

**MINUTES OF THE SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF
UNITED POWER, INC.
THURSDAY, MARCH 24, 2016**

GENERAL

President Brian McCormick called the special meeting of the United Power Board of Directors to order at 12:58 p.m. on March 24, 2016. The meeting was held at The St. Julien Hotel in Boulder, Colorado. Present were Directors Ginny Buczek, Tim Erickson, Robert Grant, Elizabeth Martin, Brian McCormick, Ursula Morgan, Rick Newman, Susan Petrocco, Douglas Pryce, Dave Rose and James Vigesaa. Also present was Scott Fry from Mycoff, Fry & Prouse LLC, and Executive Assistant to the Board Michele Sack.

PLEDGE

Director Morgan led in the Pledge of Allegiance.

EXECUTIVE SESSION

Director Vigesaa made a motion that the Board go into Executive Session to discuss CEO interviews. The motion was seconded and carried unanimously.

The Board went into Executive session at 1:02 p.m. Directors Buczek, Erickson, Grant, Martin, McCormick, Morgan, Newman, Petrocco, Pryce, Rose, and Vigesaa. Also present was Scott Fry from Mycoff, Fry & Prouse LLC.

At 1:11 p.m. the Board recessed for break. The Board reconvened at 1:20 p.m.

The Executive Session ended at 4:47 p.m. and the Board went back into regular session with all Directors present and Scott Fry from Mycoff, Fry & Prouse, LLC.

Director Vigesaa made a motion, which was seconded and carried, to direct the Board President to proceed with the CEO search instructions as discussed in Executive Session.

At 5:00 p.m. **Director Grant moved to recess** the Special Board Meeting until reconvened at the call of the Board President. The Board consented and the meeting was declared in recess by the Board President.

President Brian McCormick reconvened and called to order the special meeting of the United Power Board of Directors at 9:00 a.m. on April 15, 2016. The meeting was held at United Power Headquarters in Brighton, Colorado. Present were Directors Ginny Buczek, Tim Erickson, Robert Grant, Elizabeth Martin, Brian McCormick, Ursula Morgan, Rick Newman, Susan Petrocco, Douglas Pryce, Dave Rose and James Vigesaa. Chief Executive Officer Ron Asche, Executive Administrator Michele Sack and Executive Administrative Assistant Cheri Simmons were also present.

Others present for the meeting were staff members Dean Hubbeck, Delaine Orendorff, John Parker, Mitzi Rea, Bryant Robbins, Antelia Salazar-Ball, Myke Weis and Troy Whitmore.

There being no further business to come before the board at this meeting, President Brian McCormick declared the Special Board Meeting adjourned at 9:01 a.m.



Michele Sack, Recording Secretary