

Yampa Valley Electric Association, Inc.
Regular Meeting of Board of Directors
Tuesday, November 27, 2018
2211 Elk River Road
Steamboat Springs, Colorado

Chairman Tom Fox called the meeting to order at 9:00 a.m.

1. Call to Order

Upon calling roll, it was reported that the following directors were present: Tom Fox, Larry Ellgen, Pat McClelland, Frank Roitsch, Glynda Sheehan, Scott McGill, Jean Stetson, and Ken Rogers. Also present were General Counsel, Levi Williamson; General Manager, Steve Johnson; Engineering Manager, Benj Hoffner; Finance Manager, Amy Mahon; IT Manager, Kelli Root; Member Services Manager, Kathy Bertrand; Human Resources Manager, Randi Owens; Board Secretary, Larissa Rock. Director Dean Brosious was absent.

2. Member-Owner Comments

Mr. Fox welcomed member-owners, Mr. Alan Ducey and Mr. Bryce Ducey, to the meeting. Mr. Alan Ducey expressed his concerns regarding the size of a temporary transformer YVEA installed at a jobsite the Ducey's are working on in Craig. Mr. Alan Ducey, Mr. Bryce Ducey, board members, and staff discussed the Duceys' concern. Mr. Johnson noted that staff will work internally to address the Duceys' concern.

Mr. Alan Ducey and Mr. Bryce Ducey left the meeting.

3. Approval of Minutes

The board reviewed the minutes from the October 31, 2018 regular monthly board meeting, and November 1, 2018 and November 2, 2018 special board meetings.

A motion approving the minutes from October 31, 2018, as presented, was made by Mr. McClelland, duly seconded by Mr. Ellgen, and passed unanimously.

A motion approving the minutes from November 1, 2018, as presented, was made by Mr. Ellgen, duly seconded by Mr. McClelland, and passed unanimously.

The board amended the minutes of the November 2, 2018 meeting.

A motion approving the minutes from November 2, 2018, as amended, was made by Mr. McClelland, duly seconded by Mr. McGill, and passed unanimously.

4. Director Comments

There was no discussion.

5. Executive Session

A motion was made, duly seconded, and passed unanimously that the board of directors go into an executive session to consider documents and testimony given in confidence, and the general topics of such executive session will be to discuss and consider a confidential YVEA business opportunity, YVEA financial forecast and budget discussions, and Craig and Steamboat campus renovations. Board members, General

Manager, Board Secretary, and General Counsel were in attendance during such executive session. Finance Manager, Amy Mahon, was in attendance during portions of such executive session. Such executive session convened at approximately 9:30 a.m. A motion was made by Mr. McClelland, duly seconded by Ms. Sheehan, and passed unanimously that the board of directors return to open session at approximately 1:00 p.m.

6. Acceptance of the Financial and Statistical Reports for the Month of October

The Financial Stability report as prepared by Amy Mahon was reviewed and discussed.

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

INFORMATION ITEMS

7. Staff Reports

The Customer Service report as prepared by Kathy Bertrand was reviewed and discussed.

The Workforce Planning report as prepared by Randi Owens was reviewed and discussed. Board members and staff discussed the company's current open positions.

The Engineering and Operations report as prepared by Benj Hoffner was reviewed and discussed.

The Information Technology report as prepared by Kelli Root was reviewed and discussed.

The Safety report as prepared by Randi Owens was reviewed and discussed.

8. CREA

There was no report.

9. Western United

There was no report.

ACTION ITEMS

10. Selection of 2019 Annual Meeting Date/Location

Board members and staff agreed to set the date of the 2019 annual meeting of members for June 25, 2019. The meeting will be held at the Steamboat Springs campus.

11. Property Transactions

There was no discussion.

12. Broadband Discussion

There was no discussion.

COMMITTEE REPORTS

13. Policy Committee

Policy 2-4

The board reviewed revised Board Policy 2-4. Policy 2-4 was revised further, removing "design and installation recommendations" in Section 1.A. It was properly moved, seconded and carried to approve Policy 2-4 as revised.

Policy 2-9

The board reviewed revised Board Policy 2-9. Policy 2-9 was revised further, replacing “electric and magnetic fields” with ”electromagnetic fields” in section 1. It was properly moved, seconded and carried to approve Policy 2-9 as revised.

Policy 4-3

The board reviewed revised Board Policy 4-3. It was properly moved, seconded and carried to approve Policy 4-3 as presented.

Policy 4-4

The board reviewed revised Board Policy 4-4. Policy 4-4 was further revised to add “where possible” to the end of the first sentence of Section 3. It was properly moved, seconded and carried to approve Policy 4-4 as revised.

Policy 5-1

The board reviewed revised Board Policy 5-1. Policy 5-1 was further revised to clarify that the policy applies to all meeting room facilities owned by YVEA. It was properly moved, seconded, and carried to approve the Policy as revised.

Policy 7-5

The board reviewed revised Board Policy 7-5. Policy 7-5 was further revised to delete the specific laws and regulations listed in the Policy. It was properly moved, seconded and carried to approve Policy 7-5 as revised.

Policy 7-10

The board reviewed revised Board Policy 7-10. Policy 7-10 was further revised to delete the specific laws and regulations listed in the Policy. It was properly moved, seconded and carried to approve Policy 7-5 as revised.

14. Finance Committee

Board members discussed director attendance at committee meetings. Board members agreed that directors are invited to all committee meetings.

PENDING APPROVAL ITEMS

15. 2019 Preliminary Budget Presentation

There was no discussion.

OTHER ITEMS

16. Upcoming Meetings

There was no discussion.

17. Unfinished Business

There was no unfinished business.

18. New Business

Board members and staff discussed current limits to credit card charges across tariff classes. It was agreed upon to set a limit of \$5,000 for credit card charges made by small and medium general service classes. Large general service and large commercial service classes will no longer be permitted to use a credit card for payment.

A motion authorizing staff to cease prorating the system access fee across all tariff classes, implement a \$2 increase in system access fee and \$.01/KWH increase in energy

charge for the small general service class, to be implemented on February 1, 2019, and billed beginning March 1, 2019, was made by Ms. Stetson, duly seconded by Mr. McGill, and the motion passed with a majority vote.

19. Adjournment

A motion to adjourn this regular meeting of the directors of Yampa Valley Electric Association, Inc., was made by Mr. McGill, duly seconded by Mr. Ellgen, and passed unanimously. The Chairman then declared this regular meeting adjourned at 2:30 p.m.

Chairman of the Board

Dated: December 18, 2018

Secretary of the Board

Dated: December 18, 2018