

MINUTES OF REGULAR MEETING BOARD OF DIRECTORS

OF

WHITE RIVER ELECTRIC ASSOCIATION, INC.

September 10, 2020

The meeting of the Board of Directors of White River Electric Association, Inc was held in the Kilowatt Korner Community room with those in attendance in compliance with Federal, State and Local mandates with regards to the present Covid19 Pandemic and social distancing protocols. The meeting was held at 9:50 a.m. on, September 10, 2020 with the following Directors present:

Jordan, Parr, Pearce, Welle, Rogers, and Ducey. Director Hilkey was present via TEAMS videoconference.

Directors Absent: None

President Welle called the meeting to order.

Dale Dunbar was appointed as recording secretary.

Agenda	It was regularly moved, seconded, and passed to approve the agenda as presented.
Election	Upon motion by Director Rogers, seconded by Director Pearce, and passed by all directors' present, the following directors were elected as officers of the Association for the 2020-2021 year. President – Hal W. Pearce Vice-President – Richard L. Parr Secretary – William H. Jordan Treasurer – Bryce R. Ducey President Elect Pearce then took over the meeting and presided throughout.
Guests	Guests included Manager Michalewicz, and Staff Members Dunbar, Matrisciano, Zagar-Brown and Sampson who were present following Covid19 Pandemic and social distancing protocols.
Minutes	The minutes of the regular meeting of August 19, 2020 had been deposited in Boardpaq. It was regularly moved, seconded, and passed, to approve the minutes as presented.
Bills and Checks	The bills and checks for the month of August 2020 were reviewed by the Directors. It was regularly moved, seconded, and passed, to approve the checks.
Safety	The board reviewed the safety committee minutes from September 8, 2020 where the meeting was held in compliance with Covid19 mandates. Frank Sampson recapped the safety minutes with the board of directors. Covid 19 and procedures/guidelines, Ladders online class, flu shots, and the online annual meeting were discussed. Other items of interest were discussed by the committee. It was regularly moved, seconded, and passed, by all Directors, to approve the safety report.
Donations	There were no new specific donations for the board to review.
White River	It was regularly moved, seconded and approved that the Board of Directors of White River Electric will serve as directors of White River Energy.
Conflicts	The board reviewed the annual Conflicts of Interest statements submitted by employees and board members and determined there was no conflicts.
Manager's Report	
Fiber	The board was updated on the County Road 8 and the Highway 13 fiber projects. Regulators have been connected to the fiber on Co Rd 8.
Power Bill	Manager Michalewicz reported on the operations of the Association for the month of August 2020. The power bill for the month of August was \$4,051,716.60 there was 65,113,681 worth of kWh purchased, the demand was 99,149 the cost per kilowatt-hour was 62.2253 and the member system billing load factor was 92.1829. The Directors reviewed the statistical information for the month of July.
Recess	A recess was called for lunch.
Reconvene	The meeting was reconvened at 12:40 p.m.
Other Items	Manager Michalewicz reviewed for the board several other items of interest including.

- RC3 Audit

A request was made for approximately \$12,500 for an IT penetration testing services and associated software. It was regularly moved, seconded, and passed, by all Directors, to approve this expenditure.

- Regional Fire losses – Division of Mines, Reclamation, & Safety are reported to be the party of responsibility for the Colowyo Fire. Attorney Zagar-Brown will follow up with this.
- Audit Letter from Kevin Kelso CPA outlining the services to be performed.
- Annual meeting recap and election

Thank You's Several thank you notes were passed around for the Directors to review.

Attorney Report Attorney Zagar-Brown reported on the URSA Bankruptcy, RBC 8 agreements, and gave a T/S FERC update.

Travel There was no travel to consider.

Delegates & Representative Director Jordan will be the CFC Delegate for Region VII, and Director Rogers was appointed as the Representative to Western United Electric Supply's Board of Directors.

Related Organizations Director Jordan reported on the CREA meeting. District 3 Congressional Candidate Diane Mitsch-Bush addressed the CREA Board. Other items included Beneficial Electrification, Redistricting, scholarships, and Safety.

President Welle reported on Western.

Director Hilkey gave an in-depth report on Tri-State.

Resignation Director Welle announced he would be submitting his resignation letter to the Board on September 15, 2020. With that, the board discussed holding a special meeting to name a successor to the seat vacated to fill out the remainder of the term. A special meeting will be held on Wednesday, September 30, at 7:30 a.m. to review letters of interest and select a replacement.

Executive Sess. Upon motion by Director Parr, seconded by Director Rogers, and passed by all directors, it was approved to go into executive session to discuss renewables and rates.

Upon motion by Director Parr, seconded by Director Jordan, and passed by all directors, it was approved to reconvene the regular meeting.

Loan Application CFO Dunbar reported he had been working with CFC to secure a new \$10m PowerVision Loan agreement. The present agreement is nearly used up. The agreement will be presented at the next board meeting for board approval.

No further business appearing before the board, the meeting was adjourned.


William H. Jordan, Secretary