

Record of Minutes

**Colorado 31 Larimer**

**Poudre Valley Rural Electric Association, Inc.**

**November 25, 2008**

President Keith D. Croonquist called the meeting to order at 8:56 a.m. All Directors were present, except director Sutherland. Also attending were CEO Brad Gaskill, Engineering Services Manager Jim Byrne, Member Services Manager Myles Jensen, Finance / Corporate Services Manager Mike Johnson, Human Resources and Safety Services Manager Duane Ziller, and Operations Services Manager Tim Stanton and Attorney Randolph Starr and Attorney Michael Westbrook.

There being no further business to come before the October 28, 2008, meeting of the Board, upon motion duly made, seconded and carried, the meeting was adjourned.

President Croonquist called the regular November Board meeting to order.

Changes to the Agenda were made by President Croonquist to add: consideration of additional information on proposed tariff changes and an executive session. (08:57)

President Croonquist asked for comment from the public. No members of the public were in attendance. (08:57)

Upon motion duly made, seconded and carried, the following matters were adopted unanimously by the Board:

1. Minutes of the October 28, 2008 Board meeting.
2. Work Order Form 219 (#780-10-08) in the amount of \$318,665.17.
3. Construction contracts for November, 2008, on the list given to the Board prior to the meeting. (08:58)

CEO Gaskill distributed additional documents received since the Board packet had been mailed. (09:07)

Manager Johnson gave a verbal and PowerPoint® report on various financial matters. Questions were asked by the Board and answered by Manager Johnson and CEO Gaskill. Upon motion duly made, seconded and carried the financial report was accepted. (09:37)

CEO Gaskill and other staff members presented the 2009 Capital and Operating Budget and the 2009 Work Plan that had been sent to the board prior to the meeting. At this time director Sutherland entered the board room. (09:40) A meeting of the board was scheduled on December 15, 2008 at 9:00 a.m. to discuss the Budget and Work Plan. (09:47)

CEO Gaskill reported on the status of the required hearing on the new PURPA standards set for the December 23 Board meeting (December 9 deadline for filing of documents), the GEO's Climate Action Plan Resolution (sent in the board packet), the proposed sale of about 1 acre to the Windsor-Severance Fire Protection District, the annexation by the City of Loveland of the Dakota Ridge and Ehrlich properties, and the 2009 meeting schedule. (10:26)

CEO Gaskill gave his report by printed slides from his PowerPoint® presentation that had been sent to the Board prior to the meeting, and then he gave a verbal update to the slides. (11:01) CEO Gaskill presented PowerPoint® materials regarding the basis and purpose of the rate adjustments proposed by staff. (11:23)

Manager Jensen gave his report by printed slides from his PowerPoint® presentation that had been sent to the Board prior to the meeting, and then he gave a verbal update to the slides. (11:39)

Manager Stanton gave his report by printed slides from his PowerPoint® presentation that had been sent to the Board prior to the meeting, and then he gave a verbal update to the slides. (11:43)

Manager Ziller gave his report by printed slides from his PowerPoint® presentation that had been sent to the Board prior to the meeting, and then he gave a verbal update to the slides. (11:45)

Manager Byrne gave his report by printed slides from his PowerPoint® presentation that had been delivered to the Board at the beginning of the meeting, and then he gave a verbal update to the slides. (12:08)

Upon motion duly made, seconded and carried the management reports were accepted. (12:08)

At this time the luncheon break was taken. (12:51)

The written safety report of November 12, 2008, was sent to the Board prior to the meeting. CEO Gaskill reviewed the contents of the report. Upon motion duly made, seconded and carried, the safety report was accepted. (13:07)

Attorneys Starr and Westbrook had no legal report. (13:07)

Director Diehl reported on WUESC matters. A written report on WUESC had been distributed prior to the meeting. (13:11)

Director Hansen reported on Tri-State matters. A written report on Tri-State had been distributed prior to the meeting. (13:31)

Director Park reported on CREA matters. A written report on CREA had been distributed prior to the meeting. Review of and discussion about the CREA District meeting on November 17, 2008, at the new Larimer County Fairgrounds occurred. (13:45)

CEO Gaskill reviewed upcoming events including the children's Christmas party on December 6; the Midwest Electric Consumers Association annual meeting December 9-11; the Association's Awards Banquet on December 13, the PURPA standards paper hearing at the December 23 board meeting, the NRECA Annual member meeting February 15-18 and the CREA Annual member meeting February 28-March 3. (13:51)

At this time the board meeting was recessed to undertake the rate hearing in the J. Arthur Anderson Meeting Room. The staff members left the board room at this time. (13:52)

The board reconvened in the J. Arthur Anderson Meeting Room for the public hearing on the proposed rate changes at 14:00 hours. CEO Gaskill made a presentation regarding the rates proposed for modification and the basis for each rate. Eight members of the public attended and the members of the public had questions that were answered by CEO Gaskill and other staff. Also attending were staff members Byrne, Stanton, Ziller, Jensen, Johnson and Plank with attorneys Starr and Westbrook. Various items of correspondence had been sent to the board prior to the meeting regarding the rate change. At the conclusion of the hearing, President Croonquist adjourned the hearing (14:56) and the board reconvened in the board room to consider the testimony and documents concerning the rate change. At this time Attorney Westbrook left the board meeting. After discussion among the board, upon motion duly made, seconded and carried, the rate changes proposed by management of the association were unanimously adopted effective on January 1, 2009. (15:03)

CEO Gaskill reviewed the changes to various tariff sheets, particularly Sheet 85, Section 12, generally adding a requirement of citizenship and lawful age to become a member. All of the changes to the tariffs will be deferred for action to the December board meeting. (15:17)

Each of the Board members reported on the contents of their respective Board billing sheets. Upon motion duly made, seconded and carried, the reports were approved. Upon motion duly made, seconded and carried, the CEO's expense report was approved. (15:21)

Upon motion duly made, seconded and unanimously carried the board entered executive session to consider documents or testimony given in confidence generally relating to personnel matters. No action was taken by the board to make final policy decisions or adopt or approve any resolution, rule, regulation, or formal action, any contract, or any action calling for the payment of money. A motion to exit the executive session was made, seconded and carried. (15:32)

Director Johnson discussed the CARE/ACRE contribution levels for the board, management and other staff. Discussion about the annual meeting of members ensued. (15:45)

There being no further business to come before the meeting, upon motion duly made, seconded and carried, the meeting was recessed until the special Board meeting on December 15, 2008, at 9:00 A.M. at the Association's headquarters for review of the budget and then to December 23, 2008, at 9:00 A.M. for the regular meeting. [15:45]

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Thaine J. Michie –Secretary

ATTEST:

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Keith D. Croonquist – President

NOTE: The 2008 and 2009 Board meeting dates have been set as follows: December 15, 2008, December 23, 2008, January 27, 2009, February 24, 2009, March 31, 2009, April 22, 2009, May 26, 2009, June 30, 2009, July 28, 2009, August 25, 2009, September 29, 2009, October 27, 2009, November 24, 2009, December 22, 2009. The annual meeting of members for 2009 will be at the Larimer County Fairgrounds ("The Ranch") on Saturday, March 28, 2009.