

LA PLATA ELECTRIC ASSOCIATION, INC.  
Board of Directors' Minutes of Meeting  
Wednesday, January 20, 2021  
Webinar <https://www.lpea.coop>

**CALL TO ORDER**

The regular monthly meeting of the Board of Directors of La Plata Electric Association, Inc. was held Wednesday, January 20, 2021 via webinar. President Bassett called the meeting to order at 9:03 a.m. with the following directors present:

Britt Bassett, President  
Dan Huntington, Secretary  
Rachel Landis  
John Lee

Joe Lewandowski  
Bob Lynch, VP  
Kohler McInnis  
Sue McWilliams

Holly Metzler  
Kirsten Skeehan  
Tim Wheeler, Treasurer  
John Witchel

**LPEA STAFF:**

Garrett Hammer, Pagosa Springs District Manager  
Dan Harms, VP of Grid Solutions  
Hillary Knox, VP of Member Experience  
Jessica Matlock, Chief Executive Officer  
Dominic May, Energy Resource Program Architect  
Nadine Ontiveros, VP of People and Culture  
Karl Ramsey, VP of Finance  
Graham Smith, Staff Attorney/Board Attorney  
Jerry Sutherlin, VP of Operations  
Jenny Taylor, Visual Communications Specialist  
Janelle Thunstrom, Executive Assistant  
Drew Timmerman, VP of Information Technology

**BOARD ATTORNEY:**

Matthew Larson, Outside Counsel for LPEA

**EXCUSED ABSENCE:** None

**GUESTS:**

Webinar attendees included Patrick Armijo, Darin Davis, John Purser, Stephen Land, Deborah Shisler, and Nancy Van Dover

**APPROVAL OF AGENDA**

President Bassett addressed the January 20, 2021 LPEA Board Meeting agenda. President Bassett added a break to include Inauguration viewing. Director Wheeler asked that item 5D to be removed from the agenda.

**Motion:** Director Wheeler moved to approve the January 20, 2021 LPEA Board Meeting agenda as modified. Motion seconded and carried without dissent.

## **MEMBER COMMENTS AND CONCERNS**

Members from District 2 and District 4 spoke about information on 5G concerns and fiber network technology.

## **CONSENT BOARD ITEMS**

President Bassett addressed the Consent Board Items. Modifications were made to the minutes.

**Motion:** Director McInnis moved to approve the Consent Board Items: December 16, 2020 Board of Directors meeting minutes with modifications. Motion seconded and carried without dissent.

**Motion:** Director Skeeahan moved to approve the Consent Board Items: Accepting new members, capital credits, and monthly write-offs. Motion seconded and carried without dissent.

## **CEO AND STAFF REPORTS**

### **DIVISION DASHBOARDS**

CEO Matlock reported on key performance indicators for safety, reliability, finance, beneficial electrification, and information technology; staff highlighted key items within each division and took questions.

### **FINANCE REPORT**

VP of Finance Ramsey gave an update on December 2020 Financials and Highlights. December YTD Financial results met all the board's approved financial goals. Delinquent accounts were lower at the end of December than at any point in 2019 or 2020.

### **UTILITY OF FUTURE: DER PLATFORM INTRODUCTION**

Energy Resource Program Architect Dominic May gave a presentation on the Distributed Energy Resource (DER) Program Implementation Plan. The platform is a single interface that allows for data collection, reporting, and control. Holy Cross Energy uses the same platform as well. LPEA staff will be collaborating with other utilities that also use the Camus platform. May took questions from board members.

## **BOARD ACTION AGENDA**

### **FINANCE AND AUDIT COMMITTEE UPDATE**

Finance and Audit Committee Chair Director Wheeler had a recommendation for the board because of the Finance and Audit Executive Session discussion. The Finance and Audit Committee recommends that the board rescind the motion that was passed at the December 2020 Board Meeting regarding the Tri-State Open Season application. The Finance and Audit Committee is asking for this to be rescinded because FERC required Tri-State to delay the process and that staff determined that the MAX option may provide greater benefits. The Committee needs to have more time to examine the options.

**Motion:** Director Wheeler moved to rescind the December 2020 motion that was passed to direct staff to pursue an application for a MARS option for the maximum amount on the Tri-State Open Season application. Motion seconded and carried without dissent.

Director Bassett, CEO Matlock, and VP of Grid Solutions Harms took Board Member questions regarding the Tri-State Open Season application.

## **BROADBAND COMMITTEE**

Broadband Committee Chair Director Skeeahan gave an update regarding fiber to the home. There has been a community petition that was started to encourage broadband services. Skeeahan will be asking for a feasibility study to understand the problem, cost, and how to do it. CEO Matlock will bring three vendor proposals to the next Broadband Committee in February. Skeeahan and Matlock also gave an update on the FCC auction results in Colorado. Skeeahan took questions from board members.

## **UPDATE ON BOARD RETREAT**

Board Retreat Committee Chair Director Landis gave an update on the board retreat. The proposed scope of work as discussed in November included culture and norms, strategic planning, and evaluation. The committee will be reframing the retreat agenda to include power supply issues, board norms, and board evaluations. An agreement was passed to allow Director Landis to use the training budget already in place to fund the retreat.

## **APPOINT DELEGATE AND ALTERNATE TO NRECA ANNUAL MEETINGS, CREA, AND WU**

Staff Attorney Graham Smith needs the Board to appoint a delegate and alternate representative for the NRECA, CREA, and WU annual meetings.

**Motion:** Director Landis moved to delegate Director Metzler as the delegate representative and Director McWilliams as the alternate representative for the NRECA, CREA, and WU annual meetings. Motion seconded and carried without dissent.

## **PROPOSED RESOLUTION REGARDING JOINING OR BECOMING A MEMBER OF EXTERNAL ORGANIZATION**

**Resolution 2021-01: CEO Authorization to Renew Memberships** – The board reviewed and discussed the amended resolution for the CEO Authorization to Renew Memberships.

**Motion:** Director McInnis moved to approve Resolution of 2021-01. Motion seconded and carried 12-0 with all in favor.

## **DIRECTOR TRAVEL AND TRAINING REQUESTS**

President Bassett addressed requests for director travel and trainings. Director Lee requested to attend the CREA Orientation, 2630.1 and 2640.1 courses in February and March. Director Skeeahan requested to attend NRECA courses.

**Motion:** Director Landis moved to approve training requests. Motion seconded and carried without dissent.

No travel requests were presented to the board.

## **DIRECTOR EXPENSE APPROVAL**

Treasurer Wheeler reported on the January 2021 director expenses.

All 12 directors are present for this board meeting.

LPEA Mileage Reimbursements

|                 |         |                  |         |
|-----------------|---------|------------------|---------|
| Britt Bassett   | \$00.00 | Kohler McInnis   | \$00.00 |
| Dan Huntington  | \$00.00 | Sue McWilliams   | \$00.00 |
| Rachel Landis   | \$00.00 | Holly Metzler    | \$00.00 |
| John Lee        | \$00.00 | Kirsten Skeeahan | \$00.00 |
| Joe Lewandowski | \$00.00 | Tim Wheeler      | \$00.00 |
| Bob Lynch       | \$00.00 | John Witchel     | \$00.00 |

LPEA Board and Committee

|                 |           |                  |                      |
|-----------------|-----------|------------------|----------------------|
| Britt Bassett   | \$1325.00 | Kohler McInnis   | \$1200.00            |
| Dan Huntington  | \$1200.00 | Sue McWilliams   | \$1200.00            |
| Rachel Landis   | \$1325.00 | Holly Metzler    | \$1325.00            |
| John Lee        | \$1200.00 | Kirsten Skeeahan | \$1450.00            |
| Joe Lewandowski | \$1325.00 | Tim Wheeler      | \$1575.00            |
| Bob Lynch       | \$1325.00 | John Witchel     | \$1325.00 (Round Up) |

Other External Meetings

|                 |         |                  |         |
|-----------------|---------|------------------|---------|
| Britt Bassett   | \$00.00 | Kohler McInnis   | \$00.00 |
| Dan Huntington  | \$00.00 | Sue McWilliams   | \$00.00 |
| Rachel Landis   | \$00.00 | Holly Metzler    | \$00.00 |
| John Lee        | \$00.00 | Kirsten Skeeahan | \$00.00 |
| Joe Lewandowski | \$00.00 | Tim Wheeler      | \$00.00 |
| Bob Lynch       | \$00.00 | John Witchel     | \$00.00 |

**Motion:** Director Landis moved to approve director expenses as presented. Motion seconded and carried without dissent.

**ATTORNEY UPDATE OF FERC AND COPUC ACTIONS**

Matthew Larson, Outside Counsel for LPEA, advised on the status of the cases related to the Tri-State exit fee at the Federal Energy Regulatory Commission (FERC); the Colorado Public Utilities Commission (CoPUC); and Adams County District Court. Numerous cases are ongoing at FERC. The delay of Tri-State's Open Season was due to a noticing requirement. The rate case is in settlement right now. Larson also gave an update on United Power litigation in Adams County District Court. Larson answered board member questions related to the topics of his public legal update.

**EXECUTIVE SESSION**

President Bassett requested a motion to move into executive session to discuss FERC-CoPUC actions, litigation matters, and Tri-State Open Season. Director McInnis is rescued due to being the Tri State Representative.

**Motion:** Director Landis moved to enter executive session to discuss FERC-CoPUC actions, litigation matters, and Tri-State Open Season. Motion seconded and carried without dissent.

The board remained in executive session from 13:08 - 14:12

## **BOARD ACTIONS RESULTING FROM EXECUTIVE SESSION**

None

## **REPORTS**

### **ATTORNEY REPORT**

Graham Smith, Staff Attorney, gave a summary report with highlights on local LPEA Board of Directors alternate attorneys, the Pagosa Springs Franchise Agreement, election statutes and bylaws, COVID-19 response, contract, policy, and statute reviews. Smith took questions from board members.

### **DIRECTOR REPORTS**

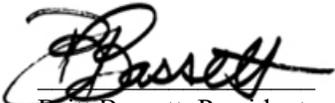
Directors referred to drafted reports in the board packet and took questions.

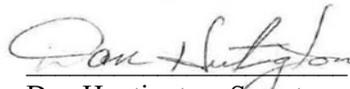
### **GENERAL QUESTIONS AND COMMENTS**

Directors discussed general concerns, comments, and took questions.

### **ADJOURN**

There being no further business, the LPEA Board of Directors' meeting adjourned at 14:39  
Recorded by J.P. Thunstrom, and approved by:

  
Britt Bassett, President

  
Dan Huntington, Secretary