved unanimously by those present.

**Approval of Board Policies**

Motion to approve Board Policies 1-001 thru 1-005 as presented was approved unanimously by those present.

**Election to Represent SLVREC on the Tri-State Board of Director**

Motion to nominate Scott Wolfe as the San Luis Valley REC board representative to the Tri-State Board of Directors and Kenneth Cole Wakasugi as the alternate delegate was approved unanimously by those present.

Motion to amend the previous motion to nominate Scott Wolfe as the San Luis Valley REC board representative to the Tri-State Board of Director and Loren Howard as the alternate was approved unanimously by those present.

Motion to reaffirm Scott Wolfe and Loren Howard as the voting delegate and alternate at Tri-State meetings was approved unanimously by those present.

**Break:** 10:19 a.m.

**Reconvene:** 10:34 a.m.

### **Operating Statistics & Financial Review**

Loren Howard reviewed the submitted statistical graphs and financial detail.

### **Safety Report**

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

### **Acceptance of Safety Report**

Motion to accept the safety report was approved unanimously by those present.

### **Agreements for Purchase of Power**

The Agreements for Purchase of Power were reviewed and discussed.

### **ATTORNEY'S REPORT**

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

Kampf's report stood as submitted. Further items for discussion will be handled in executive session.

### **BOARD COMMITTEE REPORTS:**

#### **Colorado Rural Electric Association – Kenneth Cole Wakasugi**

Wakasugi reported that CREA held their annual meeting last month and reviewed the highlights. Kip Nagy attended classes at the annual meeting and provided a brief report.

#### **Western United – Kenneth Cole Wakasugi**

Wakasugi reviewed the submitted report and stated that Greg Mordini gave a presentation at the annual meeting on his plans for the future of Western United.

#### **Tri-State – Scott Wolfe**

Wolfe reviewed the submitted report and stated that Tri-State will defer approximately \$41 million to meet the debt ratio at 1.175 and maintain rate stability. A 200 MW renewable site was introduced in the past 30 days. Mentioned that they hired a new CEO, Duane Highley, and he will start in April 2019. Discussion was held regarding the proposed partial requirement Bylaw change and the upcoming special meeting of the membership.

### **Unfinished Business**

None

### **New Business**

Loren Howard distributed a resolution drafted by San Isabel Electric for consideration regarding the improvement of wholesale costs to the member-owners of Tri-State G&T. After review and discussion, the board took no action.

Motion to designate Kip Nagy as the voting delegate at the NRECA Annual Meeting was approved unanimously by those present.

### **Future Dates**

The NRECA annual meeting will be held in Orlando, FL in March 7-13, 2019.

The next regularly scheduled board meeting is March 26, 2019 at 9:30 a.m.

### **Board Comments:**

A director was contacted by a member regarding a billing question with his irrigation accounts. The billing department will look into this concern and get information back to the director for follow-up with the member.

A director was contacted by a member regarding the cost of a line extension to a well on his property and was very concerned regarding the cost to build this job. After further questioning, the member wants to run a 4-tower sprinkler on a single-phase service. He is located at the end of the line and three-phase power is not available. The cost is expensive due to the length of the build and the fact that there is no existing three-phase power.

**Lunch:** 11:56 a.m.  
**Reconvene:** 12:38 p.m.

**Executive Session**

Motion to enter into executive session at 12:39 p.m. for the discussion of legal matters was approved unanimously by those present.

Motion to reconvene into public session with no action taken at 1:28 p.m. was approved unanimously by those present.

**Motion to Adjourn**

Motion to adjourn the regular meeting at 1:29 p.m. was approved unanimously by those present.

SEAL

  
Kenneth Cole Wakasugi, President

  
Scott Wolfe, Corporate Secretary

  
Michelle Trujillo, Recording Secretary