

**MINUTES OF THE REGULAR MEETING OF
THE BOARD OF DIRECTORS OF
UNITED POWER, INC.
WEDNESDAY, JANUARY 23, 2019**

GENERAL

Chairman James Vigesaa called the regular meeting of the United Power Board of Directors to order at 9:00 a.m. on January 23, 2019. The meeting was held at United Power Headquarters in Brighton, Colorado. Present were Directors Keith Alquist, Ginny Buczek, Tim Erickson, Elizabeth Martin, Brian McCormick, Ursula Morgan, Rick Newman, Susan Petrocco, Dave Rose, James Vigesaa and Tamra Waltemath. Chief Executive Officer John D. Parker, Chief Operating Officer Bryant Robbins, Chief Financial Officer Laurie Rydwell, Public Affairs Officer Troy Whitmore and Executive Administrator Michele Sack were also present.

Others present for the meeting were staff members Erin Hane, Dean Hubuck, Jerry Marizza, Robert Maxwell, and Ken McFadden.

INVOCATION/PLEDGE

Director Alquist gave the invocation and led in the Pledge of Allegiance.

ADDITIONS TO AGENDA

Chairman Vigesaa requested adding, under the Board Discussion portion of the agenda, Board invites to United Power sponsored and non-sponsored events.

NEW EMPLOYEES

The following new employees were introduced:

- Jason Moore – Journeyman Lineman
- Kirsten Muncy – Senior Right of Way Agent

SAFETY MINUTE

Risk and Compliance Director, Ken McFadden, provided an update on safety activities throughout United Power. He also stated that regardless of your surroundings, at work or home, it is always important to talk about safety.

CONSENT AGENDA

The following items were listed on the consent agenda:

- Approval of Agenda
- Approve December 19, 2018 Regular Meeting Minutes
- Policy Review C-01-Policy Origin & Approval

Director Newman made a motion, which was seconded and carried, to approve the consent agenda as amended.

CAST BALLOTS IN ROUND-UP DIRECTOR ELECTION

The Annual Meeting of the Round-Up Foundation will be held Wednesday, January 23, 2019 at 4:00 p.m. at United Power Headquarters. Per the Round-Up Bylaws, Directors are elected at the annual meeting to represent each United Power member district. Round-Up Directors from the East, West, South and Mountain Districts were up for election for three-year terms. A new candidate was interested in serving in the open seat in the South District. Additionally, one alternate director at-large is elected for a one-year term. Following review, **Director Buczek made a motion**, which was seconded and carried, to adopt the following Resolution Authorizing Vote in Election of Directors for the Round-Up Foundation’s Annual Meeting of Members.

**RESOLUTION AUTHORIZING VOTE IN ELECTION OF DIRECTORS
FOR THE ROUNDUP FOUNDATION’S ANNUAL MEETING OF MEMBERS**

WHEREAS, the annual meeting of members of the Roundup Foundation is scheduled January 23, 2019, at 4:00 p.m.; and

WHEREAS, the principal purpose of said annual meeting is to elect Directors in Districts East, West, South and Mountain; and to elect one alternate at-large member to the Board; and

WHEREAS, United Power, Inc. is the sole member of the United Power Roundup Foundation; and

WHEREAS, three incumbent Directors have indicated they would like to continue to serve on the Board; and

WHEREAS, Sue Corbett is interested in serving as Director for the South District; and

WHEREAS, Mary Zink is interested in serving as Alternate Director at large.

NOW, THEREFORE, BE IT RESOLVED, that United Power, Inc., cast a unanimous ballot for the following directors to the Roundup Foundation Board:

District E:	Bonita Welsh	(three-year term)
District W:	Andrea Nabarrete	(three-year term)
District S:	Sue Corbett	(three-year term)
District M:	Connie Sassé-Price	(three-year term)
Alternate Member:	Mary Zink	(one-year term)

BE IT FURTHER RESOLVED, that United Power’s presiding officer is hereby authorized and directed to take all steps necessary to effectuate said vote on behalf of United Power, Inc.

CEO REPORT

CEO John Parker reviewed his January 2019 CEO report and 2018 Major Accomplishments which were included in the Board packet.

The Board recessed for a break at 10:45 a.m. and reconvened at 11:00 a.m.

Director of Purchasing, Curtis Subia, joined the Board meeting at 11:00 a.m. and left at 11:20 a.m. following his west building update.

The following reports were discussed and updated by CEO Staff:

- Chief Financial Officer
 - West Building Update
- Chief Operating Officer
- Public Affairs Officer
- Power Supply & Rates
- New Business
- Risk and Safety
- Human Resources

The Board recessed for lunch at 12:20 p.m. and reconvened at 1:10 p.m.

BOARD DISCUSSIONS

- Director Districts, Terms, Board Size
- Tri-State Board Member
- Event Invites

Following discussion of the status of the United Power representative on the Tri-State Board, **Director McCormick made a motion**, which was second and carried, that the 2019 Tri-State Board of Director seat be moved to April 2019. Director Erickson opposed, and Director Newman abstained.

The Board recessed for a break at 2:40 p.m. and reconvened at 2:56 p.m.

EXECUTIVE SESSION

Director Martin made a motion that the Board go into Executive Session to discuss contract issues. The motion was seconded and carried.

The Board went into Executive session at 2:55 p.m. with the Board, CEO Parker, Dean Hubbuck and Michele Sack present.

Director Newman left Executive session at 3:10 p.m.

Dean Hubbuck and Michele Sack left Executive Session at 3:26 p.m.

Director Newman returned at 3:42 p.m. The Executive Session ended at 3:43 p.m. and reconvened into regular session with Michele Sack returning to the meeting.

TRI-STATE REPORT

Director Newman reviewed his written Tri-State Board report for January 2019 and addressed Board questions.

CREA REPORT

There was no CREA Board meeting held since the last United Board meeting. Director Buczek addressed Board questions.

WUE REPORT

Director McCormick reviewed the December 2018 Western United financial reports and addressed Board questions.

MEETING SCHEDULE

The next Regular Board Meeting is scheduled for Wednesday, February 27, 2019 at 9:00 a.m. at Brighton Headquarters, 500 Cooperative Way, Brighton, CO 80601.

ADJOURNMENT

Chairman James Vigesaa declared the meeting adjourned at 4:00 p.m.



Michele Sack, Recording Secretary