

Y-W ELECTRIC ASSOCIATION, INC.
REGULAR MEETING OF THE BOARD OF DIRECTORS
February 18, 2020

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 February 18, 2020.

ROLL CALL

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

Robert Bledsoe	Chet Gebauer
Steven Schoenfeld	Craig Lambley
Jim Soehner	Joneal Young
Larry Winger	Roger Schenk
Stuart Travis	

Manager Loutensock and Attorney Williamson were also present. Attorney Williamson recorded the minutes of the meeting.

AGENDA APPROVED

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

PUBLIC COMMENT

George Reese asked the Board for a donation to the Elk's Poker Run. It was properly moved, seconded and carried to donate \$300.00.

CONSENT AGENDA

The Consent Agenda contained the following items:

- a. Minutes of the January 21, 2020 Regular Meeting of the Board of Directors
- b. List of persons to be accepted into membership in Y-W Electric Association, Inc.
- c. Policy 4-3 Work Plans & Budgets
- d. Policy 4-4 Internal Control
- e. Policy 4-5 Sale of Used Equipment
- f. Capital credit refunds for estates of deceased members

It was properly moved, seconded, and carried to approve the Consent Agenda.

FINANCIAL REPORT

Brandee Bullard presented the list of bills paid by the Association in the month of January 2020. Bullard reviewed the Loan Rate Comparison Report for February 2020. Bullard reviewed the Statement of Operations and Investments through December 2019.

Bullard and Loutensock presented the December Form 7, Operating Forecast, consumer sales and revenue reports, and general ledger. Bullard presented the 6-year equity graph. Loutensock presented graphs of demand, energy, and cost per kWh through January 2020.

WRITE-OFFS

Brandee Bullard presented a list of bad debts to be written off. It was properly moved, seconded and carried to write off the bad debts in the amount of \$337.39.

AUDITOR CONTRACT

The Board discussed the agreement for auditing services. It was properly moved, seconded and carried to continue with Kevin Kelso for 2019 and to delay the decision regarding the 2020 audit.

2020 GENERAL MANAGER GOALS

The Board discussed goals for General Manager Loutensock in 2020. Loutensock left the meeting.

It was properly moved, seconded and carried to go into executive session for confidential discussion regarding General Manager Loutensock's performance review and salary, with the following in attendance: All Directors present at the meeting and attorney Williamson. It was properly moved, seconded and carried to come out of executive session.

It was properly moved, seconded and carried to increase Loutensock's salary on the terms discussed in executive session and to pay him a bonus in the amount discussed in executive session.

Loutensock reentered the meeting.

President Schenk recessed the meeting at 2:55 p.m. and reconvened at 3:07 p.m.

HEADQUARTERS CONSTRUCTION REPORT

Manager Loutensock reported on the status of the new headquarters building. He believes Y-W will be in the new building by May 1, 2020.

EXISTING HEADQUARTERS

Marjie Hottinger and Manager Loutensock reported on the pending sale of the existing headquarters building to Stockmens Bank.

RESURFACING NEW HEADQUARTERS YARD

Rod Dunker presented bids for resurfacing of the new headquarters yard. It was properly moved, seconded and carried to authorize spending up to \$200,000 to resurface the yard.

SCHOLARSHIP COMMITTEE REPORT

Andy Molt reported on the results of the 2020 scholarship committee meeting.

2020 ANNUAL MEETING

Andy Molt reviewed ideas for the 2020 Y-W Annual Meeting. It was properly moved, seconded and carried to begin the business meeting at 4:30 p.m. and to offer a \$5,000 prize to be drawn from the entire membership and if the first name drawn isn't present, a second name will be drawn.

WRAY WIND REPORT

Manager Loutensock presented the January Wray wind report.

MANAGER REPORT

Manager Loutensock reviewed the delinquent accounts. He presented thank you notes. Loutensock reported on the status of the AMI deployment. He presented the Western United patronage statement.

Stuart Travis and Jim Soehner left the meeting.

CFC AGREEMENT AMENDMENTS

Manager Loutensock presented resolutions to approve amendments to Y-W's loan agreements with CFC to change to monthly payments. It was properly moved, seconded and carried to approve the resolutions as presented.

POLICY 4-8 CAPITAL MANAGEMENT

Manager Loutensock presented revised Policy 4-8 for review. It was properly moved, seconded and carried to approve Policy 4-8 as presented.

POLICY 6-9 ELECTRONIC BILLING AND PAYMENTS

Manager Loutensock presented revised Policy 6-9 for review. It was properly moved, seconded and carried to approve Policy 6-9 as presented.

WESTERN UNITED REPORT

Steve Schoenfeld reported on his attendance at the regular meeting of the Western United Electric Board of Directors. Western United purchased property in Utah to build a new warehouse. Schoenfeld reported on the results of the strategic planning session.

CREA ANNUAL MEETING

Roger Schenk and Craig Lambley reported on their attendance at the CREA Annual Meeting.

TRI-STATE REPORT

Roger Schenk reported that he was not able to attend the regular meeting of the Tri-State Board of Directors. He reported on the status of the Tri-State PUC dispute. Schenk reported on the status of the contract committee.

MEETING ATTENDANCE

The Board discussed attendance at upcoming meetings.

ADJOURNMENT

There being no further business to come before the meeting, the meeting was adjourned at 5:03 p.m.

SECRETARY

PRESIDENT