

**MINUTES OF THE REGULAR MEETING OF
THE BOARD OF DIRECTORS OF UNITED POWER, INC.
WEDNESDAY, FEBRUARY 24, 2021**

GENERAL

Chairman Ursula Morgan called the regular meeting of the United Power Board of Directors to order at 9:01 a.m. on March 24, 2021. The meeting was held at United Power's Carbon Valley Service Center in Longmont, CO and via Zoom teleconference. Present were Directors Keith Alquist, Ginny Buczek, Tim Erickson, Elizabeth Martin, Ursula Morgan, Susan Petrocco, Dave Rose, James Vigesaa and Tamra Waltemath. Directors Brian McCormick and Rick Newman joined the meeting via teleconference.

Acting Chief Executive Officer Bryant Robbins, Chief Financial Officer Laurie Burkhart, Chief Energy Resource Officer Dean Hubuck, Government & Regulatory Relations Officer Troy Whitmore, Risk & Compliance Director Ken McFadden, Engineering Director Robert Maxwell and Executive Administrative Assistant Cheri Simmons were also present at the Longmont location; all abided by the Colorado Department of Health's social distance guidelines. Human Resources Director Erin Hane joined the meeting via teleconference.

INVOCATION/PLEDGE

Director Rose 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.

CONSENT AGENDA

The following items were listed on the consent agenda

- Approval of Agenda
- Approve January 27, 2021 Regular Board Meeting Minutes
- Approve February 8 – 10, 2021 Special Board Meeting Minutes

Director Buczek requested an action item be added to the agenda. **Director Buczek made a motion**, which was seconded, and carried, to approve the consent agenda as amended.

STAFF REPORTS

The following reports were discussed and updated by Acting CEO Robbins and Staff

- Chief Executive Officer

Following discussion, **Director Martin made a motion**, which was seconded, and carried, to support Senate Bill 21-072 Concerning the Expansion of Electric Transmission Facilities and the Formation of Colorado Electric Transmission Authority. Director McCormick abstained from the vote.

- Chief Financial Officer

A brief recess was called at 10:12 a.m., with the meeting reconvening at 10:27 a.m. Following the recess, CFO Burkhart reviewed 2020 year end financials with the Board.

STAFF REPORTS CONTINUED

- Chief Operating Officer
- Governmental & Regulatory Relations Officer
- Chief Energy Resource Officer
- Risk & Safety
- Human Resources

The Board recessed for lunch at 12:12 p.m., reconvening at 12:46 p.m.

2021 MEET THE CANDIDATE EVENTS

Following discussion and a straw poll vote, the Board agreed to cancel the 2021 Meet the Candidate events that were scheduled to be held in person and agreed to a one-time video/teleconference Meet the Candidates event. Director McCormick abstained from the vote.

APPOINT 2021 ELECTION CREDENTIALS COMMITTEE

Director Martin made a motion, which was seconded and carried, to adopt the following resolution.

RESOLUTION APPOINTING ELECTION AND CREDENTIALS COMMITTEE

WHEREAS, the Annual Meeting of Members will be held Wednesday, April 14, 2021; 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 5th Street, Brighton 80601	South
Joan Kniss	361 Terra Vista St, Brighton 80601	East
James Long	8069 Morning Harvest Drive, Frederick 80504	West
Dale McCall	11274 CR 17, Longmont 80504	West
Troy Norby	251 Donna Street, Fort Lupton 80621	East
Bonita Welsh	P.O. Box 129, Hudson 80642	East
Sue Corbett	808 Poppy Drive, Brighton 80601	South
Suzy Schemel	11956 Spruce Canyon Drive, Golden 80403	Mtn

EAST DISTRICT ROUND-UP DIRECTOR SELECTION

Director Buczek made a motion, which was seconded, and carried, to adopt the following resolution. Director McCormick abstained from the vote.

RESOLUTION AUTHORIZING THE ELECTION OF A DIRECTOR TO CURRENT VACANT SEAT FOR THE ROUNDUP FOUNDATION

WHEREAS, United Power, Inc. is the sole member of the United Power Round-Up Foundation; and

WHEREAS, the Foundation Board currently has one open director seat in the East District; and

WHEREAS, Paige Wagner-Maul is a member from United Power’s East District; and

WHEREAS, Paige Wagner-Maul has indicated interest in serving as Director of United Power’s Round-Up Foundation Board.

NOW, THEREFORE, BE IT RESOLVED, that United Power, Inc. has selected the following Director to serve the remainder of the open term on the Round-Up Foundation Board:

District E: Paige Wagner-Maul, serving until January 2023

UNITED POWER’S CEO TITLE AND PRIVELEDGES

Following discussion, **Director Buczek made a motion**, which was seconded, and carried, to approve a verbal resolution that the Board intends for the Chief Executive Officer to be titled the President and Chief Executive Officer of United Power; and further that the President and CEO may, in his/her discretion, appoint or designate additional officers with titles as they see fit.

TRI-STATE REPORTS

Director McCormick recapped his Tri-State report and answered the Board’s questions, followed by Chief Energy Resource Officer Hubbuck’s Tri-State recap.

The Board recessed briefly at 1:22 p.m., reconvening at 1:30 p.m. Legal Counsel Charles Patrizia and Jenna McGrath, both representing Paul Hastings LLP, joined the meeting via teleconference; Human Resources Director Hane and Risk & Compliance Director McFadden left the meeting at this time.

LITIGATION/EXECUTIVE SESSION

Director Alquist made a motion, which was seconded, and carried, to enter Litigation/Executive Session at 1:30 p.m. to discuss contract issues. Director McCormick was excused from the meeting at this time.

Legal Council Patrizia & McGrath left the meeting, via teleconference, at 2:50 p.m.

Director Buczek made a motion, which was seconded, and carried, to end Executive/Litigation Session at 4:14 p.m., returning to regular session. Director McCormick returned to the meeting. A brief recessed was called, ending at 4:22 p.m.

CREA REPORT

Directors Buczek and Martin updated the Board on CREA activities.

WUE REPORT

Director Alquist updated the Board on WUE activities.

DIRECTOR FORUM

Director Buczek briefed the Board on the NRECA TechAdvantage meeting held virtually on Tuesday, February 23, 2021.

ADJOURNMENT

Chairman Morgan declared the meeting adjourned at 4:45 p.m.

MEETING SCHEDULE

The next regular Board meeting is scheduled Wednesday, March 24, 2021 at 9:00 a.m. and will be held at United Power's Carbon Valley Service Center, 9586 E I-25 Frontage Road, Longmont, CO and via teleconference to observe the State's current health guidelines.



Cheri Simmons, Recording Secretary