

MINUTES
Board of Directors Meeting
San Isabel Electric Association, Inc.
December 16, 2016

The regular meeting of the Board of Directors of San Isabel Electric Association, Inc., was held Friday, December 16, 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 9:02 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: Edward "Ray" Garcia, 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; Clinton Smith, System Engineer; Chelsie West, Communications Manager; Bonnie Myers, Assistant to the General Manager.

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. Garcia, seconded by Mr. Maroney, and unanimously carried, that the minutes for last month's regular board meeting be approved.

Consent Agenda - A motion was made by Ms. Morgan, seconded by Mr. Garcia, 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 November, 2016, has been submitted to the Board. A motion was made by Mr. Garcia, seconded by Mr. Keairns, 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.

Final Budget Approval – Mr. Elarton submitted a written report to the Board and gave a verbal report. A motion was made by Mr. Garcia to approve the 2017 budget as presented, seconded by Mr. Costa and unanimously approved.

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

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

Power Quality – Mr. Smith submitted a written report to the Board and gave a verbal report.

Tariff Language Recommendations – Ms. Myers submitted a written report to the Board and gave a verbal report. A motion was made by Mr. Garcia to accept the Tariff language recommendations as presented, seconded by Ms. Sikes and unanimously approved.

M&A 101 – CC Capital Advisors submitted a written report to the Board and gave a verbal report.

Board Strategy Discussion – The Board discussed strategy.

A motion was made by Mr. Maroney to waive the meter tampering fee for an individual in the Beulah area, seconded by Ms. Morgan and unanimously approved.

Executive Session 12:41 p.m. – A motion was made by Mr. Keairns, seconded by Mr. Maroney and unanimously carried that the Board goes into executive session. The purpose of the executive session was to discuss personnel.

Regular Session 1:48 p.m. – A motion was made by Ms. Sikes, seconded by Mr. Keairns 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.

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

Western United Electric Report – A written report was submitted to the Board, and Mr. Maroney gave a verbal report.

CREA Report – A written report was submitted to the Board, 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 request was submitted to the Board.

Peakview Elementary PTO requested a donation for several projects promoting parent and community involvement, school pride, and student welfare. A motion was made by Ms. Sikes, seconded by Mr. Maroney and unanimously approved to donate \$2,500.

Primero Senior Class requested a donation for the semi-annual marathon. A motion was made by Mr. Costa, seconded by Mr. Garcia and unanimously approved to donate \$100.

Chaos Vikings Volleyball requested a donation for club fees including uniforms, tournament fees and league fees. No action taken.

TSJC-Girls in the Middle requested a donation to help cover the cost of breakfast and lunch for GIM participants. A motion was made by Mr. Costa, seconded by Mr. Garcia and unanimously approved to donate \$1,000.

Rye Fire Protection District requested a donation for a new or used vehicle to replace an old rescue truck. No action taken.

Care and Share, Inc. requested a donation to support the Pueblo Distribution Center food bank. No action taken.

Matching Funds were requested by San Isabel Electric employees to help needy families in our service territory. A motion was made by Mr. Keairns, seconded by Ms. Morgan and unanimously approved to donate \$2,200.

The Gardner Chuckwagon requested a donation for the Chuckwagon Dinner. A motion was made by Mr. Keairns, seconded by Ms. Sikes and unanimously approved to donate \$400. Mr. Garcia abstained from voting.

Donation Reports – Donation reports were received from A.R. Mitchell Museum of Western Art and Pueblo West Parks and Recreation-Cattail Crossing.

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 Policy 4-16, and Employee Policies 3-6, 3-7, 3-8, 3-9, and 3-10 were reviewed.

Board Policy 4-16, Interconnection of Distributed Resources, was submitted to the Board with minor clerical changes. A motion was made by Mr. Costa to accept Board Policy 4-16 as presented, seconded by Mr. Maroney, and unanimously carried.

Employee Policy 3-6, Safety and Job Training, was submitted to the Board with minor clerical changes. A motion was made by Mr. Keairns to accept Employee Policy 3-6 as presented, seconded by Mr. Costa, and unanimously carried.

Employee Policy 3-7, Specialized Training for Employees, was submitted to the Board with minor clerical changes. A motion was made by Mr. Keairns to accept Employee Policy 3-7 as presented, seconded by Ms. Sikes, and unanimously carried.

Employee Policy 3-8, Hazard Communication Program, was submitted to the Board with minor clerical changes. A motion was made by Ms. Sikes to accept Employee Policy 3-8 as presented, seconded by Mr. Maroney, and unanimously carried.

Employee Policy 3-9, Personal Protective Equipment (PPE), was submitted to the Board with minor clerical changes. A motion was made by Ms. Morgan to accept Employee Policy 3-9 as presented, seconded by Mr. Costa, and unanimously carried.

Employee Policy 3-10, Membership in Other Organizations, was submitted to the Board with minor clerical changes. A motion was made by Mr. Keairns to accept Employee Policy 3-10 as presented, seconded by Ms. Sikes, and unanimously carried.

Letter from Member – A letter was received from a Member in the Walsenburg area.

Rye Office News Article – The article titled “Transfer of the Old San Isabel Electric Office on Main Street to Town of Rye is Very Close” was published in the Greenhorn Valley View.

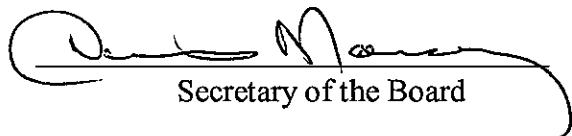
CoBank No Barriers Warriors Project – CoBank’s new project, No Barriers Warriors, will launch in 2017.

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

January 2017 Regular Board Meeting – The January 2017 regular board meeting will be held January 20, 2017, beginning at 9:00 a.m.

Adjourn - There being no further business to come before the meeting, the meeting was adjourned at 2:57 p.m.

ATTEST:


Secretary of the Board



President of the Board

We, the undersigned Directors of San Isabel Electric Association, Inc., on this date, January 20, 2017, do hereby certify and confirm in all respects, the foregoing minutes of the regular board meeting, held December 16, 2016.

Donna Morgan

Donald H. K...

Joseph V. Costa

Donis Morgan

Walter Rose

Jacque Sines

Edward R. Garcia

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