

MINUTES OF REGULAR MEETING BOARD OF DIRECTORS

OF

WHITE RIVER ELECTRIC ASSOCIATION, INC.

January 20, 2021

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, January 20, 2021 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, Matriciano, Zagar-Brown, and Sampson who were also present via TEAMS videoconference.
Minutes	The minutes of the regular meeting of December 16, 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 December 2020 were reviewed by the Directors. It was regularly moved, seconded, and passed, to approve the checks.
Safety	The board reviewed the safety committee minutes from January 12, 2021 where the meeting was held in compliance with Covid19 mandates. Frank Sampson recapped the safety minutes with the board of directors. Covid 19, Safety suggestions regarding ice buildup, High voltage demonstrations, Powerline signs, and RESAP were all discussed. It was regularly moved, seconded, and passed, by all Directors, to approve the safety report.
Donations	<p>The donations requests were presented for the Directors approval.</p> <ul style="list-style-type: none">• Meeker Summer Rodeo Series - \$1,500 + Basin Match• Meeker Mustang Makeover - \$1,000 + Basin Match• Meeker Education Foundation - \$5,000 + Basin Match <p>Upon motion by Director Jordan, seconded by Director Parr, and passed by all directors, it was approved to donate at the listed levels.</p> <p>The board reviewed the Charity Fund and the donations made in 2020.</p>
Audit Engagement	The Board of Directors reviewed the Audit Engagement and Tax Services Letter for the two-year period 2021 and 2022 from Kelso Lynch P.C., P.A. Upon motion by Director Jordan, seconded by Director Ducey, and passed by all directors present it was approved to sign the agreement.
Manager's Report	
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 December 2020. The power bill for the month of December was \$4,250,636.67 there was 69,406,744 worth of kWh purchased, the demand was 99,180 the cost per kilowatt-hour was 61.2424 and the member system billing load factor was 86.5329. The Directors reviewed the statistical information for the month of November.
Break	The board recessed for lunch at noon.
Reconvene	The board reconvened at 12:30.
Other Items	
Cyber	Attorney Zagar-Brown updated the board Legal Cyber Seminar she attended, also updated the board on tabletop exercises, and other items of interest with the board.
LDR/ESA	The board was updated on the LDR's and ESA's that have either been completed recently, or have been declined.

Basin A review of the benefits to belonging to Basin Electric was presented to the board. Upon motion by Director Ducey, seconded by Director Rogers, it was approved to join Basin Electric.

Other items of interest discussed with the board.

- Facebook, Chamber, RBHT, and CCL
- Fire update – line is back in service.

Directors Discussed the statewide director’s compensation data.

Break The board recessed for lunch at 12:05.

Reconvene The board reconvened the regular meeting at 12:35.

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

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

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

Attorney Report Attorney Zagar-Brown had to excuse herself for personal reasons.

Employee Handbook The directors discussed the Employee handbook. There were some grammatical corrections needed, and a pandemic leave policy per state law. This will all be completed for approval at the February meeting.

Board Policies The board reviewed the Board Policies. Discussion was held on Allocated, but unpaid, Patronage Capital to be used for unpaid debts to the cooperative. A policy will be brought back with the book for the directors to consider.

Assets A discussion was held on the disposition of assets and the proper procedure for doing so.

Representation The delegates for the representation of White River Electric were discussed. It was consensus of the board that President Pearce and Manager Michalewicz would represent White River Electric as Delegate and alternate at the following meetings.

NRECA, NRTC, CFC, NISC

Director Jordan and Rogers will represent White River at the following:

WUESC – Director Rogers – Delegate, Director Jordan – Alternate
 CREA – Director Jordan – Delegate, Director Rogers – Alternate

Travel There was no travel to consider.

Related Director Jordan reported on CREA.

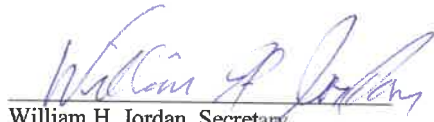
Director Rogers reported on WUESC.

Director Hilkey reported on Tri-State.

By-Laws The board discussed possible by-law changes to allow a disposition of an asset if the occasion arises.

Scholarships The board discussed how and when to conduct scholarship evaluation and interviews.

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


 William H. Jordan, Secretary