

**MINUTES OF THE REGULAR MEETING OF
THE BOARD OF DIRECTORS OF UNITED POWER, INC.
WEDNESDAY, JUNE 23, 2021**

GENERAL

Chairman Ursula Morgan called the regular meeting of the United Power Board of Directors to order at 9:04 a.m. on June 23, 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, 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 Financial Officer Laurie Burkhart, Chief Energy Resource Officer Dean Hubbuck, Government & Regulatory Relations Officer Troy Whitmore, Human Resources Director Erin Hane, Risk & Compliance Director Ken McFadden, Marketing & Communications Manager Heidi Storz, Executive Administrative Assistant Cheri Simmons and Cooperative Administrative Assistant Ana Pollack were also present at the Longmont location; all abided by the Colorado Department of Health's social distance guidelines. Information Services Director Alie Beauchamp joined the meeting via teleconference.

DIRECTOR GOLD STATUS RECOGNITION

Chairman Morgan presented Director Waltemath with NRECA's Director Gold Certificate earned by Director Waltemath since her election to the United Power Board of Directors.

PUBLIC COMMENT

Member Steve Douglas was also present for the meeting, addressing the Board during the Public Comment section.

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.

EMPLOYEE INTRODUCTION

Billing Specialist Ana Pollack was recently promoted to a new role as Cooperative Administrative Assistant. CAA Pollack joined the meeting and was welcomed by the Board.

CONSENT AGENDA

The following items were listed on the consent agenda

- Approval of Agenda
- Approve May 26, 2021 Regular Board Meeting Minutes

Director Buczek 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
- Chief Financial Officer
- Chief Operating Officer
- Governmental & Regulatory Relations Officer

A brief recess was called at 10:25 a.m., with the meeting reconvening at 10:45 a.m.

STAFF REPORTS continued

- Chief Energy Resource Officer
- Risk & Safety
- Human Resources

2022 ANNUAL MEETING OF MEMBERS DATE & LOCATION

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

RESOLUTION SETTING
2022 ANNUAL MEETING OF MEMBERS DATE

WHEREAS, Article 3.00 of United’s Bylaws provides the Annual Meeting of Members shall be held before May 1 each year on a date and place fixed by the Board within the Cooperative’s service territory; and

WHEREAS, Colorado statutes and United Power’s bylaws require at least a six-month notification of the Cooperative’s Annual Meeting to the membership; and

WHEREAS, United Power is desirous of holding a successful 84th Annual Meeting of Members.

NOW, THEREFORE, BE IT RESOLVED, that the 2022 Annual Meeting of Members of United Power, Inc., shall be held at 6:30 p.m. on Wednesday, April 13, 2022 at the Waymire Dome and Exhibit Hall at the Adams County Fairgrounds.

The Board recessed for lunch at 11:50 a.m., reconvening at 12:47 p.m.

2022 ANNUAL MEETING FORMAT

Marketing & Communications Manager Storz answered the Board’s questions regarding the 2022 Annual Meeting format and the Board decided a hybrid combination of a virtual town hall plus an in-person meeting format was the best option for the Membership.

2021 STRATEGIC PLANNING SESSION DATES AND LOCATION

Following discussion and calendar review, the Board selected September 15 – 17, 2021 for the annual SPS meeting dates with the location to be determined based on facility availability.

POLICY C-08 DUTIES AND RESPONSIBILITIES OF THE PRESIDENT & CHIEF EXECUTIVE OFFICER

Following discussion, **Director McCormick made a motion**, which was seconded, and carried, to approve Policy C-08 as presented.

POLICY C-18 PATRONAGE CAPITAL POLICY WITH APPENDIX A & B

Following discussion, **Director Martin made a motion**, which was seconded, and carried, to approve Policy C-18 as presented.

POLICY C-19 DIRECTORS' FIXED SUM AND EXPENSES

Following discussion, **Director McCormick made a motion**, which was seconded, and carried, to approve Policy C-19 as presented.

POLICY C-32 DIRECTOR CONFLICTS OF INTEREST

Following discussion, **Director Martin made a motion**, which was seconded, and carried, to approve new Policy C-32 as presented.

A brief recess was called at 1:46 p.m., with the meeting reconvening at 2:01 p.m.

CREA REPORT

Directors Buczek updated the Board on CREA activities.

WUE REPORT

Director Alquist updated the Board on WUE activities.

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.

A brief recess was called at 3:18 p.m. GRRO Whitmore, C&RD McFadden, HRD Hane, MCM Storz and CAA Pollack left the meeting at this time. ISD Beauchamp left the meeting (via teleconference) and Member Douglas also left the meeting at this time. The meeting reconvened at 3:30 p.m.

LITIGATION/EXECUTIVE SESSION

At 3:32 p.m. **Director Buczek made a motion**, which was seconded, and carried, to enter Litigation/Executive Session to discuss contract issues. The Board, President & CEO Gabriel, COO Robbins, CERO Hubbuck, CFO Burkhart and EAA Simmons present. Director McCormick was excused from the room at this time.

At 3:57 p.m., **Director Martin made a motion**, which was seconded, and carried, to end Litigation/Executive Session. Director McCormick returned to the meeting at this time. COO Robbins, CERO Hubbuck, CFO Burkhart were excused from the room.

At 3:59 p.m. a motion was made by Director Rose, which was seconded, and carried, to enter a second Executive Session to discuss personnel and member issues. Director McCormick rejoined the meeting at this time. The entire Board, President & CEO Gabriel and EAA Simmons were present.

Director Alquist made a motion, which was seconded, and carried to end Executive Session at 5:10 p.m.

ADJOURNMENT

Chairman Morgan declared the meeting adjourned at 5:13 p.m.

MEETING SCHEDULE

The next regular Board meeting is scheduled Wednesday, July 28, 2021 at 9:00 a.m. at United Power's Carbon Valley Service Center, 9586 E I-25 Frontage Road, Longmont, CO.

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

Cheri Simmons, Recording Secretary