

HIGHLINE ELECTRIC ASSOCIATION
REGULAR MEETING OF THE BOARD OF DIRECTORS
April 16, 2020

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 April 16, 2020.

ROLL CALL

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

Mike Bennett	Merlin Prior
Steve Oestman	Aaron Sprague

Directors present via video conference were:

Leo Brekel	David Kinnison
Jim Lueck	Merl Miller
Pam Stieb	Brad Stromberger
Ted Carter	

Manager Dennis Herman was present in person and Attorney Levi Williamson was present via video conference. Attorney Williamson recorded the minutes of the meeting.

AGENDA APPROVED

The Agenda was approved as presented.

MINUTES APPROVED

The minutes of the March 19, 2020 meeting were approved as presented.

OFFICER ELECTION

It was properly moved, seconded, and carried to cast a unanimous ballot to retain the same officers of the Corporation as follows:

President:	Mike Bennett
Vice-President:	Jim Lueck
Secretary:	Merlin Prior
Treasurer:	Merl Miller

MANAGER'S REPORT

Manager Herman presented graphs of cumulative kWh purchased and kWh sold through March 2020. Herman also presented graphs of operating revenue, expenses, operating margins, and cash & investments through March.

Herman presented and reviewed the Ormat summary for March. Highline recognized a monthly savings of \$38.38 and \$15,241.00 Y-T-D.

Herman reported on the Tri-State FERC and PUC dockets. RUS waived certain loan covenants for 2020 due to the Covid-19 Pandemic. Herman reported on operational changes due to Covid-19. He

reported on a potential solar project at the Overland Pass pipeline.

NRECA is lobbying Congress to allow co-ops to refinance RUS debt to current rates and to provide federal funding to co-ops in light of the moratorium on disconnects for consumers affected by the Covid-19 Pandemic and loss of load due to Covid-19.

Herman presented a summary of past HEA donations, with Tri-State funds and CoBank matching funds. It was properly moved, seconded, and carried to approve donations as presented.

Herman reported that some Highline members have complained to Highline about NextEra's tactics in connection with the Niyol Windfarm. Herman asked if the Board would consider moving the May Board meeting if the Colorado State Track Meet takes place. The consensus of the Board was to reschedule the meeting if the track meet takes place.

EXECUTIVE SESSION

It was properly moved, seconded and carried to go into executive session for discussion regarding confidential real estate transaction negotiations, with the following in attendance: all directors present at the meeting, General Manager Herman, Attorney Williamson, Tad Huser, Rance Ferguson, Jim Jackson, and Alex Astley. It was properly moved, seconded, and carried to come out of executive session.

OPERATIONS AND SAFETY REPORT

Rance Ferguson presented the Operations Report. Ferguson reported on system storm damage. Ferguson updated the board on the activities of the Holyoke, Sterling, and Ovid crews.

Ferguson presented the Outage Report and Safety Report. There were no lost-time accidents.

MEMBER SERVICES REPORT

Tad Huser presented the Member Services Report. He reported on new services and energy efficiency rebates. Huser reviewed potential dates for the 2021 Annual Member Meeting.

It was properly moved, seconded, and carried to hold the 2021 Annual Member Meeting on March 30, 2021.

Huser reported that the 2020 D.C. youth tour was cancelled due to the Covid-19 Pandemic. He reported on the status of the EV charging station grant, RLF activity, and the status of the Ovid remodel.

ENGINEERING REPORT

Alex Astley presented the Engineering Report. He reported on various engineering and IT projects and the status of the search for a new staff engineer. He reported on the status of the AMI communications systems. He also updated the board on the status of the Sterling-Atwood 69 kV line.

CORPORATE SERVICES REPORT

The Board reviewed the Corporate Services Report as written by Jim Jackson. Jackson reported on interest rates, CFC investments, credit card fees, and the search for a cost of service study consultant. He presented the March Form 7, cash flow, and check register.

CONSENT AGENDA

The Consent Agenda contained the following items:

- a. HEA Policy Review
 - i. Policy 1-3 Qualifications for Directorship
 - ii. Policy 1-9 Annual Meeting
 - iii. Policy 1-17 Storm Restoration Procedures Plan
- b. Safety Committee Report Approval
- c. New Members and Membership Refunds
- d. Subordination Agreements or Release of Liens
- e. Estate Capital Credit Refunds

The Consent Agenda was approved by unanimous consent.

IRS FORM 990

The Board reviewed Highline's draft IRS Form 990.

2019 AUDIT

Jim Jackson reviewed the 2019 financial audit report as prepared by DeCoria & Company PC. Highline received an unmodified opinion. It was properly moved, seconded, and carried to accept the audit as presented.

RIVERVIEW SOLAR FINANCIAL REPORT

Jim Jackson reviewed the 2019 financial report for the Riverview Solar project.

MEMBER ORGANIZATION DELEGATES

It was properly moved, seconded, and carried to cast a unanimous ballot for the current Highline delegates to the Tri-State Generation and Transmission Association, Western United Electric, CREA, and NREA Boards of Directors to serve as Highline's delegates for the 2020-21 year.

TRI-STATE

Director Brekel reported on his attendance at the regular meeting of the Tri-State Board of Directors. The meeting was held via teleconference due to the Covid-19 Pandemic. Tri-State granted all members a 60-day grace period for power bill payments due to Covid-19. The Tri-State Board approved the buyout methodology recommended by the Contract Committee. Tri-State reached a settlement with DMEA which will result in DMEA's buyout of Tri-State. Brekel and Herman reported on their attendance at the Contract Committee meeting.

CREA

Jim Lueck reported on his attendance at the regular meeting of the CREA Board of Directors. The meeting was held via teleconference. He reported on the proposed legislative schedule.

WESTERN UNITED

Ted Carter reported that there was no meeting of the Western United Board of Directors.

MEETING ATTENDANCE

The directors discussed attendance at upcoming meetings. Most meetings are cancelled or postponed due to the COVID-19 Pandemic.

PUBLIC COMMENT

There was no public comment.

ADJOURNMENT

There being no further business to come before the meeting, the meeting was adjourned at 12:04 p.m.



SECRETARY



PRESIDENT