

**MINUTES**  
**Board of Directors Meeting**  
**San Isabel Electric Association, Inc.**  
**August 19, 2016**

The regular meeting of the Board of Directors of San Isabel Electric Association, Inc., was held Friday, August 19, 2016, at the San Isabel Electric Association headquarters office, 781 E. Industrial Boulevard, Pueblo West, Colorado.

**Call to Order** - The meeting was called to order at 9:00 a.m. by President Deborah Rose, who presided. Secretary Dennis Maroney acted as secretary.

**Roll Call** - Upon calling the roll, the following directors were present: Donald Keairns, Joseph Costa, Deborah Rose, Doris Morgan, Jacque Sikes and Dennis Maroney, being a quorum of the directors of San Isabel Electric Association, Inc. Also present were: Reginal Rudolph, General Manager; Ryan Elarton, CFO; Darryl Stewart, COO; Gary Eitel, CAO; General Counsel Sisto Mazza; Chelsie West, Communications Manager; Jack Snell, Energy Services Manager; Rich Kummer, Senior Billing Manager; Bonnie Myers, Assistant to the General Manager. A motion was made by Mr. Keairns to excuse Mr. Garcia from the Board Meeting, seconded by Mr. Costa, and unanimously approved.

**Adopt Agenda** – The President asked if the Board had any additions to the agenda. The agenda was then adopted.

**Meeting Minutes** – A motion was made by Mr. Costa, seconded by Mr. Keairns, and unanimously carried, that the minutes for last month's regular board meeting be approved.

**Consent Agenda** - A motion was made by Ms. Sikes, seconded by Mr. Keairns, that the consent agenda items be approved. The motion to approve the consent agenda items was unanimously carried, which includes: *Statistical Report, Monthly and Year-to-Date Operating Statements, Balance Sheet, Form 7, Check Register, RUS/CFC/Loan Fund Status, Manager's Expense Reports, Work Order Inventory & Special Equipment Schedules, Outage Report, Cash Flow Statement, Summary of Write-Offs, Investment Analysis, Revenue Comparison, and Construction Work Load.*

**Safety Meeting Report** – The safety meeting report for July, 2016, has been submitted to the Board. A motion was made by Ms. Sikes, seconded by Mr. Maroney, and unanimously carried, that the safety meeting report be approved.

**General Manager – Reg Rudolph** – Mr. Rudolph submitted a written report to the Board and gave a verbal report.

**CFO – Ryan Elarton** – Mr. Elarton submitted a written report to the Board and gave a verbal report.

**Net Metering Presentation** – Mr. Kummer submitted written report to the Board and gave a verbal report.

**Energy Services Presentation** – Mr. Snell submitted a written report to the Board and gave a verbal

report.

**CAO – Gary Eitel** – Mr. Eitel submitted written report to the Board and gave a verbal report.

Mr. Eitel recommended a \$1,500 scholarship for the Tech Services summer intern, Tristyn Larson. In the past, scholarships have been presented to interns once the internship is complete. A motion was made by Mr. Keairns to give a scholarship of \$1,500 to Tristyn Larson, seconded by Ms. Morgan, and unanimously approved.

**COO – Darryl Stewart** – Mr. Stewart submitted a written report to the Board and gave a verbal report.

**Board Strategy Discussion** – The Board discussed strategy.

**General Counsel’s Report** – General Counsel Sisto Mazza gave a verbal report.

**Executive Session 11:44 a.m.** – A motion was made by Mr. Keairns, seconded by Ms. Morgan, and unanimously carried that the Board goes into executive session. The purpose of the executive session was to discuss pending litigation matters.

**Regular Session 12:11 p.m.** – A motion was made by Mr. Keairns, seconded by Ms. Morgan, and unanimously carried that the regular session of the Board of Directors be resumed. No vote was taken while the Board was in executive session.

**Western United Electric Report** – A written report was submitted to the Board, and Ms. Sikes gave a verbal report.

**CREA Report** – A written report was submitted to the Board via email, and Ms. Rose gave a verbal report.

**Tri-State Report** – A written report was submitted to the Board, and Mr. Keairns gave a verbal report.

**Administrative Items**

**Donation Requests** – Ms. West gave the Board a presentation of donations. The following donation requests were submitted to the Board.

Pueblo Domestic Violence Community Task Force requested a donation for the Historical Ghost Walk. No action taken.

A.R. Mitchell Museum requested a donation for the Western Ball annual fundraiser. A motion was made by Mr. Costa, seconded by Ms. Sikes, and unanimously carried to donate \$500.

Pueblo Diversified Industries requested a donation for the 8<sup>th</sup> Annual Harvest Walk and Sollie Raso Memorial. A motion was made by Ms. Morgan, seconded by Mr. Costa, and unanimously carried to donate \$250.

Trinidad State Booster Club requested a donation for scholarships for athletes of Trinidad State Junior

College. A motion was made by Mr. Costa, seconded by Ms. Sikes, and unanimously carried to donate \$1,000.

La Veta Park and Tree Board requested a donation of a retired Association truck to haul branches, fencing, and a watering tank. No action taken.

Catholic Charities Diocese of Pueblo requested a donation for the La Familia Fuerte/Parents as Teachers program. No action taken.

**Donation Reports** – No donation reports were received this month.

**Policy Review** – Ms. Myers submitted a written report to the Board and gave a verbal report. Board and Employee Policies are on a yearly review cycle with five to six Policies being reviewed each month. Board Policies 4-4, 4-5, 4-6, and 4-12, and Employee Policies 1-11 and 2-1 were reviewed.

Employee Policy 1-11, Death of an Employee, was submitted to the Board with proposed clerical changes and to add wording regarding the death of an employee not related to a work injury or illness. A motion was made by Mr. Keairns to accept Employee Policy 1-11 with the proposed changes, seconded by Ms. Sikes, and unanimously carried.

Board Policy 4-4, Identity Theft Prevention (Red Flag Rules), was submitted to the Board with proposed clerical changes and to change the name to “Identity Theft Prevention (Red *Flags* Rule)” to reflect the Federal Trade Commission name. A motion was made by Ms. Morgan to accept Board Policy 4-4 as presented, seconded by Mr. Keairns, and unanimously carried.

Board Policy 4-5, Assistance to Other Power Suppliers and Public Utilities, was submitted to the Board with proposed clerical changes. A motion was made by Ms. Sikes to accept Board Policy 4-5 as presented, seconded by Mr. Costa, and unanimously carried.

Employee Policy 2-1, Compensation Administration, was submitted to the Board with the proposed change of format for consistency throughout the Policies. A motion was made by Ms. Sikes to accept Employee Policy 2-1 as presented, seconded by Mr. Costa, and unanimously carried.

**Call to Order Updates** – Ms. Myers submitted a written report to the Board and gave a verbal report.

**Western United Board Director and Alternate** – Ms. Rose appointed Mr. Maroney to be the Director on the WU Board and Ms. Sikes to be the alternate effective at the September WU Board Meeting.

**Basin Electric Voting Delegate and Alternate** – Ms. Rose appointed Mr. Keairns to be the voting delegate and Mr. Maroney to be the alternate for the Basin Electric Annual Meeting.

**CoBank Board Election** – The Board cast their ballot for Scott H. Whittington.

**Mid-West Electric Consumers Voting Delegate and Alternate** – Ms. Rose appointed Mr. Maroney to be the voting delegate and Mr. Costa to be the alternate for the Mid-West Electric Consumers Annual Meeting.

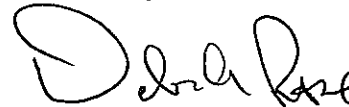
**Board Comments** - The President called for comments from the Board.

Mr. Maroney asked the Board to sign a letter of support for the Colorado City Metro District for the Great Outdoors Colorado Grant to obtain funding to help with the Greenhorn Valley trail system projects. A motion was made by Mr. Keairns to sign the letter of support, seconded by Ms. Morgan, and unanimously carried.

**September 2016 Regular Board Meeting** – The September 2016 regular board meeting will be held September 16, 2016, beginning at 9:00 a.m.

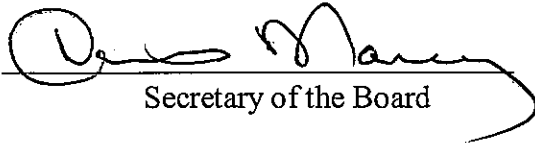
**Annual Meeting** – The Annual Meeting will be held at John Mall High School in Walsenburg on September 17, 2016. Registration begins at 10:00 a.m. and the meeting will be called to order at 1:00 p.m.

**Adjourn** - There being no further business to come before the meeting, the meeting was adjourned at 2:11 p.m.



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President of the Board

ATTEST:



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Secretary of the Board

We, the undersigned Directors of San Isabel Electric Association, Inc., on this date, September 16, 2016, do hereby certify and confirm in all respects, the foregoing minutes of the regular board meeting, held August 19, 2016.

<u>Dorothy Rose</u>	<u>Donna Morgan</u>
<u>Doris Morgan</u>	<u>Joseph V. Corti</u>
<u>Jacque Suss</u>	<u>Donald K. K.</u>

Edward R. Garini  
Being all the Directors of San Isabel Electric Association, Inc.