

LA PLATA ELECTRIC ASSOCIATION, INC.  
Committee on Policies Minutes of Meeting  
Wednesday, June 2, 2021  
<https://www.lpea.coop/policy-committee>

**CALL TO ORDER**

The Committee on Policies of the La Plata Electric Association Board of Directors was held Wednesday, June 2, 2021 via livestream Zoom webinar. Committee Chair McWilliams called the meeting to order at 10:00 a.m. The following committee members were in attendance:

**COMMITTEE MEMBERS**

Director Dan Huntington  
Director Sue McWilliams, Chair  
Jessica Matlock, CEO  
Karl Ramsey, VP of Finance

**EXCUSED ABSENCE**

Director Joe Lewandowski

**LPEA STAFF**

Aubrey Gillespie, Member Service Manager  
Hillary Knox, VP of Member Services  
Graham Smith, Board & Staff Attorney  
Janelle Thunstrom, Executive Assistant

**LPEA GUESTS**

Jenny Taylor, Visual Communications Specialist

**WEBINAR GUESTS**

None

**APPROVAL OF AGENDA AND MEETING MINUTES**

Committee Chair McWilliams addressed the June 2, 2021, Committee on Policies meeting agenda.

**Motion:** Committee Member Huntington moved to approve the agenda. Motion seconded and carried without dissent.

Committee Chair McWilliams addressed the Committee on Policies February 3, 2021, meeting minutes.

**Motion:** Committee Member Huntington moved to approve the February 3, 2021, meeting minutes. Motion seconded and carried without dissent.

**COMMITTEE DISCUSSION AND POSSIBLE ACTION**

CEO Matlock designates VP Ramsey as an appointed member of the Committee on Policies in place of Nadine Ontiveros.

## **REVIEW OF BOARD POLICY 105 TO CONFORM TO NEW COOPERATIVE GOVERNANCE LAW**

Attorney Smith addressed recommended revisions to Policy 105. House Bill 21-1131 requires our election policy to contain true and complete information on who is entitled to vote in an election including how joint members may vote. This information about joint member voting is taken from Article II, Section 5 of our Bylaws but was not previously stated in the policy as required by the new law.

**Motion:** Committee Member Huntington moved to recommend that the Board of Directors approve as amended Policy 105 to conform to new Cooperative Governance law. Motion seconded and carried without dissent.

## **REVIEW OF BOARD POLICY 129 TO CONFORM TO NEW COOPERATIVE GOVERNANCE LAW**

Attorney Smith addressed recommended revisions and side bar notes to Policy 129 per House Bill 21-1131. Discussion ensued on other aspects of Policy 129, including email policies and disciplinary action. Other aspects of Policy 129 were tabled for review at next meeting.

**Motion:** Committee Member Huntington moved to recommend the two statutory additions and table the rest of the changes and that the Board of Directors approve as amended Policy 129 to conform to new Cooperative Governance law. Motion seconded and carried without dissent.

## **REVIEW OF AMENDING BYLAWS ARTICLE III, SECTION 4 TO CONFORM TO NEW COOPERATIVES GOVERNANCE LAW**

Attorney Smith addressed Article 3, Section 4 – Nomination of Directors. Recent changes to the Cooperative Governance law require that nomination petitions be filed with the board of directors no later than sixty days. This needs to be readjusted to match the current statute.

**Motion:** Committee Member Huntington moved to recommend that the Board of Directors adjust to match the current statute. Motion seconded and carried without dissent.

## **REVIEW OF ELECTRIC SERVICE REGULATIONS BASED ON STAFF INPUT**

Attorney Smith addressed recommended revisions and side bar notes to the Electric Service Regulations. Discussion ensued on related topics within the document; committee members gave input. Changes were requested on the fixed/variable budget language section and these changes be sent to the committee members via email.

**Motion:** Committee Member Matlock moved to recommend that the Board of Directors change the Electric Service Regulations as requested by email. Motion seconded and carried without dissent.

## **SCHEDULE FOR REVIEW AND UPDATE OF ALL BOARD POLICIES**

Attorney Smith presented on word choice inconsistencies. Types of inconsistencies presented included: Internal, Out of Date, Missing Reference, Next Steps and Long Range.

## **FUTURE MEETING SCHEDULE**

LPEA staff will set a date and let the committee members know. It will also be decided at this time whether to hold the meeting in person or via Zoom.

## **ATTORNEY UPDATE ON ALL POLICIES REVIEW PROCESS**

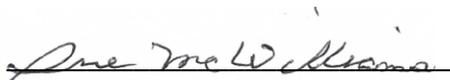
Attorney Smith advised that an update was not necessary at this time.

## **EXECUTIVE SESSION AS NEEDED**

An executive session discussion did not take place.

## **ADJOURN**

There being no further business, the Policy Committee of the La Plata Electric Association, Board of Directors meeting adjourned at 12:33 p.m. Recorded by J.P. Thunstrom, and approved by:



Sue McWilliams, Committee Chair