

MINUTE RECORD – BOARD OF DIRECTORS – GRAND VALLEY RURAL POWER LINES, INC.

Regular Meeting

July 20, 2022

The Board of Directors of Grand Valley Rural Power Lines, Inc., met in regular session on Wednesday, July 20, 2022 at 845 22 Road, Grand Junction, Colorado. President Sandeen-Hall called the meeting to order at 9:00 a.m. Attendees recited The Pledge of Allegiance.

ROLL CALL:

Joe Burtard	present
Rod Martinez	present
Don McClaskey	present
Jesse Mease	present
Bill Rooks	present
Carolyn Sandeen-Hall	present
Sylvia Spangler	present
Janie VanWinkle	present
Brian Woods	present

Others present: Tom Walch, CEO; Derek Elder, Corporate & Member Services Manager; Christmas Wharton, Communications Manager; Matt Williams, Engineering Manager; Pat Kanda, Finance Manager; Joe Michalewicz, Controller; Bill Barlow, Operations Manager; Jeff Hurd, Attorney.

MOTION: Motion by Martinez second by Woods to approve the minutes of the June 15, 2022 regular meeting; carried.

MOTION: Motion by McClaskey second by Rooks to approve the agenda; carried.

I. Guests and Public Comments

None.

II. CEO's Report

Staff Reports

Sandeen-Hall shared that Tom Walch would be a virtual participant at the board meeting due to a positive COVID test on Monday. Elder thanked Wharton for her service to Grand Valley Power and wished her well in her new career path. Burtard expressed appreciation to Wharton for the work that she has done at Grand Valley Power and within the communications community in the Grand Valley.

Operations – Barlow reported that GVP's second mini-excavator is now in service and being used daily by the servicemen and construction crews. Barlow shared that Zeb Birch is in Oklahoma meeting with other cooperative linemen in preparation for their trip to Guatemala to help bring electricity to a village later this summer. Barlow stated that the construction crews worked with the communications department to select this year's electric lineworker scholarship recipient.

Member Services – Elder reported that the Fruita City Council approved the GVP Franchise Agreement on July 19. Elder shared that GVP participated in the Mesa County Livestock Sale on July 16 and purchased three animals to support the local youth. Elder shared that staff will have two resolutions

for the board to approve at the August board meeting. Elder noted that the resolutions are for an amendment and restatement of NRECA's retirement plans.

Communications –Wharton provided an update on the annual meeting preparations.

Engineering – Williams reported that GVP has requested proposals to bid for a power transformer to be installed in 2025 at the Highline substation. Williams noted that the RFP responses are higher than previous bids due to supply chain issues.

Operations – Barlow shared that the electrify project in Guatemala has been postponed to the end of August due to supply chain issues of having poles delivered to Guatemala. Barlow noted that Mark Shaffer and Matt Mason are at the CREA Loss Control Seminar this week in Loveland. Barlow stated that GVP provided high voltage demonstrations for approximately 120 students last week. Barlow shared that the recloser that protects the western areas of Glade Park have been set to fire prevention mode. Barlow noted that the fire prevention mode will de-energize the line sooner to help minimize the risk of an electrical spark starting a fire.

Finance – Michalewicz provided a summary of the monthly financials. Michalewicz reported that he and Sarah Wheeler met with the Operations Department to review time allocation on timesheets to help better track maintenance costs.

Kanda reported that GVP voided outstanding member capital checks that were issued in December and transferred the credit to member accounts for active members. Kanda provided a report on monthly disconnects and write-offs.

Michalewicz provided a review of historical transmission costs.

Power Supply Update – Walch noted that the PUC adopted the ALJ's opinion to grant Xcel's request for recovery of the fuel cost adjustment from winter storm Uri.

CFC Forum Report – Walch provided a summary of the sessions and speakers that presented during the CFC Forum. Walch highlighted the underlying message of the importance that safety plays in controlling costs. Walch shared confirmation that cybersecurity continues to be an industry topic and that GVP's efforts to highlight the importance of cybersecurity position the company well to be prepared for continued attacks by bad actors.

MOTION: Motion by Mease second by Woods to approve the CEO report; carried.

MOTION: Motion by Martinez second by Mease to approve the consent agenda items; carried.

III. Discuss Contribution to Mesa Hotline School

Elder shared the importance that the Western Colorado Community College Lineworkers Program plays for all electric utilities in the mountain states region. Elder stated that Grand Valley Power is a direct beneficiary of the program through the hiring of 14 lineworkers who have completed the program. Elder noted that the College has upgraded the building for the program and in partnership the Mesa Hotline School is looking to utilities to help cover the cost to rebuild the distribution and transmission facilities used for hands-on training. Mease asked if other utilities have made contributions to date. Elder shared that GVP will be leading the fundraising efforts since the Mesa Hotline School brings approximately 400 attendees to Grand Junction during the first two weeks of May each year.

MOTION: Motion by Martinez second by Spangler to donate \$5,000 from unclaimed capital credits to the Mesa Hotline School to help them update their equipment and infrastructure; carried.

IV. Director Report – CFC Forum

Martinez provided a summary of the CFC Forum. Martinez highlighted the value of attending the forum and participating in the networking sessions. Martinez highlighted a session that focused on up-stream problem solving.

Sandeen-Hall shared appreciation for the focus on safety messages. Sandeen-Hall noted that other topics of interest included the cyclical nature of global crises.

V. Executive Session

MOTION: Motion by Burtard second by McClaskey to convene an executive session for the purpose of receiving a power supply update, receiving a privileged legal update, and discussing personnel issues; unanimously carried.

Executive session convened at 11:25 a.m.

Regular session reconvened at 11:56 a.m.

VI. CREA Report

Martinez thanked directors and staff for their donations to CEEI for the backpack and water filter programs for Guatemala. Martinez shared that CREA continues to advertise for a Safety and Loss Control Director. CREA is considering advocating for resource adequacy.

Sandeen-Hall reported that the CARE committee will meet on August 11 and 12 to interview political candidates for consideration of support.

VII. WUE Report

Mease reported that the back log for back-orders is approaching \$96M. Mease reported that over 82% of Western United sales are going to member cooperatives.

VIII. Continuing Business

None.

IX. New Business

Sandeen-Hall thanked Sylvia Spangler for 31 years of service on Grand Valley Power's board of directors.

Sandeen-Hall reminded directors that a new slate of officers will be elected at next month's board meeting.

MOTION: Motion by Spangler second by McClaskey to adjourn; carried.

Meeting adjourned at 12:54 p.m.

Derek Elder, Assistant Secretary

Carolyn Sandeen-Hall, President