

**MINUTES OF THE REGULAR MEETING OF
THE BOARD OF DIRECTORS OF UNITED POWER, INC.
WEDNESDAY, FEBRUARY 23, 2022**

GENERAL

Chairman Ursula Morgan called the regular meeting of the United Power Board of Directors to order at 9:07 a.m. on February 23, 2022. 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, Tamra Waltemath and Steve Whiteside. James Vigesaa joined via teleconference.

President & Chief Executive Officer Mark Gabriel, Chief Operating Officer Bryant Robbins, Chief Financial Officer Laurie Burkhart, Chief Energy Resource Officer Dean Hubbeck, Governmental & Regulatory Relations Officer Troy Whitmore, Chief Marketing Officer Trista Fugate, Human Resources Director Erin Hane, Engineering Director Robert Maxwell, Corporate Administrative Assistant Ana Pollack, Communications Specialist Zach Kinder and Executive Administrative Assistant Cheri Simmons were also present. Chief Information Officer Alie Beauchamp joined the meeting via teleconference.

INVOCATION/PLEDGE

Chairman Morgan gave the invocation and led in the Pledge of Allegiance.

DIRECTOR GOLD STATUS RECOGNITION

Chairman Morgan presented Director Buczek and Director Martin with NRECA's Director Gold Certificates recently renewed by both Directors.

STAFF AWARD

Director and CREA President Buczek presented an award from CREA's statewide newsletter Colorado Country Life to Communications Specialist Zach Kinder. His article "Reunited & Ready" took first place, Division 3, in the category of Best Story on a Community Program.

SAFETY MINUTE

President & CEO Gabriel 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 26, 2022 Regular Board Meeting Minutes
- Approve February 4, 2022 Special Board Meeting Minutes

Director Alquist made a motion, which was seconded, and carried, to approve the consent agenda as presented. Director Buczek abstained; she was not present for the Feb 4, 2022 meeting.

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
- Chief Energy Resource Officer
- Chief Information Officer
- Chief Marketing Officer
- Risk & Compliance Director
- Human Resources Director

CS Kinder left the meeting at 10:03 a.m.

A brief recess was called at 10:20 a.m., with the meeting reconvening at 10:38 a.m.

2022 ANNUAL MEETING GIFTS

Following discussion, **Director McCormick made a motion**, which was seconded, and carried, to approve an attendance gift for in-person attendees (insulated cooler) and a bill credit for on-line attendees, as outlined in CMO Fugate’s report.

2022 BOARD MEETING LOCATION CHANGE

Following discussion, **Director Martin made a motion**, which was seconded, and carried, to adopt the following resolution:

RESOLUTION TO APPROVE A LOCATION CHANGE FOR THE REMAINING 2022 BOARD MEETINGS

WHEREAS, United Power’s Bylaws require that at least one Regular Board Meeting shall be held each month within the service area of the Cooperative at such time and place as the Board may provide by motion; and

WHEREAS, it has been customary for the Board to establish the Board Meeting dates annually in advance so that all Board Members can plan their schedules accordingly; and

WHEREAS, current State and local COVID mandates have been removed, the Board wishes to move the remainder of the 2022 regular, monthly Board Meetings back to the Brighton Headquarters building for the following dates:

Wednesday, March 23, 2022, 9:00 a.m.	Brighton Headquarters
Wednesday, April 27, 2022, 9:00 a.m.	Brighton Headquarters
Wednesday, May 25, 2022, 9:00 a.m.	Brighton Headquarters
Wednesday, June 29, 2022, 9:00 a.m.	Brighton Headquarters
Wednesday, July 27, 2022, 9:00 a.m.	Brighton Headquarters
Wednesday, August 24, 2022, 9:00 a.m.	Brighton Headquarters

Wednesday, September 21, 2022, 9:00 a.m.	Brighton Headquarters
Wednesday, October 26, 2022, 9:00 a.m.	Brighton Headquarters
Wednesday, November 16, 2022, 9:00 a.m.	Brighton Headquarters
Thursday, December 15, 2022, 9:00 a.m.	Brighton Headquarters

NOW, THEREFORE, BE IT RESOLVED by motion adopting this resolution, that the remaining Board meeting locations for 2022 are hereby changed as set forth herein.

ELECTION CREDENTIALS COMMITTEE

Director Buczek made a motion, which was seconded, and carried, to adopt the following resolution:

RESOLUTION APPOINTING ELECTION AND CREDENTIALS COMMITTEE

WHEREAS, the Annual Business Meeting of Members will be held Wednesday, April 13, 2022; 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 Inc., 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
Sue Corbett	808 Poppy Drive, Brighton 80601	South
Carol Criswell	195 Valle Drive, Fort Lupton 80621	East
Kevin Kildow	278 S. 22 nd Avenue, Brighton, 80601	South
Joan Kniss	361 Terra Vista Street, 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
Suzy Schemel	11956 Spruce Canyon Drive, Golden 80403	Mtn
Bonita Welsh	P.O. Box 129, Hudson 80642	East

2021 YEAR END FINANCIAL REVIEW

CFO Burkhart presented the 2021 Year End Financial Review for the Board and answered Directors' questions.

POLICY REVIEW C-01 POLICY ORIGIN AND APPROVAL

Director Alquist made a motion, which was seconded, and carried to accept policy C-01 as presented.

POLICY REVIEW C-11 DISCLOSURE OF INFORMATION

Following discussion, **Director McCormick made a motion**, which was seconded, and carried to accept policy C-11 as amended.

2022 SPS AGENDA

Following discussion, Staff will present topics of discussion to the Board as we get closer to June 2022.

CREA REPORT

Director Buczek was recognized as CREA’s newly elected President and recapped CREA activities for the Board and Staff.

CCEI REPORT

Director Martin recapped CCEI activities for the Board and Staff.

WUE REPORT

Director Alquist recapped WUE activities for the Board and Staff.

The meeting recessed for lunch at 12:04 p.m., reconvening at 1:00 p.m.

TRI-STATE REPORTS

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

LITIGATION/EXECUTIVE SESSION

Director Buczek made a motion, which was seconded, and carried, to enter Executive Session at 1:50 p.m. to discuss contract negotiations, litigation, governance and member issues. The entire Board, President & CEO Gabriel, CFO Burkhart, CIO Beauchamp, EAA Simmons and CAA Pollack were present. Remaining Staff was excused at this time.

At 2:25 p.m. CFO Burkhart, CIO Beauchamp, EAA Simmons and CAA Pollack were excused.

A brief recess was called at 2:42 p.m., with the meeting reconvening into Executive Session at 3:00 p.m. CERO Hubbuck, CFO Burkhart, COO Robbins, E&RD Maxwell, EAA Simmons and CAA Pollack returned to the meeting at this time. The entire Board was also present.

E&RD Maxwell left the meeting at 3:37 p.m.

Director McCormick was excused at 3:53 p.m., returning to the meeting at 4:17 p.m. All Staff were excused at this time except President & CEO Gabriel.

Director Martin made a motion, which was seconded, and carried, to end Executive Session at 4:27 p.m.

ADJOURNMENT

Chairman Morgan declared the meeting adjourned at 4:28 p.m.

MEETING SCHEDULE

The next regular Board meeting is scheduled Wednesday, March 23, 2022 at 9:00 a.m. at United Power Headquarters, 500 Cooperative Way, Brighton, CO.

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

Cheri Simmons, Recording Secretary