

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

Regular Meeting

May 18, 2022

The Board of Directors of Grand Valley Rural Power Lines, Inc., met in regular session on Wednesday, May 18, 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; Karen Allen, IT Manager; Jimmy Weber, Helpdesk Technician; Pat Kanda, Finance Manager; Joe Michalewicz, Controller; Bill Barlow, Operations Manager; Zeb Birch, Journeyman Lineman; Jeff Hurd, Attorney.

MOTION: Motion by Martinez second by McClaskey to approve the minutes of the April 19, 2022 regular meeting; carried.

MOTION: Motion by Martinez second by Woods to approve the agenda; carried.

I. Guests and Public Comments

None.

II. CEO's Report

Staff Reports

Walch introduced Zeb Birch, GVP journeyman lineman. Walch reported that Birch was selected for the CREA Guatemala project and will travel to that country to assist in bringing electricity to an impoverished village. Martinez shared additional information regarding the project. Birch thanked the directors and Grand Valley Power for the opportunity.

Walch congratulated Christmas Wharton on completion of the NRECA Management Internship Program. Wharton thanked the board and organization for the opportunity to attend and the organization's continued investment in continuing education and training for team members.

Information Technology – Allen provided an overview of the CREA Information Technology group meeting held at Holy Cross Energy on May 2 and 3. Allen indicated that participation in group activities strengthens GVP's cybersecurity culture and confirms that training programs have succeeded in

enhancing organization-wide vigilance of suspicious activity.

Operations – Barlow provided a report on a recent outage in the Orchard Mesa substation. Barlow shared that GVP worked with a contractor to provide drone and infrared inspections of the Highline and Bookcliff substations. Barlow indicated that GVP construction crews attended the Mesa Hotline school the first two weeks of May. He noted that GVP representatives recently met with Mesa County regarding right-of-way flagging, procedures, and clearances.

Member Services – Elder provided an update on the rate restructuring billing processes.

Communications – Wharton provided an energy services update. Wharton shared that GVP's transition to provide energy services to its members is focused on providing additional education and communications. She reported that GVP will include an insert in June's *Colorado Country Life* magazine that provides tips to help consumers shift and/or reduce energy consumption during the on-peak period.

Engineering – Williams reported that a pole attachment agreement has been finalized with CenturyLink (Lumen). Williams stated that GVP is recruiting for a GIS intern position to provide field data for pole attachments. Williams shared that Ethan Schaecher, GVP's GIS Analyst, will be completing a project in the coming months that allows him to pursue his Geographic Information Systems Professional (GISP) certification. The GISP certification is awarded to an individual that has met the minimum standards for ethics, educational achievement, professional experience, and manner in which he or she contributes to the profession.

Finance – Michalewicz provided a summary of the monthly financials and reported on monthly disconnects and write-offs. Michalewicz reported that \$1.149 million of CashBack Credits have cleared to date.

Kanda reported that the 2021 Member Capital allocation notices were mailed on May 12. Kanda provided an update on GVP's wholesale power bill and the impacts of revenue sharing that is passed along from Xcel Energy. Kanda noted that any refund or revenue sharing from Xcel is passed along to GVP members through reduced wholesale power costs. Kanda noted that GVP's fuel cost adjustment from Xcel Energy for the month of April was \$308,000 – roughly \$0.011 per kilowatt hour.

Legislative Update – Walch shared that the legislative session ended on May 11. Walch noted that it was a relatively quiet legislative session for electric cooperatives. Walch expressed concern about the practice of allowing late bills as a way to limit scrutiny of significant legislation.

Power Supply Update – Walch reported that Xcel Energy announced leadership changes, including naming Robert Kenney to succeed Alice Jackson as the president and CEO of Xcel Energy - Colorado. Walch stated that Jackson was appointed to senior vice president, System Strategy and Chief Planning Officer. Walch stated that GVP leadership recently met with Craig Eicher, the Xcel Energy wholesale account representative.

Mesa Hotline School Report – Walch reported that the Colorado's CEO/Manager's group met in Grand Junction to discuss wildfire mitigation and tour the Mesa Hotline School. Walch shared that the CMU Lineworker's program will be moving its yard location next year and that GVP will take a role to provide assistance and equipment to assist with the relocation of the hotline school. Martinez shared that CREA and WUE are meeting to discuss assistance to the hotline school.

Sandeen-Hall shared a thank you note from HopeWest thanking GVP for its support and contributions.

MOTION: Motion by Burtard second by Rooks to approve the CEO report; carried.

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

III. Discuss Board Self-Evaluation

Sandeen-Hall led a discussion to review the process for the board self-evaluation. Sandeen-Hall asked directors to identify the structure and process for the evaluation that would take place in September. Hurd shared a summary of best practices for a board self-evaluation processes. Hall and Walch suggested postponing the board self-evaluation to September. The consensus of the board was to move forward with the board self-evaluation in September.

IV. Executive Session

MOTION: Motion by McClaskey second by Mease 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 11:43 a.m.

Regular session reconvened at 1:25 p.m.

V. CREA Report

Martinez provided an update on CREA's membership and personnel. Martinez shared that CREA is creating a membership engagement team to review its offerings and services. Sandeen-Hall shared an update from the CREA CARE committee meeting.

VI. WUE Report

Mease provided an update on the supply chain backlog issues and current inventory levels at Western United. Mease shared that ERMCO would no longer be providing capital credits or supplying material to WUE.

VII. Continuing Business

Sandeen-Hall asked directors to review the CEO evaluation criteria and provide any recommendations to her and fellow board committee members Rod Martinez and Brian Woods, who are charged with updating the criteria.

VIII. New Business

None.

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

Meeting adjourned at 2:02 p.m.

Derek Elder, Assistant Secretary

Carolyn Sandeen-Hall, President