

MINUTES OF REGULAR MEETING BOARD OF DIRECTORS

OF

WHITE RIVER ELECTRIC ASSOCIATION, INC.

November 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 November 20, 2019 at 10:30 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 There was no public comment for the directors to review.
- Guests Visitors present included Manager Michalewicz, and Staff Members Dunbar, Sampson, Matrisciano, and Zagar-Brown. Willy Theos and the YMCA Leadership Class presented a slide show at lunch
- Minutes The minutes of the regular meeting of October 23, 2019 had been deposited in Boardpaq. It was regularly moved, seconded, and passed, to approve the minutes.
- Bills and Checks The bills and checks for the month of October 2019 were reviewed by the Directors. It was regularly moved, seconded, and passed, to approve the checks.
- Safety The board reviewed the safety committee minute from November 2019. Operations Manager Sampson reviewed the safety minutes with the board of directors. This month's topics included Fire Drill rally point, Stick and ground testing, and other safety items. It was regularly moved, seconded, and passed, by all Directors present, to approve the safety report.
- Donations The board reviewed their yearly Christmas donation. Upon motion by Director Pearce, seconded by Director Wyatt, and passed by all directors' present, it was approved to donate \$1,000 to the Walbridge Wing for their vehicle purchase.
- Upon motion by Director Jordan, seconded by Director Rogers, and passed by all directors' present, it was approved to co-sponsor an ethics speaker at MHS. Cost to be approximately \$1,000 with a Basin match request.
- Break The board took recess for lunch at 12:05.
- The board reconvened the regular meeting at 1:00 p.m.
- Budget The board reviewed the 2020 operating budget as prepared by staff. After discussion regarding the financial position of the cooperative, it was suggested to defer this year's capacity commitment to the year 2022 for rate stability purposes. A resolution to such will be submitted at next months board meeting. Upon motion by Director Wyatt, seconded by Director Rogers, and passed by all directors' present, the 2020 operating budget was approved.
- Board Mtgs The 2020 board meeting calendar was presented for approval. The June meeting will be moved to the 18th, and the November meeting will be moved to the 19th. It was regularly moved, seconded and approved to accept the dates with changes.
- Travel Calendar Upon motion by Director Pearce, seconded by Director Hilkey, and passed by all directors' present, the 2020 travel calendar was approved.
- Interest Rate Upon motion by Director Parr, seconded by Director Jordan, and passed by all directors' present, it was approved to pay 2.33% interest on consumer deposits as mandated by the Colorado PUC.
- ERBM The annual membership blitz for the ERBMP&RD will begin after the first of the year. It was consensus of the directors that WREA will pay 25% of the costs of the blitz membership for employee, directors and families.
- Manager's
- Renewables Manager Michalewicz gave the board an update on several items.
- Co-op governance
 - Recreation District Solar
 - Outage Management System (OMS)
 - Cowboy Shootout
 - Downtown Lights

Fiber The board was updated on the County Road 8 fiber projects, the Highway 13 projects, and other WREA fiber projects.

Power Bill Manager Michalewicz reported on the operations of the Association for the month of October 2019. The power bill for the month of October was \$4,146,890.70 there was 66,998,406 worth of kWh purchased, the demand was 99.698 the cost per kilowatt-hour was 61.8954 and the member system billing load factor was 106.0158. The Directors reviewed the statistical information for the month of September.

Rates Manager Michalewicz presented a request for rate adjustments to two rate classes. The L[^] class will increase, while the L3 class will decrease. Upon motion by Director Hilkey, seconded by Director Pearce, and passed by all directors' present, the changes presented were approved, and to be effective 1-1-2020.

Cyber Update 2019 was a big expenditure year in IT. There are no major purchases set for 2020. The RC3 assessment was discussed. Upon motion by Director Hilkey, seconded by Director Pearce, and passed by all directors' present, it was approved for WREA to participate in the CREA license agreement and to continue with the RC3 online self assessment.

Other Items The board reviewed several other items of interest including;

- Biz of the Month for 2020
- Giving Tree
- WREA Christmas party
- WREA Cowboy Shootout
- Parade of lights

No other action was taken on these.

Holiday The board discussed the upcoming Christmas holiday. It was consensus of the board to close the offices of White River Electric at noon on both December 24th, and December 31st so that employees may enjoy time with families.

Upon motion by Director Pearce, seconded by Director Jordan, and passed by all directors' present, it was approved to award each employee a Christmas bonus of \$1,000.

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

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

Meetings The upcoming Directors Conference, CREA Annual, and NRECA meetings were discussed.

Attorney Report Attorney Zagar-Brown reported on the PUC filing by La Plata and United Power for a buyout number.

The Board Policy book was discussed. Upon motion by Director Pearce, seconded by Director Parr, and passed by all directors' present, the Board Policy book was accepted as presented.

An update was given on 31 Operating.

Related Organizations Director Jordan provided the board an update on CREA.

President Welle reported on Western United.

Director Hilkey reported on Tri-State.

President Welle and Manager Michalewicz reported on Tri-State contract committee.

Director Pearce had no report on the water committee.

Director Wyatt had no report on the Advisory Committee

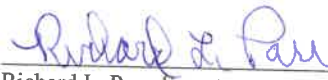
The board reported on the fall Innovations Summit conference.

CFO Dunbar reported on the CFC IBES Conference.

Executive Upon motion by Director Pearce, seconded by Director Rogers, and passed by all directors' present, it was approved to go into executive session.

Upon motion by Director Wyatt, seconded by Director Jordan, and passed by all directors' present, it was approved to reconvene the regular meeting.

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


 Richard L. Parr, Secretary