

MINUTES OF REGULAR MONTHLY MEETING  
OF  
THE BOARD OF DIRECTORS OF K.C. ELECTRIC ASSOCIATION

A regular meeting of the Board of Directors of K.C. Electric Association was held in Stratton, Colorado on Tuesday, June 27, 2023, at the hour of 3:00 p.m. The meeting was called to order by President Kevin Penny. The following Members were present and constituted a quorum:

Kevin Penny	Dan Mills	Dave Ritchey
Terry Tagtmeyer	Jerry Allen	Wayne Parrish
Eric Poss	Bob Bledsoe	Jim Michal

Also present were General Manager David Churchwell, Chief Financial Officer Bo Randolph, Member Services Manager/IT Specialist George Ehlers, Operations Manager Darren Fox, and Attorney Jeff Cure.

Approval of Agenda: It was unanimously approved to accept the agenda as presented.

Approval of Minutes: It was unanimously approved to accept the minutes for the regular meeting of the Board on May 23, 2023.

Next Meeting Date: Without objection, the date for the next regular meeting of the Board was confirmed for July 25, 2023, at 3:00 p.m. in Hugo, Colorado.

Public Comments: Mr. Kevin Kelso of Kelso Lynch, P.C., P.A. joined the meeting at 3:30 p.m. via videoconference to review the 2022 Audit Report. Mr. Kelso reviewed, among other things, the topics of materiality, compliance with debt requirements, auditors report, and a comprehensive review of the financial statements included in the report. Mr. Kelso left the meeting at 4:50 p.m.

Disbursements Report: The Disbursements Report of the Association for May 2023 was reviewed, and after the Board had an opportunity to review and ask questions, President Penny declared the Disbursements Report as an informational item requiring no Board action.

Emergency Items: None.

Board Officers and Delegates for June 2023 – June 2024: Mr. Penny appointed Mr. Cure as temporary chair of the meeting. Mr. Cure conducted the nomination and election of the Board President. Mr. Cure requested nominations for President. Mr. Penny was nominated to serve as Board President. No further nominations were made, and the following resolution was unanimously approved:

“BE IT RESOLVED: That Mr. Penny is elected to serve as the President of the Board of Directors of K.C. Electric for a term of one year.”

Mr. Cure relinquished the temporary chair position and returned the meeting to Mr. Penny. Mr. Penny called for nominations to fill the position of Vice President. Mr. Mills was nominated to serve as Vice President. No further nominations were made, and the following resolution was unanimously approved:

“BE IT RESOLVED: That Mr. Mills is elected to serve as the Vice President of the Board of Directors of K.C. Electric for a term of one year.”

Mr. Penny then called for nominations to fill the position of Secretary/Treasurer. Mr. Parrish was nominated for Secretary/Treasurer. No further nominations were made, and the following resolution was unanimously approved:

“BE IT RESOLVED: That Mr. Parrish is elected to serve as the Secretary/Treasurer of the Board of Directors of K.C. Electric for a term of one year.”

President Penny then called for nominations to fill the position of Assistant Secretary/Treasurer. Mr. Ritchey was nominated as Assistant Secretary/Treasurer. No further nominations were made, and the following resolution was unanimously approved:

“BE IT RESOLVED: That Mr. Ritchey is elected to serve as the Assistant Secretary/Treasurer of the Board of Directors of K.C. Electric for a term of one year.”

Mr. Penny then called for nominations to fill the position of director representative for Tri-State G&T. Mr. Bledsoe was nominated as director representative for Tri-State G&T. No further nominations were made, and the following resolution was unanimously approved:

“BE IT RESOLVED: That Mr. Bledsoe is elected to serve as the director representative to serve on Tri-State G&T’s Board of Directors for a term of one year.”

Mr. Penny then called for nominations to fill the position of alternate director representative for Tri-State G&T. Mr. Tagtmeyer was nominated as alternate director representative for Tri-State G&T. No further nominations were made, and the following resolution was unanimously approved:

“BE IT RESOLVED: That Mr. Tagtmeyer is elected to serve as the Association’s alternate director representative to serve on Tri-State G&T’s Board of Directors for a term of one year.”

Mr. Penny then called for nominations to fill the position of director representative for CREA. Mr. Parrish and Mr. Allen were nominated as director representative for CREA. After the votes were cast, the following resolution was unanimously approved:

“BE IT RESOLVED: That Mr. Parrish is elected to serve as the director representative to serve on the CREA Board of Directors for a term of one year.”

Mr. Penny then called for nominations to fill the position of alternate director representative for CREA. Mr. Allen and Mr. Michal were nominated as the alternate director representative for CREA. After the votes were cast, the following resolution was unanimously approved:

“BE IT RESOLVED: That Mr. Allen is elected to serve as the Association’s alternate director representative to serve on the CREA Board of Directors for a term of one year.”

Mr. Penny then called for nominations to fill the position of director representative for WUE. Mr. Parrish was nominated as director representative for WUE. No further nominations were made, and the following resolution was unanimously approved:

“BE IT RESOLVED: That Mr. Parrish is elected to serve as the director representative to serve on the WUE Board of Directors for a term of one year.”

Mr. Penny then called for nominations to fill the position of alternate director representative for WUE. Mr. Allen was nominated as the alternate director representative for WUE. No further nominations were made, and the following resolution was unanimously approved:

“BE IT RESOLVED: That Mr. Allen is elected to serve as the Association’s alternate director representative to serve on the WUE Board of Directors for a term of one year.”

Mr. Penny then called for nominations to fill the position of Board representative of the Association’s Safety Committee. Mr. Ritchey was nominated as the Board representative for the Association’s Safety Committee. No further nominations were made, and the following resolution was unanimously approved:

“BE IT RESOLVED: That Mr. Ritchey is elected to serve as the Board representative of the Association’s Safety Committee for a term of one year.”

Mr. Penny called for nominations to fill the position of voting delegate for NRECA. A motion was made to nominate existing delegates and alternate delegates to associated organizations with

- d. Mr. Ehlers referenced his report in the Board packet and discussed the ASP migration and mapping server replacement.

CREA Report: Mr. Mills referenced his report in the packet and discussed the CREA board's May meeting which was held at MCREA's office in Fort Morgan. Mr. Mills thanked the board for selecting him to be on the CREA board for the past fourteen years.

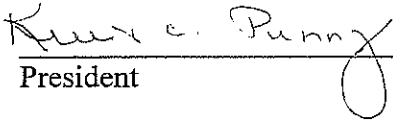
WUE Report: Mr. Mills referenced his report in the packet, sales continue to be ahead of budget and inventory remains high. Mr. Mills thanked the board for selecting him to be on the WUE board for the past fourteen years.

Tri-State G&T Report: Mr. Bledsoe referenced his report in the packet and discussed Tri-State's upcoming board meeting.

Other Business: Mr. Penny and Mr. Bledsoe thanked Mr. Mills for representing K.C. Electric on the CREA and WUE boards for the past fourteen years.

Adjournment: Mr. Penny declared the meeting adjourned at approximately 7:44 p.m.

APPROVED:

  
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President

  
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Secretary-Treasurer