

Y-W ELECTRIC ASSOCIATION, INC.
REGULAR MEETING OF THE BOARD OF DIRECTORS
July 23, 2019

A regular meeting of the Board of Directors of Y-W Electric Association, Inc. was held at the office of the Association in Akron, Colorado at 1:00 p.m. on July 23, 2019.

ROLL CALL

President Roger Schenk called the meeting to order. Directors present were:

Chet Gebauer	Craig Lambley
Stuart Travis	Roger Schenk
Jim Soehner	Larry Winger

Manager Loutensock and Attorney Williamson were also present. Attorney Williamson recorded the minutes of the meeting. Joneal Young, Robert Bledsoe, and Steven Schoenfeld were absent.

AGENDA APPROVED

It was properly moved, seconded and carried that the agenda be approved as presented.

EMPLOYEE INTRODUCTIONS

Manager Loutensock introduced Zeque Ward and Nolan Beehler to the Board.

PUBLIC COMMENT

There was no public comment.

APPROVAL OF MINUTES

It was properly moved, seconded and carried that the minutes of the regular meeting for the Board of Directors of June 18, 2019 be approved as presented.

REVIEW BILLS

The list of bills paid by the Association in the month of June 2019 was reviewed and discussed.

APPROVE NEW MEMBERS

It was properly moved, seconded and carried that the following persons be accepted into full membership in Y-W Electric Association, Inc.:

Benton-Gottman, Lynn M.	Bottenfield, Sam
Curry, Whysteria	German, Jed & Sarah
Herron, Ryan	Hinojos, Cristo
Krause, Taylor	Louthan, Tucker & Andrea
Lund, Larry & Kristen	McNulty, Kristy K.
Mastroni, Richard	Sampson, Brian
Simpson, Michael	Wagers, Christine

FINANCIAL REPORT

Loutensock presented the Statement of Operations, Operating Forecast, Financial and Operating Report, and Consumer Sales for May.

Loutensock presented the June loan rate comparison and Tri-State power bill. He reviewed graphs of demand, energy, and cost per kWh through June.

IT REPORT

Steven Marshall presented the quarterly IT report. He reported on the status of the network upgrades, the computer software updates, the new phone system, and the new storage appliance. He reported on implementation of the security awareness program.

MEMBER SERVICES

Andy Molt reported on the status of the furniture for the new headquarters building. He reported on consumer rebates, and scholarship and energy camp preparations. He presented the renewable energy and net-metering reports.

DEBT CEILING RESOLUTION

Manager Loutensock presented a resolution to increase Y-W's debt ceiling, which is necessary to acquire RUS financing for the construction work plan. It was properly moved, seconded and carried to approve the resolution as presented.

LOAD FORECAST

Manager Loutensock presented the 2018 Y-W load forecast as provided by Tri-State. It was properly moved, seconded and carried to approve the forecast as presented.

NRECA ANNUAL & REGIONAL MEETING DELEGATES

It was properly moved, seconded and carried to appoint Stuart Travis as Y-W's delegate and Trent Loutensock as the alternate to the NRECA annual and regional meetings.

DONATION REQUESTS

Manager Loutensock presented donation requests. The Board did not act.

HEADQUARTERS REPORT

Manager Loutensock reported on the status of the construction of the new headquarters building.

Jeremiah Smith presented bids for warehouse shelving. It was properly moved, seconded and carried to accept the Irby estimate.

Smith presented bids for a forklift. It was properly moved, seconded and carried to accept the Encore stand-up forklift bid.

Marjie Hottinger presented proposals from three realtors for marketing the existing headquarters buildings. Craig Lambley left the meeting at 3:55 p.m. Hottinger reported that the Town of Akron would like to make an offer for the Main Street buildings.

STRATEGIC PLANNING

Marjie Hottinger presented information regarding CFC, CoBank, and NRECA strategic planning facilitation services. The Board directed Hottinger to schedule a strategic planning session for late January or early February with the CoBank facilitator.

WRAY WIND REPORT

Manager Loutensock presented the Wray Wind Report.

POLICY 2-15

Manager Loutensock presented revised Policy 2-15. It was properly moved, seconded and carried to approve the policy as presented.

POLICY 2-16

Manager Loutensock presented revised Policy 2-16. It was properly moved, seconded and carried to approve the policy as presented.

CREA REPORT

Stuart Travis reported on his attendance at the regular meeting of the CREA Board of Directors. The May meeting was at San Isabel Electric Association in Pueblo. The CREA Board toured a marijuana grow facility in San Isabel's territory.

MIDWEST ELECTRIC CONSUMERS ASSOCIATION REPORT

Stuart Travis reported on his attendance at the regular meeting of the Midwest Electric Consumers Association Board of Directors.

TRI-STATE REPORT

Roger Schenk reported on his attendance at the regular meeting of the Tri-State Board of Directors and the contract committee meeting. The Tri-State Board authorized actions to seek FERC regulation. Tri-State settled the DMEA PUC litigation. DMEA will exit in 2020. Tri-State plans to close the NUCLA station. Tri-State received 82 bids in response to its RFP for renewable generation. Schenk reviewed Tri-State's financials.

MANAGER'S REPORT

Manager Loutensock presented the delinquent summary report. He presented thank yous. The audit report is still not finished. Y-W received another extension. Loutensock reported on the status of the AMI project. He presented information on Y-W's NRTC patronage, the CFC newsletter and the CFC report, the Worker's Compensation Coalition newsletter, and information on the CoBank Board of Directors election. Loutensock reported on personnel matters.

EXECUTIVE SESSION

It was properly moved, seconded and carried to go into executive session to receive privileged attorney-client legal advice regarding a potential claim and to receive confidential information regarding IT security matters, with the following in attendance: All Directors present at the meeting, Manager Loutensock, Steve Marshall and Attorney Williamson. It was properly moved, seconded, and carried to exit executive session.

MEETING ATTENDANCE

The board discussed who would be attending upcoming meetings and seminars.

CAPITAL CREDIT REFUNDS

After consideration of the financial condition of the Cooperative, it was properly moved seconded and carried that the Board authorize the refunding of capital credits for the following deceased members:

Nitzel, Dorothy	\$253.75
Muchow, J. Roger	Assignment

ADJOURNMENT

There being no further business to come before the meeting, the meeting was adjourned at 5:23 p.m.

SECRETARY

PRESIDENT