

SOUTHEAST COLORADO POWER ASSOCIATION
Minutes of Regular Board Meeting

The regular meeting of the Board of Directors of Southeast Colorado Power Association (SECPA) was held July 20, 2022, at the SECPA headquarters, 27850 Harris Road, La Junta, CO.

1. Call to Order/ Roll Call

Vice President Clint Anderson called the meeting to order at 1:10 p.m. Directors present were Lawrence Brase, Brad Buck, Randy Phillips, and Merlin Rushton. Truman Wright & Kevin Karney were absent.

CEO Kevin Brandon, CFO Craig McBrain, COO Mark Hall (via video conference), CHRO Angela Bamber, and Executive Assistant Debbie Howard were also present.

2. Agenda Modifications - None.

3. Member and/or Public Participation – None.

4. Board Meeting Minutes

Motion was made and seconded to approve July 20, 2022 minutes. **MOTION** carried.

5. Chief Executive Officer – Brandon

- Gave an update on Ordway solar project; has determined due to cost, the project is not feasible.
- Brandon will attend CREA Managers meeting in Durango in August.
- Invited to speak at La Junta Chamber of Commerce business lunch meeting.
- Received an email from CREA asking if the CREA Senior staff could meet with Board of Directors and staff members for a Town Hall. Directors agreed to schedule meeting for November 14th.

6. Finance & Membership – McBrain

- Reviewed May Income Statement, Balance Sheet, various graphs & Check Register. (Included in Board packet.)
- May Net Margins, \$127,869; YTD, \$1,014,708.
- Reached out to Guernsey (Cost of Service Study) & tentatively scheduled report for September Board meeting.
- Brase asked if SECOM would reimburse SECPA for the \$35k paid to CTC for ReConnect grant for consulting. He expressed that SECPA should be reimbursed since members have always supported SECOM. Brandon responded that SECPA was the applicant, but reimbursing it could be considered.
- New memberships for June totaled 31; 32 withdrawals; 10,931 bills. (Details in Board packet.)

7. Operations – Hall

- Various kWh graphs, Outages, Work Order, and Line Loss reports reviewed. (Included in Board packet.)
- Rolling line loss was equivalent to \$81,688.
- Announced Roman Horn and Bryce Wasson passed the Mesa Hotline journeyman test.
- Clint Arbuthnot is journeyman lineman in Springfield.
- Springfield apprentice has transferred to Lamar.
- Warehouseman in Springfield has applied for the apprentice opening in Springfield.
- Hall has three interviews scheduled next week for journeyman lineman position in La Junta.
- New transformer was delivered, but was missing the bushings. Mike Trumble, Line Superintendent, drove to Coleman, SD, to pick up the bushings.

8. Legal – Brandon

- Attorney invoice totaled \$4,112.50.
- FERC attorney invoices have been paid to Poudre Valley electric for the total capped amount of \$20k.
- Received the completed annexation agreement for Cobblestone Inn in Springfield. As soon as date of service is determined, Brandon will sign.

- Town of Springfield will pay SECPA 25% of gross revenue for power used by Cobblestone Inn for 10 years.
- Town of Springfield will pay SECPA 5% of gross revenue for power for new bank for 10 years.

9. Human Resources – Bamber

- June payroll = \$362,836 (overtime = \$39,926); 49 employees (including 3 summer employees.)
- Shelby Dutton, MSR, La Junta, began employment 6/20/22.
- Kendra DiRezza, MSR, La Junta, began employment 7/18/22.
- Jose Ramos Martinez, Apprentice to Journeyman, Eads.
- Posted Journeyman, La Junta.
- Posted Apprentice, Springfield.
- Summarized Key Union Contract Changes and Employment Law Changes/Updates. (Details in Board packet.)
- Motion was made and seconded to approve Board Resolution 22-08 authorizing the July 1, 2022 amendment, restatement and continuance of the retirement security (RS) and/or 401k pension plan to comply with legal requirements. (It was noted even though there are no plan changes to either the RS plan or the pension plan, the plans must be updated periodically.) **MOTION** carried. (Copy included in these minutes.)

10. Affiliate Organization Board Reports

A. Western United Electric (WUE) - Anderson

- Written summary included in Board packet (Preliminary June Report.)

B. Colorado Rural Electric Association (CREA) -

- Board of Directors June 24 virtual meeting notes included in Board packet.

C. Tri-State G&T- (Brase)

- Written report for July included in Board packet.
- A Tri-State power point entitled Supply Chain Impacts was shown, with commentary by Brase.
- Reported on Rate design Committee.

11. Executive Session

Motion was made and seconded to go into Executive Session at 2:30 p.m. for personnel issues. **MOTION** carried.

-Staff was excused, except Brandon, Hall & Bamber.

-Hall & Bamber left the meeting at 3:00 p.m.

Meeting reconvened at 3:45 p.m.

12. Adjourn - There being no further business, the meeting adjourned at 3:45 p.m.



President



Secretary

**RESOLUTION OF THE BOARD OF DIRECTORS AUTHORIZING the
AMENDMENT and RESTATEMENT of
THE RETIREMENT SECURITY and/or 401(K) PENSION PLAN**
For *Southeast Colorado Power Association*
REA(s) 06017-001, 06017-002

WHEREAS, *Southeast Colorado Power Association*, is a participating employer in the:

- Retirement Security (RS) Plan
- 401(k) Pension (401(k)) Plan

Plan(s): elect one or both, as applicable

WHEREAS the Board of Directors of *Southeast Colorado Power Association* is aware that the Plan(s) must periodically be amended to comply with new or changed regulations, rulings, legislation and plan operations, and that this restatement will be effective July 1, 2022.

THEREFORE BE IT RESOLVED that this Board authorizes the July 1, 2022 amendment, restatement and continuance of the Plan(s) to conform in its (their) entirety with all the provisions of the governing plan document(s) of the Plan(s), through the execution of the Adoption Agreement(s), which includes all of the provisions of the Cooperative’s most recently executed Adoption Agreement(s) and any compliance clarifications needed to conform with plan operations; and

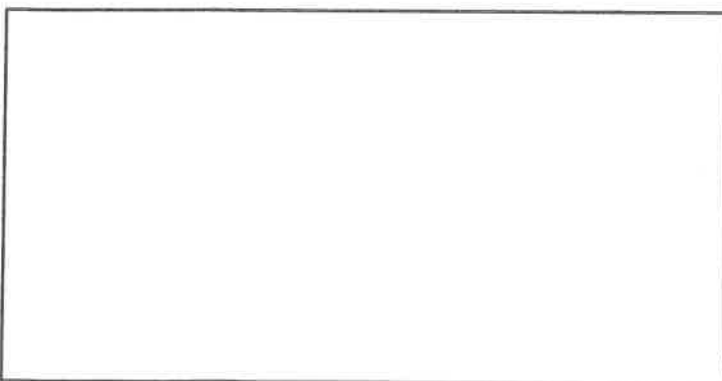
BE IT FURTHER RESOLVED, in the event that the timing of the restatement does not correspond with regularly scheduled meetings of the Board of Directors, the Board does hereby authorize and direct the cooperative’s (or the participating employer’s) authorized representative to execute all necessary documents and to take any and all further actions necessary to carry out the July 1, 2022 amendment and restatement of the Plan(s); and, NRECA is fully authorized to rely on this designation in processing the restatement of the Plan(s).

SIGNATURE OF THE SECRETARY: I *Merlin Rushton*, certify that I am the Secretary of the *Southeast Colorado Power Association* Board of Directors. I further certify that the above is a true excerpt from the minutes of a board meeting of this Board of Directors on the *20th* day of *July* 2022, at which a quorum was present and that the above portion of the minutes has not been modified or rescinded.

Signature of the Secretary

Date

SEAL of the PARTICIPATING SYSTEM: *Place corporate seal of Participating System in the box below:*



OR

Check this box to indicate that the Participating System does not have a corporate seal: