

HIGHLINE ELECTRIC ASSOCIATION
REGULAR MEETING OF THE BOARD OF DIRECTORS
January 16, 2025

A regular meeting of the Board of Directors of Highline Electric Association was held at the office of the Association in Holyoke, Colorado at 9:00 A.M. on January 16, 2025.

ROLL CALL

President Mike Bennett presided at the meeting. Directors present in person:

Mike Bennett	Aaron Sprague
Leo Brekel	Merlin Prior
Steve Oestman	Jim Lueck
Pam Stieb	Lisa Schilke
Ted Carter	

Directors absent from the meeting:

Brad Stromberger David Carlson

General Manager Dennis Herman and Attorney Bryson were present in person. Staff members Alex Astley, Jim Jackson, Elise Pocock, Tad Huser, and Kris Camblin were present in person or via video conference. Attorney Fredregill recorded the minutes of the meeting.

AGENDA APPROVED

The agenda was adopted as presented.

MINUTES APPROVED

The minutes of the December 19, 2024, Regular Meeting of the Board of Directors were presented. It was properly moved, seconded, and carried to adopt the minutes as presented.

MANAGER'S REPORT

Manager Herman presented the Manager's Report. He reported on kWh Purchased, kWh Sold, Operating Revenue, Billing Summary, Expenses, Operating Margins, and Cash & Investments through December 2024.

Aaron Sprague reported on the RRWCD's efforts to retire irrigated acres in the district. The district is trying to get people to attend the upcoming meetings.

Herman reported that map data has been shared with the administrators of the Eagle Protection Grant.

Herman and Camblin discussed a program that would allow for purchasing vehicles directly from regional dealers. The advantage would be competitive economics and shorter lead times. The board was generally in favor of the proposal.

Herman reported that Highline has begun discussions with RUS regarding return of the RESP loan due to Highline's election to utilize Tri-State's on bill financing program in the alternative.

Herman also presented the director compensation survey and links to governance educational resources.

OPERATIONS AND SAFETY REPORT

Operations Manager Kris Camblin presented the Operations and Safety Report. He reported on substation projects, other facilities projects, and line-crew activity. He reported that fire mitigation efforts were not necessary this month.

Camblin presented the Safety Report. There were no accidents. He also presented the outage report and fleet update.

MEMBER SERVICES REPORT

Member Services Manager Tadius Huser presented the Member Services Report. Huser reported on new services, rebates, revolving loan fund loans, renewable interconnections, and EV charger utilization.

ENGINEERING REPORT

Alex Astley presented the Engineering Report. He reported on project work in engineering, information technology, metering, staking, and communications. He reported on the status of large projects, including the Chase transformer upgrade and the Trailblazer substation project.

CORPORATE SERVICES REPORT

Corporate Services Manager Jim Jackson presented the Corporate Services Report. Jackson presented CFC Commercial Paper Investments as of December 31, 2024. Highline paid \$3,374.41 in fees on \$236,320.83 worth of credit card payments in December.

Jackson presented the balance sheet, Form 7, cash flow report, and check register.

CONSENT AGENDA

The Consent Agenda contained the following items:

- a. Policy 1-07 Per Diem and Expenses for Board member(recommended changes)
- b. Policy 2-13 Leave Donation Bank (no recommended changes)
- c. Policy 5-02 Communications (recommended changes)
- d. Policy 6-07 Consumer Loan Program (no recommended changes)
- e. New Members and Membership Refunds
- f. Subordination Agreements and Release of Liens
- g. Estate Capital Credit Refunds

The Consent Agenda was approved by unanimous consent.

POLICY 1-08 SAFETY

Herman presented a revised Policy 1-08 Safety. The revisions consisted of the addition of Appendix A, which captures in written policy Highline's Safety Rewards Program. It was properly moved, seconded, and carried to adopt Policy 1-08 as presented.

POLICY 1-19 ARTIFICIAL INTELLIGENCE USAGE

Consideration of Policy 1-19 Artificial Intelligence Usage was tabled until the February Regular Meeting of the Board of Directors.

GRANT APPLICATIONS

Herman presented an update on pending Highline grants and applications. Three Highline solar projects have been awarded a New ERA grant and loan with a total combined value of approximately \$11 million. Highline has applied for a DOLA grant for battery storage.

TRI-STATE

Director Leo Brekel reported on his attendance at the the regular meeting of the Tri-State Board of Directors. Brekel reported on Tri-State's demand response tariff filing, the Spanish Peaks solar project, Mountain Parks Electric, Inc.'s exit, and Tri-State's updated financials.

Manager Herman provided an update on Tri-State Contract Committee discussions, including contract term and the removal of binding arbitration provisions.

CREA

Jim Lueck reported that there was no regular meeting of the CREA Board of Directors since the last Highline meeting. CREA had a special meeting to discuss legislative session strategy on topics including wildfires, nuclear generation, air quality, and price gauging prohibitions.

WESTERN UNITED

Ted Carter provided a status update on Western United. Western United enjoyed record sales in December.

MEETING ATTENDANCE

The directors discussed attendance at upcoming meetings.

President Bennett recessed the meeting at 11:50 a.m. and reconvened at 12:40 p.m.

GENERAL MANAGER EVALUATION

It was properly moved, seconded, and carried to enter executive session for confidential discussion regarding the general manager evaluation, with all directors present at the meeting and Attorney Fredregill in attendance. Manager Herman attended a portion of such executive session. It was properly moved, seconded, and carried to exit executive session.

It was properly moved, seconded, and carried to adjust Manager Herman's compensation as discussed in executive session.

EMERGENCY BUSINESS

There was no emergency business.

PUBLIC COMMENT

There was no Public Comment.

ADJOURNMENT

There being no further business to come before the meeting, the meeting was adjourned at 1:50 p.m.

Merlin R. Prior

SECRETARY

M. Brown

PRESIDENT