

Y-W ELECTRIC ASSOCIATION, INC.
REGULAR MEETING OF THE BOARD OF DIRECTORS
April 16, 2024

A regular meeting of the Board of Directors of Y-W Electric Association, Inc. was held at the headquarters of the Association, located at 26862 US Highway 34 in Akron, Colorado, at 1:00 p.m. on April 16, 2024.

ROLL CALL

President Joneal Young called the meeting to order. Directors present in person were:

Joneal Young	Freeman Morris
Roger Schenk	Stuart Travis
Larry Winger	Robert Bledsoe
Aaron Gebauer	Brooke Price
Larry Hill	

Manager Trent Loutensock and Attorney Levi Williamson were also present in person. Attorney Williamson recorded the minutes of the meeting.

AGENDA APPROVED

The agenda was adopted as presented.

PUBLIC COMMENT

Cheryl Rogers and Mardell White addressed the Board regarding their contract for a grain bin service.

Rogers and White left the meeting.

CTO TRAINING

Elisha Harris provided training to the directors on CTO.

CONSENT AGENDA

The Consent Agenda contained the following items:

- a. Minutes of the March 19, 2024, Regular Meeting of the Board of Directors.
- b. List of persons to be accepted into membership in Y-W Electric Association, Inc.

- c. Policy 2-5 Employee Training Programs
- d. Policy 2-6 Membership in Civic & Service Organizations
- e. Policy 2-7 Loans to Employees
- f. Capital credit refunds for estates of deceased members

It was properly moved, seconded, and carried to adopt the Consent Agenda as presented.

AUDIT REPORT

George Lynch and Robert Lang entered the meeting via videoconference.

Brandee Bullard entered the meeting.

Lynch and Lang presented the audit report. They reported that the Y-WEA audit resulted in an unmodified opinion. As part of the presentation, they reviewed many aspects of the audit report and audited financials, including without limitation various equity ratios. It was properly moved, seconded, and carried to accept the audit report as presented.

Lynch and Lang exited the meeting.

FINANCIAL REPORT

Brandee Bullard and General Manager Loutensock presented the financials. They presented the Investments through March 2024, February 2024 Statement of Operations, Loan Rate Comparison as of April 9, 2024, February Form 7, February Operating Forecast, Two-Year Expense Report, Five-Year Equity Report, and Consumer Sales and Revenue Report. Bullard presented the March Capitalized Costs Report and the February General Ledger.

Loutensock presented the April 5, 2024, Tri-State Invoice, and graphs of demand, energy, and cost per kWh through March 2024. Loutensock reported on the status of Tri-State's application at FERC for a new wholesale rate. The rate has now been rejected twice.

MARCH BILLS

The Board reviewed the list of bills paid by the Association in the month of March 2024.

Bullard exited the meeting.

President Young recessed the meeting at 3:09 p.m. and reconvened at 3:18 p.m.

MEMBER SERVICES REPORT & ANNUAL MEETING PREPARATIONS

Member Services Manager Andy Molt and IT Manager Steven Marshall entered the meeting.

Molt presented his written quarterly Member Services Report. He reported on energy audits, rebates, scholarships, renewable energy program participation, and other projects he is working on.

Molt reported on preparations for the Y-WEA Annual Meeting. The cash prizes, including the grand prize, will be the same as 2023. Members must be present to claim the grand prize for which there may be up to two drawings.

Steven Marshall presented a quote for AV services for the Annual Meeting. It was properly moved, seconded, and carried to accept the quote as presented.

Molt presented the proposed Notice of Annual Meeting. It was properly moved, seconded, and carried to approve the notice as presented.

Molt reported on the status of grant applications.

Molt exited the meeting.

IT REPORT

Marshall presented the quarterly IT Report. Marshall reported on IT projects, including the microwave ring project, SCADA upgrade, corporate firewall replacement, and phone system replacement.

Marshall exited the meeting.

OPERATIONS REPORT

Operations Manager Andy Hase entered the meeting.

Hase presented the quarterly Operations and Safety Report. Hase reported that there was one lost time accident in the first quarter of 2024. He also reported on consumer incidents, safety training, new services, retired services, and outages. Hase provided a fleet update. Altec offered Y-W an F-550 bucket truck for \$177,230. It normally takes approximately 20 months to receive a bucket truck after ordering one. He recommends purchasing this truck.

It was properly moved, seconded, and carried to purchase the truck as recommended by Hase.

Hase provided a status update on the Wray building construction.

It was properly moved, seconded, and carried to go into executive session to discuss confidential member information, with the following present: all directors

present at the meeting, Andy Hase, Trent Loutensock, and Attorney Williamson. It was properly moved, seconded, and carried to exit executive session.

Andy Hase reported on the maintenance and repair work at the Heartstrong substation.

Hase exited the meeting.

MANAGER REPORT

Manager Loutensock presented his written report. He presented “thank you” notes and the list of delinquent accounts. The Tri-State rate committee has been postponed due to rate uncertainty at the FERC. Loutensock reported on his discussions with Tri-State staff regarding Tri-State’s next rate filing.

Brooke Price left the meeting at 5:37 p.m.

Loutensock presented the 2024 Pinnacol general dividend and CoBank patronage. He also reported on the Plains Telephone Annual Meeting notice and 2024 Federated Member update. Loutensock presented the CFC Newsletter.

WESTERN UNITED REPORT

Bledsoe reported that there has been no meeting of the Western United Electric Board of Directors since the last Y-W Board of Directors meeting.

CREA

Stuart Travis reported on his attendance at the regular meeting of the CREA Board of Directors. He reported on discussions regarding the Colorado legislative session.

TRI-STATE

Roger Schenk reported on his attendance at the Regular Meeting of the Tri-State Board of Directors. Schenk reported on Tri-State personnel matters. Tri-State’s credit rating was lowered to BBB after the FERC rejected its rate filing.

GENERATOR REPORT

The Board reviewed the renewable energy generation report.

AKRON TOWER LEASE

Manager Loutensock reviewed the tentative business terms for a lease agreement with the landowner for the Y-WEA Akron Communications Tower. It was properly

moved, seconded, and carried to authorize Loutensock to negotiate and execute a ground lease for the Akron Communications Tower.

SABER ARTICLES OF COLLABORATION

Manager Loutensock reported that he executed Articles of Collaboration with NRECA and other member co-ops for participation in the GRIP 2 grant application. Loutensock presented the Articles of Collaboration. It was properly moved, seconded, and carried to ratify Loutensock's execution of the Articles of Collaboration.

EMERGENCY BUSINESS

Brandee Bullard entered the meeting.

Bullard presented investment options for funds drawn on Y-WEA's RUS loan. Bullard recommends drawing funds by April 30. It was properly moved, seconded, and carried to draw \$6,499,000.

It was properly moved, seconded, and carried to go into executive session to discuss confidential member information, with the following present: all directors present at the meeting, Brandee Bullard, Trent Loutensock, and Attorney Williamson. It was properly moved, seconded, and carried to exit executive session.

ADJOURNMENT

There being no further business to come before the meeting, the meeting was adjourned at 6:45 p.m.

SECRETARY

PRESIDENT