

Y-W ELECTRIC ASSOCIATION, INC.
REGULAR MEETING OF THE BOARD OF DIRECTORS
January 19, 2021

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 January 19, 2021.

ROLL CALL

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

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

Manager Loutensock and Attorney Williamson were also present. Brandee Bullard, Marjie Hottinger, Andy Molt, Rodney Dunker, and Steven Marshall attended via video conference. 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

There was no public comment.

CONSENT AGENDA

The Consent Agenda contained the following items:

- a. Minutes of the December 15, 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 2-7 Loans to Employees
- d. Policy 2-8 Employee Expense Reimbursement
- e. Policy 2-9 Cooperative Owned Transportation Equipment
- f. Capital credit refunds for estates of deceased members

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

DECEMBER BILLS

Trent Loutensock presented the list of bills paid by the Association in the month of December 2020.

FINANCIAL REPORT

Brandee Bullard presented the loan rate comparison as of January 7, 2021. She presented the November Statement of Operations and Form 7 and the December Investments report. Loutensock presented the November Operating Forecast, Consumer Sales & Revenue Report, and Equity Report. Bullard presented the General Ledger report, highlighting variances from budget. Loutensock presented the January 14, 2021 Tri-State bill. He presented graphs of demand, energy, and cost per kWh through December 2020.

IT REPORT

Steve Marshall presented the fourth quarter IT Report. He reported on the installation of the new backup server and the migration of mapping software to the new servers. Marshall is meeting virtually with Highline's IT manager on a regular basis.

OPERATIONS REPORT

Rod Dunker presented the fourth quarter Operations and Safety Report. There were no lost-time accidents in the fourth quarter. He reported on employee safety training. There were seven consumer incidents. He reported on new services and presented the outage report. He reported on the results of 2020 pole inspections. He presented the Operations Maintenance Report.

President Schenk recessed the meeting at 2:30 p.m. and reconvened at 2:40 p.m.

MEMBER SERVICES REPORT

Andy Molt presented the fourth quarter Member Services Report. He reported on easement acquisition. He reported on rebates, scholarships, energy camp and renewable energy. He asked the Board for authority to send two students to the CEEI Youth Tour and five to the Youth Camp. It was properly moved, seconded, and carried to send two students to the CEEI Youth Tour and five to the Youth Camp.

MANAGER REPORT

Manager Loutensock presented his written report. He reviewed the delinquent accounts report and presented thankyou's, the CFC newsletter, and the NISC

capital credit allocation. He reported on issues surrounding the Covid-19 vaccine . He discussed the Board tour and CREA director courses.

WRAY WIND REPORT

Manager Loutensock presented the December Wray Wind Report.

POLICY 1-5 PER DIEM, EXPENSES, AND INSURANCE FOR BOARD MEMBERS

The Board considered Policy 1-5. The Policy was revised to change all references to “wife” or “wives” to “spouse” or “spouses.” It was properly moved, seconded, and carried to approve Policy 1-5 as revised.

NRECA ANNUAL MEETING DELEGATE

It was properly moved, seconded, and carried to appoint Stuart Travis as Y-W’s delegate and Trent Loutensock the alternate for the NRECA Annual Meeting.

WESTERN UNITED ANNUAL MEETING DELEGATE

It was properly moved, seconded, and carried to appoint Stuart Travis as Y-W’s delegate and Trent Loutensock the alternate to the Western United Annual Meeting.

TRI-STATE ERP APPLICATION

Manager Loutensock reported that Tri-State filed its ERP at the Colorado PUC. It was properly moved, seconded, and carried to go into executive session for attorney-client privileged legal advice regarding the application, with the following in attendance: All Directors and staff present at the meeting, Trent Loutensock, and Attorney Williamson. It was properly moved, seconded, and carried to exit executive session.

It was properly moved, seconded, and carried to intervene in the Tri-State ERP docket.

2021 ANNUAL MEETING

Loutensock reported on Y-W’s options for a 2021 Member Meeting in light of Covid-19 related restrictions on meetings. Current restrictions limit meetings to no more than 50 people. Y-W’s bylaws require 100 members present in person to have a quorum. The Board discussed the options.

It was properly moved, seconded, and carried to cancel Y-W’s 2021 Annual Member Meeting due to Covid-19 restrictions and to hold the election of directors by mail.

DONATION REQUEST

Loutensock presented a request from the Rocky Mountain Electric Meter Association. It was properly moved, seconded, and carried to donate \$750.00.

BASIN ELECTRIC MEMBERSHIP

Loutensock reported that Tri-State will no longer pay Y-W's dues for Class C membership in Basin Electric. Andy Molt reported on the costs and benefits of Basin membership.

Stuart Travis left the meeting at 4:25 p.m.

It was properly moved, seconded, and carried to continue Class C membership in Basin.

NET-METERING RULES

James Ziebarth presented revised net-metering rules. The Board discussed the changes. It was properly moved, seconded, and carried to approve the revised rules effective 30 days after notice to Members.

SUBSTATION LAND PURCHASE

Loutensock reported that Y-W has entered negotiations to purchase land for a new substation. It was properly moved, seconded, and carried to go into executive session to discuss confidential real estate transaction terms and to receive attorney-client privileged legal advice regarding the same, with the following in attendance: All Directors and staff present at the meeting, Trent Loutensock, and Attorney Williamson. It was properly moved, seconded, and carried to exit executive session.

It was properly moved, seconded, and carried to authorize Manager Loutensock to execute a real estate contract for the purchase of land for the Lonestar Substation on terms consistent with those discussed in executive session.

WESTERN UNITED

Steve Schoenfeld reported that there was no regular meeting of the Western United Electric Board of Directors.

TRI-STATE

Roger Schenk reported on his attendance at the regular meeting of the Tri-State Board of Directors. Seven Tri-State members have requested to be partial requirements members. The FERC ruled that partial requirements applications

can't be completed until the partial requirements buy-down methodology is approved by the FERC.

Larry Winger left the meeting at 5:19 p.m.

Tri-State's margins are \$20 million better than budgeted. Tri-State was the victim of a cyber-attack. The NIYOL wind farm should be in production by fall 2021.

UPCOMING MEETINGS

The Directors discussed attendance at upcoming meetings.

ADJOURNMENT

There being no further business to come before the meeting, the meeting was adjourned at 5:35 p.m.

SECRETARY

PRESIDENT