

MINUTES OF MEETING
San Luis Valley Rural Electric Cooperative, Inc.
Board of Directors
March 29, 2016

The regular Board of Director's Meeting of San Luis Valley Rural Electric Cooperative, Inc. was held on Tuesday, March 29, 2016 at the headquarters office located in Monte Vista, Colorado. Directors present were Scott Wolfe (president), Cole Wakasugi (vice-president), Carol Lee Dugan, Rick Inman and Eleanor Valdez. Gregg Kampf (corporate attorney) and the following staff were present: Loren Howard (chief executive officer), JoAn Waudby, (chief financial officer), TerryL Jensen (operations director), Stacy Valdez (customer service/billing manager), Carol Silva (human resources specialist), Andrea Oaks-Jaramillo (marketing and economic development coordinator), Michelle Trujillo (human resources director/recording secretary). Mike Rierson and Ernie Ford were unavoidably absent.

Scott Wolfe led the Pledge of Allegiance.

Eleanor Valdez offered an opening prayer.

Call to Order

Scott Wolfe called the public meeting to order at 9:33 a.m.

Welcome of Guest(s)

Members Chuck Howey and Claire Barker were welcomed to the meeting.

Claire Barker asked for clarification regarding the Cost Recovery for Renewable Energy Plan where Tri-State is concerned. Discussion ensued.

Mail and other correspondence was circulated.

Approval of Agenda

Motion #1 by Eleanor Valdez, seconded and unanimously carried by those present; the agenda was approved as presented.

Approval of Minutes

Motion #2 by Eleanor Valdez, seconded and unanimously carried by those present; the minutes of the February 23, 2016 regular meeting were approved as presented.

Approval of Board Policies

Motion #3 by Rick Inman, seconded and unanimously carried by those present; the following board policies were reviewed and approved as submitted:

2-001	Unity of Control	Reviewed/Approved
2-002	CEO Accountability and Monitoring	Reviewed/Approved
2-003	Delegation to the CEO	Reviewed/Approved
2-004	CEO Compensation and Benefits	Reviewed/Approved

Approval of Schedule RT – Residential Telephone Tariff

Motion #4 by Cole Wakasugi, seconded and unanimously carried by those present, the board approved Schedule RT – Residential Telephone billing tariff as presented.

Approval of Schedule ME – Metro Ethernet Services Tariff

Motion #5 by Cole Wakasugi, seconded and unanimously carried by those present, the board approved Schedule ME – Metro Ethernet Service billing tariff as presented.

Approval of Del Norte Bank Resolution

Motion #6 by Carol Lee Dugan, seconded and unanimously carried by those present, the board approved the following resolution:

IT WAS RESOLVED:

That the following officers be authorized bank signatories at Del Norte Bank:

*Scott Wolfe, President
Kenneth Cole Wakasugi, Vice-President
Ernest Ford, Corporate Secretary
Loren H. Howard, CEO
JoAn R. Waudby, Corporate Treasurer
Michelle Trujillo, Asst. Corporate Secretary*

Corporate Exceptions

Loren Howard reviewed and discussed the written report presented in the board packet.

Financial Report

JoAn Waudby reviewed the 2015 year-end financials as they were tabled at the previous meeting. New auditing firm was in the office this past month. They will present the audit to the Board at the April board meeting.

Acceptance of 2015 Year-end Financial Report

Motion #7 by Eleanor Valdez, seconded and unanimously carried by those present, the board approved the 2015 year-end financials as presented.

Acceptance of Financial Report

Motion #8 by Carol Lee Dugan, seconded and unanimously carried by those present, the board approved the January and February 2016 Financials.

Operating Statistics

Financial and statistical graphs depicting measurable points of interest were reviewed.

Agreements for Purchase of Power

The current list of Agreements for Purchase of Power was reviewed.

Safety Report

The report was reviewed and discussed.

Acceptance of Safety Report

Motion #9 by Eleanor Valdez, seconded and unanimously carried by those present; the Safety Report was accepted as presented. (Copy attached hereto and made a part hereof.)

Break: 10:55 a.m.

Reconvene: 11:15 a.m.

Ciello Report:

The submitted report was reviewed and discussed.

ATTORNEY'S REPORT**Corporate Attorney - Gregg Kampf**

The written report stood as submitted.

BOARD COMMITTEE REPORTS:**Colorado Rural Electric Association – Eleanor Valdez**

Eleanor Valdez provided a brief update on the annual meeting and other committee meetings that occurred during that time. She reported that CREA is monitoring many legislative Bills with attention to ballots and voting procedures, the clean power plan and net metering. Further, CREA is asking their directors to reiterate the importance of safety in our daily work.

Due to weather conditions the regular board meeting was cancelled and a phone-in meeting was held. She was unable to participate in that phone call.

Western United – Eleanor Valdez

Eleanor Valdez reported that she attended the budget committee meeting only. There was not a scheduled board meeting. Due to weather conditions the CEO Evaluation meeting was cancelled.

Tri-State – Scott Wolfe

Scott Wolfe reported that Tri-State has been discussing Policies 101 and 117, working on the transmission of solar generated power out of the Valley, load commodity and price impact of low gas prices, monitoring renewable integration costs, and mentioned the expense of capital projects over the next three years. Further, he invited everyone to attend the upcoming Tri-State Annual Meeting in April.

Unfinished Business:

- None

New Business:

- Loren Howards asked the board if they would consider a contribution to the CREA 527 fund.
- Eleanor Valdez congratulated Andrea Oaks-Jaramillo for her recognition and awards for her work with the Newsboy.

Approval of Board Contribution

Motion # 10 by Cole Wakasugi, seconded and unanimously carried by those present, the board approved a donation in the amount of \$5,000 to support CREA's 527 fund.

Future Dates:

- SLVREC's next regular board meetings will be Tuesday, April 26, 2016. Rick will be unable to attend this meeting.

Board Comments:

- Carol Lee Dugan received a call from a member complaining about the new horsepower rates and the affects it is having on his business. Stacy Valdez is assisting with this matter.

Lunch: 12:21 p.m.

Reconvened: 12:56 p.m.

Executive Session

On Motion #11 by Carol Lee Dugan, seconded and unanimously carried, the board approved to go into executive session at 12:57 p.m. for the discussion of contracts.

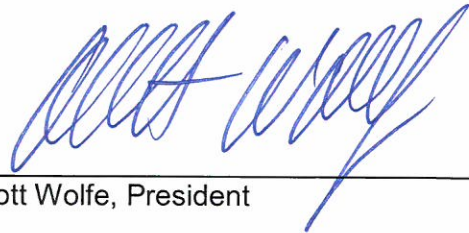
On Motion #12 by Carol Lee Dugan, seconded and unanimously carried by those present, the board came out of executive session at 2:31 p.m. with no action taken.

Motion #13 by Eleanor Valdez, seconded and carried forward with 4 yea votes and 1 nay vote by those present, the majority of the board agreed not to allocate the fiber losses to the capital credit accounts of members.

Adjournment

The board adjourned their meeting at 2:47 p.m.

SEAL



Scott Wolfe, President

ABSENT

Ernest Ford, Corporate Secretary



Michelle Trujillo, Recording Secretary