

**MINUTES OF THE REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF UNITED POWER, INC.  
WEDNESDAY, MAY 26, 2021**

**GENERAL**

Chairman Ursula Morgan called the regular meeting of the United Power Board of Directors to order at 9:05 a.m. on May 26, 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 Vigasaa, Tamra Waltemath and Steve Whiteside.

Chief Operating Officer Bryant Robbins, Chief Financial Officer Laurie Burkhart, Chief Energy Resource Officer Dean Hubbeck, Government & Regulatory Relations Officer Troy Whitmore, Human Resources Director Erin Hane, Risk & Compliance Director Ken McFadden, Engineering Director Robert Maxwell, Marketing & Communications Manager Heidi Storz 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. President & Chief Executive Officer Mark Gabriel and Information Services Director Alie Beauchamp joined the meeting via teleconference.

Member Steve Douglas of 10970 Unity Parkway, Commerce City, was also present for the Public Comment section and stayed for the duration of the meeting.

**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.

**NEW EMPLOYEE**

System Operator Levi Carlock was introduced via photograph.

**CONSENT AGENDA**

The following items were listed on the consent agenda

- Approval of Agenda
- Approve April 28, 2021 Regular Board Meeting Minutes
- Approve April 14, 2021 82<sup>nd</sup> Annual Meeting Minutes

Following discussion, Chairman Morgan requested two resolutions 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 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 10:55 a.m., with the meeting reconvening at 11:10 a.m.

**STAFF REPORTS continued**

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

**HONOR MARK KEITH FOR 25 YEARS OF SERVICE**

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

**RESOLUTION HONORING MARK KEITH  
FOR 25 YEARS OF SERVICE**

WHEREAS, Mark Keith has completed 25 years of regular service with United Power, Inc., as of the 28<sup>th</sup> day of May 2021; and

WHEREAS, United Power's Board of Directors wishes to show its appreciation to Mark for his many years of service.

NOW, THEREFORE, BE IT RESOLVED that Mark Keith is hereby awarded a check equal to \$1,500 as an expression of United Power's gratitude for his many years of faithful service.

IN WITNESS WHEREOF, the said Corporation has caused this Resolution to be signed by its officers and members of the Board and to be sealed with the seal of the Corporation this 26<sup>th</sup> day of May 2021.

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**HONOR RETIRED DIRECTOR SUSAN PETROCCO**

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

**RESOLUTION HONORING RETIRED DIRECTOR SUSAN PETROCCO**

WHEREAS, Susan Petrocco has diligently served United Power, Inc., its member-owners, and Colorado's cooperative electric utility industry as a United Power Director for 23 years; and

WHEREAS, Susan Petrocco held all Board Officer positions during her tenure, including Board President, between the years of 1996 and 2012; and

WHEREAS, Susan Petrocco earned her National Rural Electric Cooperative Association's Credentialed Cooperative Director, Board Leadership and Director Gold certifications; and

WHEREAS, Susan Petrocco has a long record of service to the community; and

WHEREAS, Susan Petrocco consistently made decisions based on what she believed was in the best interest of United Power members and employees.

NOW, THEREFORE BE IT RESOLVED, that we as individuals and as the United Power Board of Directors and on behalf of the management team, employees, fellow colleagues and our member-owners, hereby recognize and honor Susan Petrocco for her 23 years of service to United Power, Inc. and express our sincere appreciation and gratitude for the leadership she provided representing United Power as an integral part of the local community, region, and state.

AND BE IT FURTHER RESOLVED, that on this day of the United Power Board of Directors regularly scheduled Board meeting, that the Board adjourn their meeting this day in grateful appreciation to Susan Petrocco and her family,

AND BE IT FURTHER RESOLVED, that a copy of this Resolution be prepared for Susan Petrocco in appreciation to her service as an official record of United Power.

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**HONOR RETIRED DIRECTOR RICK NEWMAN**

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

**RESOLUTION HONORING RETIRED DIRECTOR RICK NEWMAN**

WHEREAS, Rick Newman has diligently served United Power, Inc., its member-owners, and Colorado's cooperative electric utility industry as a United Power Director for 15 years; and

WHEREAS, Rick Newman held many Board Officer positions during his tenure, including Board Vice-President, between the years of 2007 and 2011; and

WHEREAS, Rick Newman earned his National Rural Electric Cooperative Association's Credentialed Cooperative Director, Board Leadership and Director Gold certifications; and

WHEREAS, Rick Newman has a long record of service to the community; and

WHEREAS, Rick Newman consistently made decisions based on what he believed was in the best interest of United Power members and employees.

NOW, THEREFORE BE IT RESOLVED, that we as individuals and as the United Power Board of Directors and on behalf of the management team, employees, fellow colleagues and our member-owners, hereby recognize and honor Rick Newman for his 15 years of service to United

Power, Inc. and express our sincere appreciation and gratitude for the leadership he provided representing United Power as an integral part of the local community, region, and state.

AND BE IT FURTHER RESOLVED, that on this day of the United Power Board of Directors regularly scheduled Board meeting, that the Board adjourn their meeting this day in grateful appreciation to Rick Newman and his family,

AND BE IT FURTHER RESOLVED, that a copy of this Resolution be prepared for Rick Newman in appreciation to his service as an official record of United Power.

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The Board recessed for lunch at 12:00 p.m., reconvening at 1:02 p.m.

**2021 ANNUAL MEETING REVIEW**

Marketing & Communications Manager Storz reviewed 2021 Annual Meeting statistics and answered the Board's questions.

**POLICY C-05 ATTENDANCE OR PARTICIPATION AT MEETINGS OF THE BOARD OF DIRECTORS**

Following discussion, **Director McCormick made a motion**, which was seconded, and carried, to approve Policy C-05 as amended. Directors Rose and Waltemath opposed the vote.

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

Following discussion, **Director Vigesaa made a motion**, which was seconded, and carried, to ask Staff to review Policy C-18 and bring the revisions before the Board at a future Board meeting. A Committee was formed to assist Staff which includes Directors Alquist, Buczek, Vigesaa and Morgan.

**CREA REPORT**

Directors Buczek and Martin 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 2:33 p.m., with the meeting reconvening at 2:56 p.m.

Member Douglas left the meeting at 2:48 p.m.

**EXECUTIVE SESSION**

**Director Buczek made a motion**, which was seconded, and carried, to enter Executive Session to discuss personnel issues and policies. The Board entered Executive Session at 2:58 p.m., with the entire Board, COO Robbins, CERO Hubbuck, CFO Burkhart and EAA Simmons present.

President & CEO Gabriel was present via teleconference. All additional Staff were excused from the meeting, whether in person or via teleconference, at this time.

Director McCormick was excused from the room at 3:09 p.m.

**LITIGATION/EXECUTIVE SESSION**

A second Executive Session was entered into at this time to discuss contract issues.

**Director Buczek made a motion**, which was seconded, and carried to end Executive Session at 4:25 p.m. and a brief recess was called. The meeting reconvened at 4:37 p.m. Director McCormick rejoined the meeting at this time. Member Douglas had exited the building and was invited to rejoin the meeting via teleconference through an email and text message sent by EEA Simmons. He did not rejoin the meeting.

**ADJOURNMENT**

Chairman Morgan declared the meeting adjourned at 4:57 p.m.

**MEETING SCHEDULE**

The next regular Board meeting is scheduled Wednesday, June 23, 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.



Cheri Simmons, Recording Secretary