

Y-W ELECTRIC ASSOCIATION, INC.
REGULAR MEETING OF THE BOARD OF DIRECTORS
November 19, 2019

A regular meeting of the Board of Directors of Y-W Electric Association, Inc. was held at the office of the Association in Akron, Colorado at 1:00 p.m. on November 19, 2019.

ROLL CALL

President Roger Schenk called the meeting to order. Directors present were:

Chet Gebauer	Larry Winger
Craig Lambley	Joneal Young
Roger Schenk	Steven Schoenfeld
Jim Soehner	Stuart Travis
Bob Bledsoe	

Manager Loutensock and Attorney Williamson were also present. Attorney Williamson recorded the minutes of the meeting until 4:00 p.m. Craig Lambley recorded the minutes of the meeting after 4:00 p.m.

AGENDA APPROVED

It was properly moved, seconded and carried that the agenda be approved as presented.

PUBLIC COMMENT

Representatives from the Akron Volunteer Fire Department and the Town of Akron addressed the Board. They expressed interest in purchasing the east side of the existing headquarters campus. They did not make an offer.

Marjie Hottinger reported on her conversations with Stockmens Bank regarding the existing headquarters campus. Stuart Travis recused himself from this conversation due to what he believes is a conflict of interest.

HEADQUARTERS CONSTRUCTION

Manager Loutensock reported on the status of the new headquarters. Iron Mike Construction's project manager, Jim Field, entered the meeting. Field reported on the issues delaying completion of the project. The Board expressed their displeasure with the quality of sub-contractors selected by Iron Mike Construction and the delays in completing the project. Field left the meeting.

CONSENT AGENDA

The Consent Agenda contained the following items:

- a. Minutes of the October 15, 2019 Board of Directors meeting
- b. List of persons to be accepted into membership in Y-W Electric Association, Inc.
- c. Policy 3-6 Farm and Home Electrification Service
- d. Policy 3-7 Financing of Members' Equipment and Appliances
- e. Policy 3-8 Annual Meeting

f. Capital Credit Refunds for estates of deceased members

It was properly moved, seconded and carried to approve the Consent Agenda.

REVIEW BILLS

The list of bills paid by the Association in the month of October 2019 was reviewed and discussed.

FINANCIAL REPORT

Brandee Bullard presented the Statement of Operations, Investments, and Form 7, all through September.

Loutensock presented the September Operating Forecast and consumer sales and Revenue reports. Bullard presented the September general ledger. Loutensock presented the October Tri-State power bill. Loutensock presented graphs of demand, energy, and cost per kWh through October 2019.

WRITE-OFFS

Brandee Bullard presented a list of accounts for write-off. It was properly moved, seconded and carried to approve the list of accounts for write-off as presented.

CAPITAL CREDIT REFUND

Brandee Bullard and Manager Loutensock presented three capital credit retirement options. Bullard and Loutensock recommended a retirement of approximately \$1,963,690.50 (including capital credits retired to estates), representing the balance of unretired Y-W 1998 capital credits and 74% of unretired Tri-State capital credits for 1998. The Board discussed the effects of the recommended retirement on Y-W's finances.

It was properly moved, seconded and carried to approve retirement of capital credits to members as recommended by staff.

IRS FORM 990

Brandee Bullard presented Y-W's IRS 990 return as filed with the IRS.

POLICY 2-3 JOB SPECIFICATIONS

Manager Loutensock presented revised Appendix A1 to Policy 2-3. It was properly moved, seconded and carried to approve the Policy Appendix as presented.

2020 BUDGET

Manager Loutensock and Brandee Bullard presented the proposed 2020 budget. It was properly moved, seconded and carried to approve the 2020 budget as presented, with no rate increase.

HEADQUARTERS

Manager Loutensock presented the financials for the headquarters project.

WRAY WIND GENERATOR REPORT

Manager Loutensock presented the October Wray wind generator report.

MANAGER'S REPORT

Manager Loutensock presented the delinquent account report. He presented thank yous. He reported on the status of the AMI project. He reported that Y-W's contribution to Energy Outreach was matched by CoBank. He presented the CFC newsletter. Loutensock reported that Mountain View Electric Association asked Y-W to serve three services on the edge of MVEA's territory, near Y-W's territory. It was properly moved, seconded and carried to authorize Loutensock to negotiate and execute a territory invasion agreement with MVEA.

CAMP, YOUTH TOUR & SCHOLARSHIP SELECTION COMMITTEES

Andy Molt asked for volunteers for the camp and youth tour selection committee. Stuart Travis and Roger Schenk volunteered.

Andy Molt asked for volunteers for the scholarship selection committee. Larry Winger, Stuart Travis and Chet Gebauer volunteered.

ANNUAL MEETING DATE

It was properly moved, seconded and carried to hold the 2020 Y-W meeting of members on June 6, 2020 in Akron.

DONATIONS

Loutensock presented donation requests from the Shriners Hospital and Baby Bear Hugs. The Board did not take action.

NRECA 457(b)DEFERRED COMPENSATION RESOLUTION

Manager Loutensock presented the Y-W deferred compensation plan and a resolution to re-adopt the plan. It was properly moved, seconded and carried to approve the resolution, re-adopting the plan.

Attorney Williamson left the meeting at 4:00 p.m. Craig Lambley recorded the minutes for the remainder of the meeting.

COLORADO MASTER IRRIGATOR CLASS

Manager Loutensock reported that Tri-State asked Y-W to sponsor an irrigation well efficiency audit for the Master Irrigator class at a cost of \$1,000.00. It was properly moved, seconded and carried to pay \$1,000.00 for an irrigation well efficiency audit as part of the Master Irrigator class, contingent on the results of the audit being presented to the irrigator.

WESTERN UNITED REPORT

Director Steven Schoenfeld reported that there was no meeting of the Western United Board of Directors.

CREA REPORT

Stuart Travis reported on his attendance at the regular meeting of the CREA Board of Directors.

TRI-STATE REPORT

Roger Schenk reported on his attendance at the regular meeting of the Tri-State Board of Directors.

MEETING ATTENDANCE

The board discussed who would be attending upcoming meetings and seminars.

ADJOURNMENT

There being no further business to come before the meeting, the meeting was adjourned at 4:50 p.m.

SECRETARY

PRESIDENT