
MINUTES OF REGULAR MEETING
San Luis Valley Rural Electric Cooperative, Inc.
Board of Directors
January 26, 2021

The regular Board of Director's Meeting for San Luis Valley Rural Electric Cooperative, Inc. was held on Tuesday, January 26, 2021. Directors present were Carol Lee Dugan, (president), Keenan Anderson (vice-president), Stephen Valdez (secretary), Scott Wolfe, Cole Wakasugi, Kip Nagy and Wade Lockhart. Also participating were Gregg Kampf (corporate attorney), Loren Howard (chief executive officer), JoAn Waudby (chief financial officer) and Michelle Trujillo (human resources officer). Jennifer Alonzo (marketing/sales coordinator), Stacy Valdez (customer service/billing manager), Carol Silva (human resources specialist), Terry Daley (engineering manager), and Shawn McKibbon (chief operating officer) listened to the meeting via Zoom.

Call to Order

Keenan Anderson called the meeting to order at 9:30 a.m.

Guests

No guests were present.

Approval of Agenda

Motion to approve the agenda as presented was unanimously carried by those present.

Corporate Review

Loren Howard reviewed the submitted report. He discussed draft legislation with potential that could impact cooperatives with directors that serve on their home cooperative's board as well as associated boards, the tri-annual cost of service study to be done during 2021 and the upcoming agricultural/commercial focus group meeting.

Financial Review

Loren Howard reviewed the submitted financial report. JoAn Waudby reviewed the National Rural Electric Cooperative Finance Corporation (CFC) patronage allocation process and patronage capital status from CFC and provided information regarding San Luis Valley REC work orders and the timeframe for reporting. Discussion ensued regarding horsepower versus demand charges and how the designed demand rates are performing. Howard stated that rates will not change during 2021.

Break: 10:29 am

Reconvene: 10:39 am

Approval of Minutes

Motion to approve the minutes as presented was unanimously carried by those present.

Carol Lee Dugan arrived at 10:43 a.m.

Approval of Board Policies

Motion to approve the following Board Policies as presented was unanimously carried by those present.

- 1-004 Director Code of Conduct
- 1-005 President of the Board
- 1-006 Vice-President of the Board
- 1-007 Secretary of the Board
- 1-008 Board Committees

The board of directors noted that the customer service department has done an outstanding job working to effectively lower the overall amount of write-offs overall.

Approval of 2020 Write-offs

Motion to approve the 2020 Write-offs in the amount of \$18,627.70 was unanimously carried by those present.

Safety Report

The submitted report was reviewed and discussed. (Copy attached hereto and made a part hereof.)

Agreements for Purchase of Power

The current list of Agreements for Purchase of Power was reviewed and discussed. (Copy attached hereto and made a part hereof.)

Corporate Attorney Report – Gregg Kampf

With no additions this report stood as submitted.

Colorado Rural Electric Association – Stephen Valdez

Valdez made mention of some draft bills involving voting procedures at annual meeting and fiduciary duties of board members serving on the board of their home cooperative and other associated boards. He stated the CREA is providing online education opportunities from February through June and that the CREA Annual meeting is scheduled for March 9, 2021 and registration is open.

Western United – Stephen Valdez

Valdez reported that WU had record sales during 2020 and is above budget in most all aspects. The Budget and Finance Committee met and considered per diem rates for the president and committee chairpersons and discussed the establishment of a policy that would pertain to operating on a debt free basis. JoAn Waudby mentioned San Luis Valley REC is now receiving materials from the Albuquerque facility.

Tri-State – Scott Wolfe

Wolfe reviewed the submitted report going over operations performance statistics and sales. He talked of a recent cyber-attack the security team dealt with and Tri-State's efforts in supporting the Gallup, NM community where the Escalante Power Plant recently shut down. He stated that meetings for the Tri-State Board of Directors have all been via telephone conference and the difficulty in networking with other directors.

Unfinished Business

None

New Business

Loren Howard brought up annual meeting planning and the complication of finding a venue to commit to having a large meeting due to COVID 19 restrictions. San Luis Valley REC's 2021 annual meeting may have to be virtual again.

Howard brought up a request to change the name of the existing Lineworker Scholarship to commemorate Martin Christensen.

Motion to change the name of the existing Lineworker Scholarship to the Martin Christensen Memorial Lineworker Scholarship was unanimously carried by those present.

Future Dates

Regular board meeting is scheduled on February 23, 2021 at 9:30 a.m.

Board Comments

A director brought up that he has received questions regarding how to lower monthly bills. He explained that he refers members to the Newsboy for the energy saving tips and also the website to the portal for consumption data. These available resources and tools have proven to be beneficial for members.

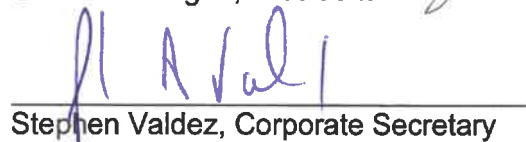
A director asked about posting real-time cooperative data on our website that indicates electric consumption load and even output of the solar plant. Loren Howard will do some research on this and report back at a future board meeting.

Motion to Adjourn

With no other business to conduct, a motion to adjourn the meeting at 11:46 a.m. was made and unanimously carried by those present.

SEAL


Carol Lee Dugan, President


Stephen Valdez, Corporate Secretary


Michelle Trujillo, Recording Secretary

MINUTES OF REGULAR MEETING
Ciello, Inc.
Board of Directors
January 26, 2021

The regular Board of Director's Meeting for Ciello, Inc. was held on Tuesday, January 26, 2021. Directors present were Carol Lee Dugan, (president), Keenan Anderson (vice-president), Stephen Valdez (secretary), Scott Wolfe, Cole Wakasugi, Kip Nagy and Wade Lockhart. Also participating were Gregg Kampf (corporate attorney), Loren Howard (chief executive officer), JoAn Waudby (chief financial officer) and Michelle Trujillo (human resources officer). Monroe Johnson (chief technology officer), Jennifer Alonzo (marketing/sales Coordinator), Stacy Valdez (customer service/billing manager), Terry Daley (engineering manager), and Shawn McKibbon (chief operating officer) listened to the meeting via Zoom.

Call to Order

The meeting was called to order at 12:20 p.m.

Approval of Agenda

Motion to approve the agenda as amended to include the Approval of 2020 Write-offs was unanimously carried by those present.

Approval of Minutes

Motion to approve the minutes as presented was unanimously carried by those present.

Discussion was held regarding the 2021 Ciello Budget. To-date no changes have been made to the budget as it was presented during the December 2020 meeting. The approval of extension was to closely review expenses and other details to ensure all efficiencies are in place. Grant options were talked about as well as the potential for establishing a maintenance fee in the future for providing customer premise assistance.

Approval of 2021 Ciello Budget

Motion to approve the 2021 Ciello budget as presented was unanimously carried by those present.

Approval of 2020 Write-offs

Motion to approve the 2020 Write-offs in the amount of \$3,552.75 was unanimously carried by those present.

Ciello Corporate Review

Loren Howard reviewed the submitted report. He talked about a special project in the Alamosa School District providing service to an underserved area for improved education opportunities for students.

Financial Review

The submitted financial report was reviewed and discussed.

Unfinished Business

None

New Business

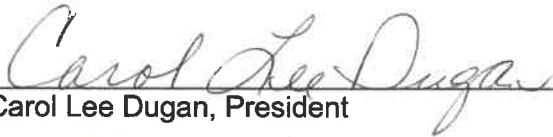
Gregg Kampf presented new Bylaws for the establishment of Ciello, Inc. Foundation, an opt-out round-up non-profit corporation. The Articles of Incorporation have been filed. San Luis Valley REC has 27 months for tax exemption status to be approved. The board will be kept informed of the status of this Foundation.

Board Member Comments

None

Motion to Adjourn

Motion to adjourn the regular meeting at 1:36 p.m. was approved unanimously by those present.




Carol Lee Dugan, President

Seal



Stephen Valdez, Corporate Secretary



Michelle Trujillo, Recording Secretary

MINUTES OF MEETING
SLV Energy Foundation Board of Directors
January 26, 2021

The regular Board of Director's Meeting for SLV Energy Foundation was held on Tuesday, January 26, 2021 at the headquarters office located in Monte Vista, CO. Directors present were Carol Lee Dugan, (president), Keenan Anderson (vice-president), Stephen Valdez (secretary), Scott Wolfe, Cole Wakasugi, Kip Nagy and Wade Lockhart. Also participating were Gregg Kampf (corporate attorney), Loren Howard (chief executive officer), JoAn Waudby (chief financial officer) and Michelle Trujillo (human resources officer). Jennifer Alonzo (marketing/sales Coordinator), Stacy Valdez (customer service/billing manager), Carol Silva (human resources specialist), Terry Daley (engineering manager), and Shawn McKibbon (chief operating officer) listened to the meeting via Zoom.

Call to Order

The meeting was called to order at 1:37 p.m.

Approval of Agenda

Motion to approve the agenda as submitted was unanimously carried by those present.

Approval of Minutes

Motion to approve the minutes as presented was unanimously carried by those present.

Review of Financials

JoAn Waudby reviewed the financial report. She stated that an invoice in the amount of \$15,000 was received from Energy Resource Center late in January 2021 for work completed in 2020. This was not reflected on the financial report submitted for board review during this month.

Donation Request

Loren Howard will reach out to the organizers of the Friends of Ski Hi Stampede to assess if there is anything the Foundation would be able to assist with for continued progress.

Motion to reauthorize \$30,000 to be disbursed in \$5,000 increments to La Puente to fund energy assistance was unanimously carried by those present.

Unfinished Business

None

New Business

None

Future Meetings

The next regular board meeting is scheduled for March 30, 2021 and will include time set aside to outline parameters for this Foundation.

Board Comments

None


Motion to Adjournment

Motion to adjourn the regular meeting at 1:53 p.m. carried unanimously by those present.

Seal



Carol Lee Dugan, President



Stephen Valdez, Corporate Secretary



Michelle Trujillo, Recording Secretary