

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF

WHITE RIVER ELECTRIC ASSOCIATION, INC.

October 25, 2023

The meeting of the Board of Directors of White River Electric Association, Inc. (WREA) was held on October 25, 2023, at 1:50 P.M. with the following Directors present:

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

Directors Absent: None

President Pearce called the meeting to order.

Dale Dunbar was appointed as Recording Secretary.

- Agenda The directors reviewed the October 2023 agenda as presented and upon motion, properly seconded, approved it.
- Public Comment None.
- Guests Visitors present included Manager Michalewicz, Staff Members Dunbar, Tupy, Berthelson, Reidinger, Attorney Jeff Hurd, Kent Singer and Cassi Gloe from CREA, Shaurice Moorman from PSE, Robert Lang and George Lynch from Kelso, CPA. Also, a lunch presentation was received from 6<sup>th</sup> Grade YMCA Students, and Washington D.C. Youth Tour attendee.
- CREA & CCL Cassi Gloe made a presentation to the directors regarding Colorado Country Life. The directors will review and determine if WREA will participate in CCL or not. Kent Singer updated the board on CREA activities.
- Cost of Service Shaurice Moorman from Precision Engineering presented preliminary data from the Cost-of-Service study ongoing. The directors reviewed data and will decide regarding the rates in November.
- Kelso Robert Lang and George Lynch briefed the board regarding the ongoing external audit and expressed appreciation for being able to work for WREA.
- Minutes The minutes of the regular meeting of September 19, 2023, had been deposited in Boardpaq. Upon motion, properly seconded, the directors adopted the meeting minutes as presented.
- Bills and Checks The bills and checks for the month of September 2023 were reviewed by the Directors. Upon motion, properly seconded, the Directors approved 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 from the October 16, 2023, Safety Committee meeting. CPR Training, Sticks, Rubber Goods, and CREA safety items were discussed. Upon motion by Director Dearman, seconded by Director Hilkey, the safety report was approved unanimously.
- Donations The donations for the year were reviewed.
- Youth The Washington DC Youth Tour and the Youth Leadership Camp were discussed. One student to go to Washington, and two students to the Leadership Camp. Upon motion by Director Phelan, seconded by Director Dearman, ~~the safety report~~ <sup>THIS</sup> was approved unanimously. **BD.**
- Annual Meeting The date of July 19, 2024, was selected for the WREA Annual Meeting. Upon motion, properly seconded, the directors approved this date for the 2024 Annual Meeting.
- Conflicts The board reviewed the conflicts of interest statements for White River Electric. Upon motion, properly seconded, the Directors approved the conflicts of interest statements.
- Substation The board reviewed a substation presentation from Engineering Manager Reidinger. After thorough review, and upon motion by Director Dearman, seconded by Director Ducey, the purchase of a Waukesha Transformer for the Welle Substation was approved unanimously in the amount of approximately \$1.1 million.
- Manager's**  
Cyber Penetrations tests, and other items were discussed for the board.
- Renewables There was nothing new to report on the renewable front.
- Power Bill Manager Michalewicz reported on the operations of the Association for the month of September 2023. The power bill for the month of September was \$3,052,186.54. There were 46,118,045 worth of kWh purchased, the demand was 69,378 Kw, the cost per kilowatt-hour was 66.1820 mills per Kwh. The member system billing load factor was 92.3244. The Directors reviewed the statistical information for the month of August.

Other

- Joe Holeyfield Service
- Kesston Hobbs brother's memorial
- Children painting picture on Glove bags.
- HAM Radio tower and associated expenses.

Thank You's      Several thank you notes were passed around for the Directors to review.

Attorney Report

Executive      Upon motion by Director Hilkey, seconded by Director Dearman, the Board unanimously approved entering an executive session to discuss confidential FERC and other privileged and confidential legal matters.

                         Upon motion by Director Dearman, seconded by Director Phelan, the Board unanimously approved reconvening the public portion of the regular meeting.

Mgr Contract      Upon motion by Director Sheridan, seconded by Director Rogers, and passed unanimously by all directors, it was approved that the WREA board president be hereby authorized to finalize and execute an employment agreement with Alan Michalewicz, General Manager/CEO, consistent with the terms discussed in executive session.

Travel              There was no travel out of the ordinary necessary for approval.

Other Items

Work Plan              An informational session for the Construction Work plan was presented to the board as per their request prior to any large expenditure. A relay replacement and battery bank installation at the White River City Substation as previously approved is ready for purchase. This expenditure is expected to range from \$30,000 to \$50,000. Unanimous consensus of the board was to proceed.

IT                      A request to replace outdated electronic servers was presented to the board. Old units nearing their life span need to be replaced. The replacement units' costs are approximately \$24,300. Also, work on the backup center for WREA needs to be completed and those costs are expected to be approximately \$16,000. Upon motion by Director Dearman, seconded by Director Rogers, and passed unanimously by all directors, it was approved to proceed with these purchases.

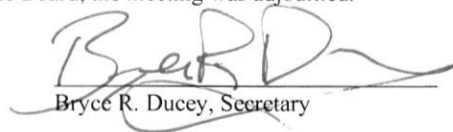
Associated              Director Rogers had no CREA report as their meeting is coming up.

                         Director Rogers had no Western United Electric Supply report as their meeting is also coming up.

                         Director Hilkey had submitted his report and other items to Boardpaq, and then highlighted some of the issues

Region VII              Directors who attended the Region VII reported a good meeting.

                         With no further business appearing before the Board, the meeting was adjourned.

  
 Bryce R. Ducey, Secretary