

MINUTES OF REGULAR MEETING
San Luis Valley Rural Electric Cooperative, Inc.
Board of Directors
March 28, 2017

The regular Board of Director's Meeting of San Luis Valley Rural Electric Cooperative, Inc. was held on Tuesday, March 28, 2017 at the headquarters office located in Monte Vista, Colorado. Directors present were Cole Wakasugi (president), Carol Lee Dugan (vice-president), Scott Wolfe (secretary), Mike Rierson, Rick Inman, Keenan Anderson, and Eleanor Valdez. Gregg Kampf (corporate attorney) and the following staff were present: Loren Howard (chief executive officer), JoAn Waudby, (chief financial officer), Stacy Valdez (customer service/billing manager), Carol Silva (human resources specialist), Terry Jensen (operations director), Andrea Oaks-Jaramillo (marketing & economic development coordinator), and Michelle Trujillo (human resources director/recording secretary).

Cole Wakasugi led the Pledge of Allegiance.

Eleanor Valdez offered an opening prayer.

Call to Order

Cole Wakasugi called the meeting to order at 12:46 p.m.

Welcome of Guest(s)

No guests were present for this meeting.

General correspondence was circulated.

Approval of Agenda

Motion #1 by Mike Rierson, seconded and unanimously carried by those present; the agenda was approved as amended as there was no need for an executive session.

Approval of Minutes

Motion #2 by Rick Inman, seconded and unanimously carried by those present; the minutes of the February 28, 2017 regular meeting were approved as presented.

Approval of 219 Work Orders & Special Equipment Inspections

Motion #3 by Eleanor Valdez, seconded and unanimously carried by those present; the board approved the following resolution:

IT WAS RESOLVED:

"That Work Order inventories for period August 2015 through July 2016 totaling \$13,090,856.68 and Special Equipment summaries for period January 2015 through August 2016 totaling \$19,260.54 were approved."

Approval of Board Policies

Motion #4 by Scott Wolfe, seconded and unanimously carried by those present; the board approved BP 1-005 thru BP 1-008 as presented.

Approval of CFC LOC Resolution

Motion #5 by Eleanor Valdez, seconded and unanimously carried by those present; the board approved the CFC Line of Credit changes as shown below:

RESOLVED, that the Cooperative establish a line of credit and authorize borrowing from National Rural Utilities Cooperative Finance Corporation ("CFC") in an amount which shall not at any one time exceed \$10,000,000.00 (the "Line of Credit Amount"), subject to the provisions of the Line of Credit Agreement substantially in the form submitted to this meeting (the "Line of Credit Agreement"); and,

RESOLVED, that the individuals listed below are hereby authorized to execute and to deliver to CFC the Line of Credit Agreement.

RESOLVED, that each of the following individuals is hereby authorized in the name and on behalf of the Cooperative to execute and to deliver all such other documents and instruments as may be necessary or appropriate, to execute any future amendments to said Line of Credit Agreement as such individual may deem appropriate within the Line of Credit Amount so authorized and to do all such other acts as in the opinion of such authorized individual acting may be necessary or appropriate in order to carry out the purposes and intent of the foregoing resolutions:

<u>Office or Title</u>	<u>Name (typed or printed)</u>
Chief Executive Officer	Loren H. Howard
Chief Financial Officer	JoAn Waudby

Corporate Exceptions

Loren Howard reviewed the submitted report and provided relevant updates.

Financial Report

Both January and February financials were submitted and reviewed. Discussion ensued regarding handling the fiber losses.

Approval to Set Fiber Loss Aside

Motion #6 by Scott Wolfe seconded and unanimously carried by those present, the board agreed not to allocate the fiber losses to our current electric members.

Acceptance of Financial Report

Motion #7 by Carol Lee Dugan, seconded and unanimously carried by those present, the board accepted the January and February 2017 financials as presented.

Operating Statistics

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

Agreements for Purchase of Power

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

Safety Report

The submitted report was reviewed and discussed.

Acceptance of Safety Report

Motion #8 by Carol Lee Dugan, seconded and unanimously carried by those present; the Safety Report was accepted as presented. (Copy attached hereto and made a part hereof.)

Ciello Report

The submitted report was reviewed and discussed.

ATTORNEY'S REPORT

Corporate Attorney - Gregg Kampf

Gregg Kampf reviewed his written report and stated he signed the audit response letter to be mailed off on Monday.

BOARD COMMITTEE REPORTS:

Colorado Rural Electric Association – Eleanor Valdez

Eleanor Valdez reported the meeting is later this week.

Western United – Eleanor Valdez

Eleanor Valdez reported that the next meeting was in April.

Tri-State – Scott Wolfe

Scott Wolfe reviewed the latest Tri-State G&T board meeting passing along appropriate information from committee meetings, discussed the upcoming annual meeting and member survey being distributed soon.

Unfinished Business:

None

New Business:

Loren Howard reviewed current Franchise Agreements between San Luis Valley REC and surrounding towns.

Future Dates:

- Tri-State Annual Meeting April 5, 2017 in Broomfield, CO.
- NRECA Legislative Conference April 23-26, 2017 – Washington D.C.
- The next regular board meeting is April 25, 2017 at 9:30 a.m.

Board Comments:

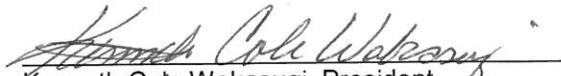
Eleanor Valdez announced that she will be retiring as a board of director for San Luis Valley REC in June of this year. Further, she also complimented everyone for the work put into the past two days of work session and board meeting.

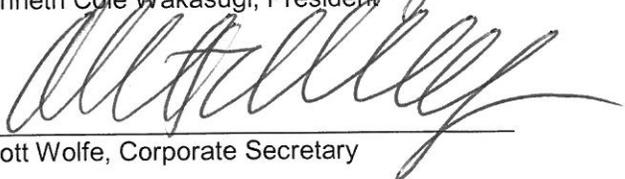
Scott Wolfe brought up the topic about having more of a presence outside of the Valley promoting Ciello services as a way to encourage economic development and Valley recognition. Andrea Oaks-Jaramillo explained the Valley Branding Initiative that she is a part of and the work being done to advertise our Valley as a whole. She further mentioned her role on the board of directors of the Upper Rio Grande Economic Development group and the work they are doing in the west end of the Valley.

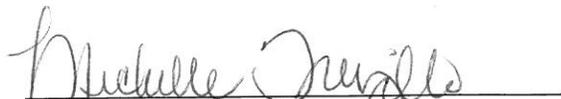
Motion to Adjournment

On Motion #9 by Carol Lee Dugan, seconded and unanimously carried by those present; the board adjourned their meeting at 2:43 p.m.

SEAL


Kenneth Cote Wakasugi, President


Scott Wolfe, Corporate Secretary


Michelle Trujillo, Recording Secretary