

**MINUTES OF THE REGULAR MEETING OF
THE BOARD OF DIRECTORS OF
UNITED POWER, INC.
FRIDAY, FEBRUARY 21, 2020**

GENERAL

Chairman James Vigessaa called the regular meeting of the United Power Board of Directors to order at 9:01 a.m. on February 21, 2020. The meeting was held at United Power Headquarters in Brighton, Colorado. Present were Directors Keith Alquist, Ginny Buczek, Tim Erickson, Elizabeth Martin, Brian McCormick, Ursula Morgan, Rick Newman, Susan Petrocco, Dave Rose, James Vigessaa and Tamra Waltemath.

Chief Executive Officer John D. Parker, Chief Operating Officer Bryant Robbins, Chief Financial Officer Laurie Rydwell, Government & Regulatory Relations Officer Troy Whitmore and Executive Administrative Assistant Cheri Simmons were also present.

Others present for the meeting were staff members Erin Hane, Dean Hubbuck, Robert Maxwell, and Ken McFadden.

INVOCATION/PLEDGE

Director Vigessaa gave the invocation and led in the Pledge of Allegiance.

CHANGES TO AGENDA

CEO John Parker requested an additional Executive Session be added to the agenda prior to the Action Items portion of the agenda to discuss personnel matters, and to move Set March Date for Special Board Meeting from Action Items to the afternoon Executive Session.

SAFETY MINUTE

Risk and Compliance Director, Ken McFadden, provided an update on safety activities throughout United Power. He also shared snow removal tips.

NEW EMPLOYEES

The following new employee was introduced:

- Cory Van Duyne – Planning Engineer I

CONSENT AGENDA

The following items were listed on the consent agenda:

- Approval of Agenda as modified
- Approve January 22, 2020 Regular Meeting Minutes as amended

Director Waltemath made a motion, which was seconded and carried, to approve the consent agenda as amended.

Director Rose made a motion that the Board go into Executive Session to discuss personnel issues. The motion was seconded and carried.

The Board went into Executive Session at 9:11 a.m. with the Board and CEO John Parker present.

Executive Session ended at 9:47 a.m. The Board recessed for a break and reconvened into regular session at 9:55 a.m. Staff returned to the meeting.

APPOINT ELECTION CREDENTIALS COMMITTEE

A motion was made by Director Buczek, which was seconded and carried, to adopt the following Resolution Appointing Election Credentials Committee.

RESOLUTION APPOINTING ELECTION AND CREDENTIALS COMMITTEE

WHEREAS, the Annual Meeting of Members will be held Wednesday, April 15, 2020; and

WHEREAS, it is important that our Election and Credentials Committee be assembled to supervise registration procedures and to resolve any dispute regarding said registration; and

WHEREAS, the Election and Credentials Committee is also charged with overseeing the ballot counting process and settling related disputes.

NOW, THEREFORE, BE IT RESOLVED, that the following members of United Power, upon their acceptance, are hereby appointed to serve on the Election and Credentials Committee with the duties and authority set forth above.

<u>Name</u>	<u>Address</u>	<u>District</u>
Bill Alsdorf	1311 Strong Street, Brighton 80601	South
Carol Criswell	195 Valle Drive, Fort Lupton, 80621	East
Frank Howell	204 South 5 th Street, Brighton, 80601	South
Joan Kniss	361 Terra Vista Street, Brighton, 80601	East
James Long	8069 Morning Harvest Drive, Frederick 80504	West
Dale McCall	11274 County Road 17, Longmont, 80504	West
Troy Norby	251 Donna Street, Fort Lupton, 80621	East
Barb Rodgers	725 S. Grand Ave, Fort Lupton, 80621	East
Connie Sassé-Price	P.O. Box 326, Rollinsville, 80474	Mtn.
Bonita Welsh	P.O. Box 129, Hudson, 80642	East
Stephen Whiteside	650 Gross Dam Road, 80403	Mtn.
Greg Zadel	473 Sherilynn Circle, Firestone	West
Mary Zink	160 South 17 th Avenue Drive, Brighton, 80601	South

STAFF REPORTS

The following reports were discussed and updated by CEO John Parker and Staff:

- Tri-State Reports
- Chief Executive Officer
- Chief Financial Officer
 - Quarterly Reports
 - Member Services Collections

Member Services Director Francis Ashu joined the meeting at 10:35 a.m. for the Member Services Collection report; he left the meeting at 11:06 a.m.

Governmental and Regulatory Relations Officer Troy Whitmore left the meeting at 10:44 a.m.; returning at 10:45 a.m.

Staff Reports Continued

- Chief Operating Officer
- Governmental and Regulatory Relations Officer

The Board recessed for lunch at noon and reconvened at 1:01 p.m., continuing discussion of House Bill HB-1225

Director Erickson returned to the meeting, from the lunch recess, at 1:02 p.m.

Following discussion, **Director Martin made a motion**, which was seconded and carried, to support House Bill HB-1225 and its language, at the discretion of Staff.

Staff Reports Continued

- Power Supply & Rates
- Risk and Safety
- Human Resources

Risk and Compliance Director Ken McFadden, Human Resources Director Erin Hane and Purchasing Director Curtis Subia left the meeting at the conclusion of Staff Reports.

LITIGATION/EXECUTIVE SESSION

Director Alquist made a motion, which was seconded and carried, that the Board go into Executive Session to discuss contract issues. The Board went into Executive Session at 1:31 p.m. with the Board, CEO Parker, GRRO Whitmore, COO Robbins, CFO Burkhart, Power Supply

Director Hubbuck and Engineering Director Maxwell present. Director McCormick excused himself from this Executive Session.

The Executive Session ended at 2:50 p.m. The Board recessed for a break and reconvened at 3:02 p.m.

Director Martin made a motion, which was seconded and carried, to enter Executive Session at 3:02 p.m. to discuss legal issues. The entire Board and COO Bryant Robbins were present.

COO Robbins left the meeting at 3:20 p.m.

Legal Counsel Mark Williams joined the meeting by telephone at 3:23 p.m.

Executive Session ended at 5:11 p.m. and reconvened into regular session.

SET MARCH SPECIAL BOARD MEETING DATE

The Board selected March 18, 2020 for a Special Board Meeting.

ADJOURNMENT

Chairman James Vigesaa declared the meeting adjourned at 5:15 p.m.

A handwritten signature in black ink, appearing to read 'CSim', with a long horizontal flourish extending to the right.

Cheri Simmons, Recording Secretary