

MINUTES OF REGULAR MEETING BOARD OF DIRECTORS

OF

WHITE RIVER ELECTRIC ASSOCIATION, INC.

February 20, 2019

The meeting of the Board of Directors of White River Electric Association, Inc was held at the Headquarters of White River Electric Association, Inc. on February 20, 2019 at 9:25 A.M. with the following Directors present:

Jordan, Parr, Hilkey, Welle, Rogers, Pearce and Wyatt.

Directors Absent: None


President Welle called the meeting to order and presided throughout.

Dale Dunbar was appointed as recording secretary.

Agenda	It was regularly moved, seconded, and passed to approve the agenda.
Public Comment	None.
Guests	Visitors present included Manager Michalewicz, and Staff Members Dunbar, Sampson, Matrisciano, and Attorney Zagar-Brown.
Minutes	The minutes of the regular meeting of January 17, 2019, and the special meeting of January 22, 2019, had been deposited in Boardpaq. It was regularly moved, seconded, and passed, to approve the minutes as presented.
Bills and Checks	The bills and checks for the month of January 2019 were reviewed by the Directors. It was regularly moved, seconded, and passed, to approve the checks.
Memberships	Nineteen applications for membership in the cooperative were submitted for approval. It was regularly moved, seconded, and passed, to approve the presented applicants and they were accepted pursuant to the requirements of the By-Laws.
Safety	The board reviewed the safety committee minute from February 2019. Operations Manager Sampson reviewed the safety minutes with the board of directors. Training, CREA, Safety Improvement Plan, and OSHA 300 log, and CUSP were all discussed. It was regularly moved, seconded, and passed, by all Directors present, to approve the safety report.
Donations	<p>Requests for donations.</p> <p>Upon motion by Director Pearce, seconded by Director Parr, and passed by all directors' present, it was approved to donate \$1,000 to the Meeker Palooza.</p> <p>Upon motion by Director Parr, seconded by Director Rogers, and passed by all directors' present, it was approved to donate \$1,500 to the Summer Rodeo Series.</p> <p>Other donations included the MHS Track team, RBC Historical Society, and WREA will be sponsoring advertisement for the State wrestling Tournament on KRAI radio.</p> <p>The board listened to an update on the MHS rebuild.</p>
Delegates	<p>It was regularly moved, seconded and approved by all directors for the following to be representatives and alternates to the respective organizations 2019.</p> <p>Tri-State Representative – Director Ronald K. Hilkey Western United Electric Representative – President Richard R. Welle Tri-State Annual Meeting Delegate for 2019 – Richard R. Welle, Delegate, Richard L. Parr, Alternate</p>
Scholarships	High School scholarships selections were reviewed and upon motion by Director Jordan, seconded by Director Pearce, and passed by all directors' present, the selections for 2019 were approved.
Manager's	
Renewables	Manager Michalewicz updated the board on the Piceance Creek Solar II project. After thoroughly considering the financial viability of the project, and upon motion by Director Pearce, seconded by Director Rogers, and passed by all directors' present it was approved to decline the offer for and additional solar project (PC II).
Telecom	Fiber project updates for both Co Rd 8, and Hwy 13 were given to the board.
Break	The board recessed for lunch at 12:05 and reconvened at 12:50 with the regular meeting.
Power Bill	Manager Michalewicz reported on the operations of the Association for the month of January 2019. The power bill for the month of January was \$5,118,654.42 there was 73,458,029 worth of kWh purchased, the demand was 109,662 the cost per kilowatt-hour was 69.6813 and the

member system billing load factor was 89.644. The Directors reviewed the preliminary statistical information for the month of December and Year End.

- Cyber Security The board discussed Cyber Security. A draft on the governance of a cyber security and an internal review will be forthcoming.
- Resolutions Manager Michalewicz presented two resolutions for the board to review. After discussion, and upon motion by Director Pearce, seconded by Director Hilkey, and passed by all directors' present, it was approved to support the San Isabel Draft Resolution and sign it.
- Guatemala Upon motion by Director Wyatt, seconded by Director Parr, and passed by all directors' present, it was approved to participate in the 2019 Colorado International Guatemala Program.
- Car Charger Manager Michalewicz informed the board that a grant has been applied for Level 2 and Level 3 electric vehicle chargers.
- COS A brief discussion was held on a Cost of Service Study for the upcoming year.
- Thank You's Several thank you notes were passed around for the Directors to review.
- Travel There was not travel out of the ordinary to consider.
- Audit Agreement An Audit Agreement for the annual audit of White River Electric was presented to the board for consideration from Jackson Thorton & Co., CPA's to engage in the audit for the next two years. Upon motion by Director Jordan, seconded by Director Pearce, and passed by all directors' present, the agreement was approved.
- Estate Retirement Two discounted estate retirements were presented to the board for approval. Upon motion by Director Pearce, seconded by Director Wyatt, and passed by all directors' present, the retirements were approved.
- T/S Special Upon motion by Director Parr, seconded by Director Pearce, and passed by all directors' present, it was approved for President Welle to be the Delegate, and Manager Michalewicz to be the alternate for the Tri-State Special Meeting of March 6, 2019.
- Attorney Report Attorney Zagar-Brown reported on the policy book, and By-laws.
- Related Organization Director Jordan reported on the CREA meeting. Included in his meeting were topics of Legislation, CCL Survey, and Renewable Energy.
- President Welle reported no Western United meeting. However, new and old CEO's, Charge Point Installations, URD Cable, and Sub Designs were all included in his report
- Director Hilkey reported on Tri-State. His report was available on Boardpaq. Director Hilkey commented on several items of interest with the board.
- The CREA meeting was discussed amongst the board
- The Resource Planning meeting was discussed.
- Executive Manager Michalewicz requested an executive session. Upon motion by Director Pearce, seconded by Director Jordan, and passed by all directors' present, it was approved to go into executive session.
- Upon motion by Director Parr, seconded by Director Jordan, and passed by all directors' present, it was approved to reconvene the regular meeting.
- Car Agreement It was regularly moved, seconded, and approved to enter a letter agreement with the General Manager regarding use a vehicle for company business.
- No further business appearing before the board, the meeting was adjourned.


Richard L. Parr, Secretary