

**MINUTES OF THE REGULAR MEETING OF
THE BOARD OF DIRECTORS OF UNITED POWER, INC.
WEDNESDAY, DECEMBER 16, 2021**

GENERAL

Chairman Ursula Morgan called the regular meeting of the United Power Board of Directors to order at 9:00 a.m. on December 16, 2021. The meeting was held at United Power's Carbon Valley Service Center in Longmont, CO and via teleconference. Present were Directors Keith Alquist, Ginny Buczek, Brad Case, Tim Erickson, Beth Martin, Brian McCormick, Ursula Morgan, Dave Rose, James Vigesaa, Tamra Waltemath and Steve Whiteside.

President & Chief Executive Officer Mark Gabriel, Chief Operating Officer Bryant Robbins, Chief Energy Resource Officer Dean Hubbuck, Governmental & Regulatory Relations Officer Troy Whitmore, Risk & Compliance Director Ken McFadden, Human Resources Director Erin Hane, Engineering Director Robert Maxwell, Director of System Design Diedre Gregg-Donovan, Marketing & Communications Manager Heidi Storz, Executive Administrative Assistant Cheri Simmons and Corporate Administrative Assistant Ana Pollack were also present. Chief Financial Officer Laurie Burkhart and Chief Information Officer Alie Beauchamp joined the meeting via teleconference.

INVOCATION/PLEDGE

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

SAFETY MINUTE

Risk & Compliance Director McFadden provided an update on United Power's safety activities.

NEW EMPLOYEES

Apprentice Lineworkers Dillon Scroggins and Kurt Schoemig were introduced to the Board, via photograph.

EXECUTIVE SESSION

At 9:09 a.m. **Director Martin made a motion**, which was seconded, and carried, to enter Executive Session to discuss personnel issues and review Board Governance. The entire Board remained; Staff was excused except President & CEO Gabriel. President & CEO Gabriel left the meeting at 9:15 a.m.

Director Alquist made a motion, which was seconded, and carried, to end Executive Session at 9:33 a.m. Staff returned to the meeting at this time.

The Board acknowledges the CPR recognition program as discussed in Executive Session.

CONSENT AGENDA

The following items were listed on the consent agenda

- Approval of Agenda
- Approve November 17, 2021 Regular Board Meeting Minutes

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

STAFF REPORTS

The following reports were discussed and updated by President & CEO Gabriel and Staff.

- President & Chief Executive Officer

Following discussion, **Director Buczek made a motion**, which was seconded, and carried, to donate \$25,000 to the Kentucky Electric Cooperative Disaster Fund.

- Chief Financial Officer
- Chief Operating Officer
- Governmental & Regulatory Relations Officer
- Chief Energy Resource Officer
- Chief Information Officer
- Risk & Compliance Director
- Human Resources Director

A brief recess was called at 10:38 a.m., with the meeting reconvening at 10:52 a.m. Senior Planning Engineer Jared Weeks joined the meeting at this time.

LOAD GROWTH REPORT

Director of System Design Gregg-Donovan and Senior Planning Engineer Weeks shared the annual Load Growth Report with the Board and answered questions. They left the meeting shortly after the review.

ROUND-UP DONATION

Following discussion, **Director McCormick made a motion**, which was seconded, and carried, to approve Staff's recommendation to grant \$25,000 to United Power's Operation Round-Up Foundation which will aid the Foundation in their efforts to continue to fund programs that provide critical services needed by the members of this cooperative.

INTEREST RATE REVIEW ON MEMBER DEPOSITS

Following discussion, **Director Martin made a motion**, which was seconded, and carried, to follow Staff's recommendation to maintain United Power's present practice of not paying interest on member deposits for 2022.

2022 SPS LOCATION

Following discussion and review of quotes presented by Staff, the Board approved the Tivoli Lodge in Vail, CO for the location of the 2022 Strategic Planning Session.

The meeting recessed for lunch at 12:01 p.m., reconvening at 1:03 p.m.

UNITED POWER REBATES REVIEW

CERO Hubbuck reviewed United Power rebate programs with the Board and answered the Board's questions.

A brief recess was called at 2:04 p.m., with the meeting reconvening at 2:20 p.m.

AMERICAN CUSTOMER SATISFACTION INDEX (ACSI) REVIEW

Marketing & Communications Manager Heidi Storz reviewed the ACSI and answered the Board's questions. MCM Storz left the meeting following the report.

2021 SPS FOLLOW-UP: VISION, MISSION, PURPOSE, CORE VALUES

HRD Hane presented options, for the Board to consider, as revisions to United Power's current Vision, Mission and Values statements and the option to add Purpose to the statement. The Board elected to adopt a Purpose statement, revised the Mission and Core Values statements and kept the Vision statement as is.

BOARD REPORTS

Director Buczek recapped CREA activities and Director Alquist recapped WUE activities for the Board and Staff. Directors Erickson, Rose & Waltemath updated the Board on various activities for other Associated Organization, as well.

HRD Hane and R&CD McFadden left the meeting at 4:00 p.m.

TRI-STATE REPORT

Director McCormick and CERO Hubbuck recapped Tri-State activities for the Board and Staff.

LITIGATION/EXECUTIVE SESSION

Director Martin made a motion, which was seconded, and carried, to enter Executive Session at 4:35 p.m. to discuss contract negotiations. The entire Board, President & CEO Gabriel, CERO Hubbuck, COO Robbins, GRRO Whitmore, CFO Burkhart, E&RD Maxwell, EAA Simmons and CAA Pollack were present. Director McCormick and the rest of Staff were excused at this time.

Director Vigesaa made a motion, which was seconded, and carried, to end Executive Session at 4:40 p.m., Director McCormick returned to the meeting at this time.

ADJOURNMENT

Chairman Morgan declared the meeting adjourned at 4:42 p.m.

MEETING SCHEDULE

The next regular Board meeting is scheduled Wednesday, January 26, 2022 at 9:00 a.m. at United Power's Carbon Valley Service Center, 9586 E I-25 Frontage Road, Longmont, CO.



Cheri Simmons, Recording Secretary