

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

Regular Meeting

July 16, 2025

I. Call to Order, Pledge of Allegiance, Roll Call

The Board of Directors of Grand Valley Rural Power Lines, Inc., met in regular session on Wednesday, July 16, 2025 at 845 22 Road, Grand Junction, Colorado. President Brian Woods called the meeting to order at 9:01 a.m. Attendees recited The Pledge of Allegiance.

ROLL CALL:

Joe Burtard	absent
Kyle Coltrinari	present
Gary De Young	present
Lindsay Gray	present
Joe Landini	absent
Jesse Mease	present
Carolyn Sandeen-Hall	present
Janie VanWinkle	absent
Brian Woods	present

Others present: Tom Walch, CEO; Derek Elder, Chief Operating Officer; Joseph Michalewicz, Chief Financial Officer; Mike Kansgen, Director of Information Technology; Rita Sanders, Director of Member Services & Communication; Bill Barlow, Manager of Operations; Walter Fees, Manager of Engineering; Sarah Wheeler, Manager of Accounting and Human Resources; Tonya Archuleta, Member Support Supervisor; Kobi Webb, Attorney.

II. Approve Minute Record of June 18 Regular Board Meeting

MOTION: Motion by De Young second by Sandeen-Hall to approve the minutes of the June 18, 2025 regular meeting; unanimously carried.

III. Approve Agenda

Directors discussed the availability of Form 990 and noted that all directors have had the opportunity to review the return, including their hours and expenditures. By consensus the board agreed that further review was not necessary and approved its filing.

MOTION: Motion by Sandeen-Hall second by Gray to approve the agenda with the note that George Lynch would not attend the meeting; unanimously carried.

IV. Guests and Public Comments

Present: Andrew Golike, member and director candidate.

Walch noted that several guests are lined up for the board meeting, including:

- A virtual session at 11 a.m. with Great Co-ops representatives Matt Gilley and Monica Beavers to kick off the CEO search and
- A workshop after the conclusion of the board meeting with PSE representatives Richard Macke and Ben Bratrud, Grand Valley Power's Cost-of-Service Study consultants.

V. Staff Reports

Walch commended staff for submitting comprehensive written reports in lieu of presentations in consideration of the time constraints of today's board meeting.

Engineering – Fees reported that Grand Valley Power typically reaches its highest load in July and August when consumers run air conditioners for extended periods. During this time, the cooperative monitors system alerts to maintain voltage and note any need for improvements to maintain a robust system. Directors discussed system load and how it is monitored.

Operations – Barlow provided an update on the Turner Gulch wildfire east and north of Gateway. Line Patrolman Matt Mason has been working with firefighters on the ground to de-energize sections of line at taps when needed, but the goal is to keep the electricity on to Gateway. White River Electric loaned GVP a generator in case it is needed by the Gateway Unawep Fire Department. Highway 141 is closed at Divide Road.

Walch reported that four lineworkers are scheduled to participate next week in the LightUp Navajo project, but Grand Valley Power is considering canceling due to the wildfires. A crew would be sent next year to LightUp Navajo, instead.

Member Services and Communication – Sanders reported that 253 members and guests have RSVPed so far for the annual meeting. She said the rehearsal will begin at 11 a.m. on the day of the meeting at Colorado Mesa University. Sanders said the Shared Savings marketing program would be launched at the annual meeting, and a Happy Birthday Willie Wiredhand Coloring Contest and Shared Savings would be featured on a cover wrap in the August issue of *Colorado Country Life* magazine.

Sanders also reported that Grand Valley Power received 250 responses to the Cooperative Advantage Survey, which is closed. Results are expected later this fall. Sanders also shared a thank you note from the Clifton Lions Club for the donation in memory of Pat Kanda.

Walch said that GVP is planning a Pat Kanda Memorial Golf Tournament and inquired about the possibility of Grand Valley Power closing the office on that day so that employees could volunteer to help raise funds in Pat Kanda's name.

Finance – Michalewicz reported on the status of grants. He provided that Grand Valley Power has a new USDA field representative who is hopeful the cooperative will soon receive positive news about its New ERA grant application. Michalewicz said the cooperative has had to re-evaluate the cost of the Mesa Lakes WARN grant project, and due to significant increases and the unexpected need to remove rock via blasting, is evaluating whether to proceed with the grant project. The Alpine Lakes project is moving forward after the Colorado Energy Office granted an extension for the project to protect an Osprey nest built this season.

Michalewicz provided a summary of the monthly financials and reported on the disconnects and write-offs. Directors discussed loan rates and how they are impacted by distribution equity.

VI. CEO Report

Walch noted that he would talk about Union Negotiations and provide a Power Supply Update in executive session.

VII. Consent Agenda

Director Mease asked about the Near Miss report, which contained many examples but no events.

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

VIII. Attorney's Report

Webb provided an update on the 2025 director election. She said the Election Supervisory Committee would meet on the morning of August 8 to tally the ballots. She also said she worked with Sanders to develop the Terms and Conditions for the Shared Savings program.

IX. Executive Session – Personnel Matters, Power Supply, Privileged Legal Report

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

Executive session convened at 9:59 a.m.

Regular session reconvened at 11:58 a.m.

X. Action on Matters Associated with Union Negotiations

MOTION: Motion by Sandeen-Hall second by Coltrinari to approve the tentative agreements reached during union negotiations with the Production Workers and Clerical, Warehouse, Engineering bargaining units; unanimously carried.

MOTION: Motion by Sandeen-Hall second by Mease to accept the CEO report presented in Executive Session; unanimously carried.

XI. Director Reports on Conference and Training Activities

Director Sandeen-Hall reported that she attended the CFC Forum with Director VanWinkle and Walch. She encouraged other directors to attend this fascinating conference that offers a great deal of information. Sandeen-Hall highlighted a few aspects, including that the sessions reminded her how much work GVP's communication department does to engage members. She said one of the most interesting sessions covered the differences between generations Boomers, X, Millennials and Z. Walch added that high performers are often on the cusp of two generations because they have aspects of both of those generations.

XII. Colorado Rural Electric Association Director's Report

President Woods reported that CREA closed on the purchase of a new headquarters building. Walch said CREA is offering cooperatives the option to contribute their entire share up front and get part of it back when they sell the old building or contribute over time.

XIII. Western United Electric Supply Director's Report

Vice President Mease reported that for the first time, Western United has gone over \$300 million in sales. Directors discussed WUE and its competitors.

XIV. Continuing Business

None.

XV. New Business

None.

XVI. Adjourn

MOTION: Motion by De Young second by Gray to adjourn; unanimously carried.

Meeting adjourned at 1:03 p.m.

Rita Sanders, Assistant Secretary

Brian Woods, President