

Yampa Valley Electric Association, Inc.

Conclusion of Recessed Regular Meeting of the Board of Directors from Prior Month
and Regular Meeting of Board of Directors
Tuesday, September 26, 2017
2211 Elk River Road
Steamboat Springs, Colorado

The Board of Directors of Yampa Valley Electric Association, Inc., reconvened at 2211 Elk River Road, Steamboat Springs, Colorado at 10:00 a.m. on September 26, 2017. Chairman Tom Fox reconvened the recessed meeting of August 22, 2017. Upon calling roll, it was reported that the following Directors were present: Dean Brosious, Larry Ellgen, Pat McClelland, Frank Roitsch, Russell Garrity, Jean Stetson, Scott McGill, Tom Fox and Glynda Sheehan. Also present were General Counsel Levi Williamson and Bryson Fredregill, and General Manager, Diane Johnson. After the Chairman declared that the Recessed Meeting was re-opened, there was no further business. The Chairman declared that all business of the Recessed Meeting was concluded and called for a motion to adjourn. Upon motion being made, duly seconded, and passed unanimously, the Recessed Meeting was adjourned.

1. Call to Order

Upon calling roll, it was reported that the following Directors were present: Dean Brosious, Larry Ellgen, Pat McClelland, Frank Roitsch, Russell Garrity, Jean Stetson, Scott McGill, Tom Fox and Glynda Sheehan. Also present were General Counsel, Levi Williamson and Bryson Fredregill; General Manager, Diane Johnson; Operations Manager, Steve Johnson; Finance Manager, Amy Mahon; Member Services Manager, Kathy Bertrand; Human Resources Manager, Randi Owens; Board Secretary, Larissa Wilson; and guest Bill Leung.

2. Executive Session

A motion was made, duly seconded, and passed unanimously that the board of directors go immediately into an executive session under “new business” to consider documents and testimony given in confidence, and the general topics of such executive session will be to discuss and consider pending and potential property negotiations, personnel matters, contract negotiations, pending or threatened litigation, and consultations with special counsel. Board members, General Counsel, and Diane Johnson, General Manager, were in attendance during such executive session. Such executive session convened at approximately 10:00 a.m. A motion was made, duly seconded, and passed unanimously that the board of directors exit the executive session and return to open session at approximately 1:00 p.m.

3. Open Director Discussion

There was no Open Director Discussion.

4. Approval of Minutes

A motion approving the minutes from the Recessed Meeting (other than the reconvened portion of such meeting this day) was made, duly seconded, and passed unanimously.

5. Member-Owner Comments

There were no member-owners present.

6. Director Comments

Directors discussed their experiences at the Luttrell Barn grand re-opening in Craig.

INFORMATION ITEMS

7. Staff Reports

A. Financial Stability

The Financial Stability report was discussed. Board members reviewed the report and provided their recommendations to staff.

B. Customer Service

The Customer Service report was discussed. Board members reviewed the report and provided their recommendations to staff. Discussion was held around the lightbulb recycling program that was described in the recent issue of Colorado Country Life magazine. Board members also discussed their experiences at the community recycle day in Steamboat Springs.

Mr. Fox reminded board members that, if a board member receives a complaint, the complaint should be sent to Ms. Johnson through email with a copy to the Chairman. The board member who brought issue to Ms. Johnson may also follow up with the member.

C. Workforce Planning

The Workforce Planning report was discussed. Board members reviewed the report and provided their recommendations to staff. Ms. Sheehan noted that, in regards to workforce planning, internal staff does a great job of encouraging young people who are interested in electric industry, to participate in industry apprenticeship programs. Ms. Owens explained apprenticeship program and the Association's philosophy of recruiting apprentices toward the end of their apprenticeship, so they are able to learn the system ahead of passing their final exams. Mr. Garrity requested that staff research methods of reporting apprenticeship progress and recruiting efforts.

D. Operational Stability

The Operational Stability report was discussed. Board members reviewed the report and provided their recommendations to staff.

E. Safety

The Safety report was discussed. Board members reviewed the report and provided their recommendations to staff.

8. CREA

Mr. McGill provided a comprehensive update of the business conducted at the regular CREA board meeting.

9. Western United

Mr. McGill provided a comprehensive update of the business conducted at the regular Western United board meeting.

10. RMEL

Ms. Johnson noted that, in the interest of time, a written report will be emailed to board members.

11. Wholesale Power Update

Mr. Leung provided board members with a comprehensive overview of the history of the Firm Power Contract between the Association and Western Area Power Administration (WAPA). Mr. Leung explained that WAPA is offering a new Firm Power Contract to YVEA that extends the term from September 2024, to September 2057.

Mr. Fox requested a motion authorizing the General Manager to sign the renewal contract with WAPA. The motion authorizing the General Manager to sign the renewal contract with WAPA was made by Mr. McClelland, duly seconded by Mr. McGill, and carried with a unanimous vote.

ACTION ITEMS

12. Renewal of WAPA Contract

This item was addressed above in item 11.

13. Approval of 2018 Insurance Rates

A motion accepting the 2018 insurance rates as provided to board members during Executive Session, and direction to staff to research long term disability rates was made by Mr. Brosious, duly seconded by Mr. McGill, and carried with a unanimous vote.

14. Acceptance of the Financial and Statistical Reports for August

Ms. Mahon presented financial highlights from the month of August to the board for approval. A motion accepting financial and statistical reports for August was made by Mr. Brosious, duly seconded by Mr. McClelland, and carried with a unanimous vote.

PENDING APPROVAL ITEMS

There were no Pending Approval Items.

OTHER ITEMS

15. New Business

A motion approving Resolution 17-06 as discussed during Executive Session, and direction to allow the General Manager to enter into an auto lease agreement with Volvo, was made by Ms. Stetson, duly seconded by Mr. McClelland, and carried with Mr. Ellgen opposed.

Mr. Williamson noted that legal counsel will draft a resolution to change the date of the regular monthly board meeting. This resolution will be presented to board members for approval at the October regular board meeting.

16. Unfinished Business

Mr. Brosious and Mr. McClelland provided board members with an overview of a board meeting by phone held by Paradigm board members.

Mr. Johnson and Ms. Mahon presented a summary of repair and restoration efforts being conducted in response to the Pine Tree and Winter Valley fires. Ms. Mahon noted that staff will be presenting board members with a request for approval of an amendment to the budget, in order to document that costs incurred from these events were unexpected and outside of the budget.

17. Updating Net Metering Rates

This item was tabled until the October regular board meeting.

18. Recess

A motion to recess this regular meeting of the directors of Yampa Valley Electric Association, Inc., until 10:00 am on Tuesday, October 24, 2017 was made, duly seconded, and passed unanimously. The Chairman then declared this regular meeting recessed at 3:21 p.m.

19. Executive Session

The Board of Directors of Yampa Valley Electric Association, Inc., reconvened at 2211 Elk River Road, Steamboat Springs, Colorado at 10:00 a.m. on September 28, 2017. Chairman Tom Fox reconvened the recessed meeting of September 26, 2017. Upon calling roll, it was reported that the following Directors were present: Dean Brosious, Larry Ellgen, Pat McClelland, Frank Roitsch, Russell Garrity, Jean Stetson, Scott McGill, Tom Fox and Glynda Sheehan. Also present was General Manager, Diane Johnson.

After the Chairman declared that the Recessed Meeting was re-opened, a motion was made, duly seconded, and passed unanimously that the board of directors go immediately into an executive session under “new business” to consider documents and testimony given in confidence, and the general topics of such executive session will be to discuss and consider personnel matters. Board members, and Diane Johnson, General Manager, were in attendance during such executive session. Such executive session convened at approximately 8:00 a.m. A motion was made, duly seconded, and passed unanimously that the board of directors exit the executive session and return to open session at approximately 4:00 p.m.

A motion to recess this meeting of the directors of Yampa Valley Electric Association, Inc., until 10:00 am on Tuesday, October 24, 2017 was made, duly seconded, and passed unanimously. The Chairman then declared this meeting recessed at 4:00 p.m.

Chairman of the Board

Dated: October 24, 2017

Secretary of the Board

Dated: October 24, 2017