

MINUTES OF REGULAR MEETING BOARD OF DIRECTORS

OF

WHITE RIVER ELECTRIC ASSOCIATION, INC.

March 13, 2023

The meeting of the Board of Directors of White River Electric Association, Inc of White River Electric Association, Inc. on March 13, 2023, at 1:30 P.M. with the following Directors present:

Pearce, Dearman, Ducey, Rogers, Hilkey, Sheridan, and Phelan.

Directors Absent: None

President Pearce called the meeting to order.

Dale Dunbar was appointed as recording secretary.

- Agenda It was regularly moved, seconded, and passed to approve the agenda as presented.
- Public Comment Discussion was held about a Facebook comment regarding the rates.
- Guests Visitors present included Manager Michalewicz, and Staff Members Dunbar, Tupy, Berthelson, Reidinger, and Attorney Jeff Hurd.
- Minutes The minutes of the Regular Meeting of February 14, 2023, had been deposited in Boardpaq. There were a couple of date errors, and a typographical error that was corrected. It was regularly moved, seconded, and passed, to approve the minutes as corrected.
- Bills and Checks The bills and checks for the month of February 2023 were reviewed by the Directors. It was regularly moved, seconded, and passed, to approve the checks.
- The bank balances and investments were also reviewed by the directors.
- Safety Operations Manager Berthelson presented the Safety Report. The Directors reviewed the information presented including OSHA, ERP, Fire Mitigation, Cyber Security. Training and outage data were reviewed. Upon motion by Director Dearman, seconded by Director Phelan, and passed by all directors present, the safety report was approved.
- Donations There was a quick report on the donations given and the matching funds received. Also, donation to the MHS Girls golf team was noted.
- Memberships The directors reviewed the membership for certification prior to the Director elections. Upon motion by Director Rogers, seconded by Director Dearman, and passed by all directors present, it was approved to certify the membership and the percentage of representation by directors will remain the same.
- GM Review The annual Manager review is scheduled for July 19th, 2023 @ 11:00 a.m.
- Scholarships The Board met on Thursday, February 9 to review scholarship applications. They will meet again on Wednesday February 15 to select award winners via interview and application scores. Upon motion by Director Dearman, seconded by Director Rogers, and passed by all directors present it was approved to accept the scholarship award winners as selected by the board.
- Manager's**
Cyber A cyber update was presented to the board included was the recent tabletop that staff was present at.
- Power Bill Manager Michalewicz reported on the operations of the Association for the month of February 2023. The power bill for the month of February was \$2,922,780.21 there was 42,112,258 worth of kWh purchased, the demand was 70,556 the cost per kilowatt-hour was 69.4045 and the member system billing load factor was 92.4438. The Directors reviewed the statistical information for the month of January.
- Other Manager Michalewicz discussed with the board topics to present to the T/S General Manager at his visit to WREA in April.
- Discussion was held regarding the progress of the Member Appreciation Day.
- Thank You's Several thank you notes were passed around for the Directors to review.
- Attorney Report Attorney Hurd presented revisions to the Policy #107 election policy. Upon motion by Director Hilkey, seconded by Director Rogers, and passed by all directors present, Policy #107 Election Policy was approved as revised and presented.
- Attorney Hurd discussed the employee handbook with the Directors. After a review and upon motion by Director Rogers, seconded by Director Dearman, and passed by all Directors present, it was approved to adopt revisions to the WREA employee handbook to remove references to short-term disability coverage, remove reference to paying premiums for long-term care insurance, and to add a provision reflecting WREA's payment of

company's share as well as the employee's share of the premiums for coverage under Colorado's Family and Medical Leave Insurance Act.

Executive Upon motion by Director Ducey, seconded by Director Hilkey, and passed by all Directors present, it was approved to go into executive session to discuss legal issues.

Upon motion by Director Dearman, seconded by Director Hilkey, and passed by all Directors present, it was approved to *reconvene the regular meeting.* *BD*

~~Engagement~~ ~~The Board of Directors reviewed the engagement letter for Attorney Jeff Hurd. This was unanimously approved and signed. A copy of such is hereby attached and made a part of these minutes.~~ *delete BD*

Travel There was no travel out of the ordinary to approve.

Associated Director Rogers reported on CREA and provided written materials in Boardpaq.

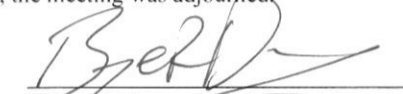
Director Rogers also reported on Western United.

Director Hilkey reported on items of interest regarding Tri-State.

Directors reported on the CREA Annual Meeting.

Operations Manager Berthelson reported on the NRECA PowerXchange/Tech Advantage meetings he recently attended.

No further business appearing before the board, the meeting was adjourned.


Bryce R. Ducey, Secretary