

MINUTES OF REGULAR MEETING BOARD OF DIRECTORS

OF

WHITE RIVER ELECTRIC ASSOCIATION, INC.

December 16, 2020

The meeting of the Board of Directors of White River Electric Association, Inc was held via Teams with those in attendance in compliance with Federal, State and Local mandates. The meeting was held at 9:30 a.m. on, December 16, 2020 with the following Directors present:

Jordan, Pearce, Dearman, Rogers, Ducey, Hilkey and Parr were all present via TEAMS videoconference.

Directors Absent: None

President Pearce 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 as presented.   |
| Guests                  | Guests included Staff Members Michalewicz, Dunbar, Matrisciano, Zagar-Brown, and Sampson who were also present via TEAMS videoconference.  |
| Minutes                 | The minutes of the regular meeting of November 18, 2020 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 November 2020 were reviewed by the Directors. It was regularly moved, seconded, and passed, to approve the checks.   |
| T/S Pat. Refund         | It was regularly moved, seconded and passed for the Tri-State Patronage Capital received in December, be remitted to a financial instrument with CFC to take advantage of the best interest rate available until a time when such will be refunded to the membership.  |
| Safety                  | The board reviewed the safety committee minutes from December 7, 2020 where the meeting was held in compliance with Covid19 mandates. Frank Sampson recapped the safety minutes with the board of directors. Covid 19, pole top, bucket truck rescue, switchman's training, identity theft, and the safety metrics were discussed. It was regularly moved, seconded, and passed, by all Directors, to approve the safety report. |
| Donations               | The donations for the year were reviewed with the directors.<br><br>Upon motion by Director Jordan, seconded by Director Rogers, and passed by all Directors present, it was approved to donate \$500.00 to the fire fund to be matched by each CREA & Tri-State.  |
| Chamber Memb.           | It was regularly moved, seconded, and approved to renew the membership to the Meeker Chamber of Commerce at the Platinum level in the amount of \$4,400.00.  |
| Shootout                | Upon motion by Director Ducey, seconded by Director Jordan, and passed by all directors, it was approved to sponsor the MHS/WREA Cowboy Shootout for 2021.   |
| Audit Report            | Kevin Kelso, of Kelso-Lynch CPA's presented the recently completed audit of White River Electric. After a thorough review of the finances of WREA, and upon motion by Director Rogers, seconded by Director Ducey, and passed by all directors, it was approved to accept the Audit Report as presented.   |
| <b>Manager's Report</b> |  |
| Fiber                   | The board was updated on the fiber projects. Agreements, Easements, and connections were all discussed   |
| Power Bill              | Manager Michalewicz reported on the operations of the Association for the month of November 2020. The power bill for the month of November was \$3,783,476.58 there was 59,095,918 worth of kWh purchased, the demand was 92,792 the cost per kilowatt-hour was 64.0226 and the member system billing load factor was 89.1092. The Directors reviewed the statistical information for the month of October.                      |
| Break                   | The board recessed for lunch at noon.  |
| Reconvene               | The board reconvened at 12:30.   |
| <b>Other Items</b>      |  |
| Cyber                   | Attorney Zagar-Brown updated the board on the recently completed Penetration Test. Brown went through in depth the report and the process involved.  |
| Fire                    | Manager Michalewicz updated the board on the summer fire issues.   |

Basin/T-S An update was presented to the board regarding the Basin membership and Tri-States involvement in the membership.

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

Attorney Report Attorney Zagar-Brown reviewed Board Policies, ESA and LDR agreements in process. She also reviewed Tri-State happenings.

Review Policies Policies were reviewed with wordage changes in a few of them.

The board reviewed the early retirement formulas for discounting patronage capital, it was consensus not to adjust them.

Upon motion by Director Ducey, seconded by Director Dearman, and passed by all directors, it was approved to accept the Director's policy book as presented with the noted typographical changes effective 1-1-2021.

Travel There was no travel to consider.

Christmas Upon motion by Director Jordan, seconded by Director Ducey, and passed by all directors, it was approved to award \$500, and Meeker Bucks in the amount of \$100 to all employees as a Christmas bonus.

Related Director Jordan reported on CREA.

Director Rogers reported on WUESC.

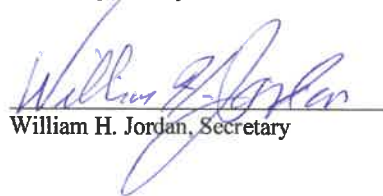
Director Hilkey reported on Tri-State.

Directors Rogers, Pearce, and Dearman reviewed their on line class.

Executive Sess. Upon motion by Director Parr, seconded by Director Dearman, and passed by all directors, it was approved to go into executive session.

Upon motion by Director Parr, seconded by Director Rogers, and passed by all directors, it was approved to reconvene the regular meeting.

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

  
 \_\_\_\_\_  
 William H. Jordan, Secretary