

EMPIRE ELECTRIC ASSOCIATION, INC.  
MINUTES OF THE REGULAR MEETING  
OF THE BOARD OF DIRECTORS  
July 8, 2022

Regular meeting of the board of directors of Empire Electric Association, Inc. was held Friday, July 08, 2022, with the following directors present: Kent Lindsay, Jerry Fetterman, Bob Barry, Larry Archibeque, Norman Butler, and Corey Robinson. Others present: General Manager Josh Dellinger, Attorney Tyler Denning, Executive Secretary / HR Representative Shawna McLaughlin, Financial Manager Ginny Johnson, Operation and Engineering Manager Ken Tarr and Member Engagement Manager Andy Carter. Appearing by web conference was Business Service Manager Chris Snyder. Absent was President David Sitton

Others present by Web Conference: Members Heidi Brugger and Region 9 Director Shak Powers.  
Others present in person: None

Vice President Lindsay called the meeting to order at 8:30 a.m.

Approve Consent Agenda:

**Action Item:** Archibeque moved to approve the consent agenda as presented, seconded by Butler. Motion carried.

Membership Input: None

Broadband Partnership Proposal from Region 9: Shak Powers with Region 9 gave a presentation to the Board on a possible broadband collaboration in our area. Region 9 is working to build collaboration with several municipalities and organizations within Montezuma, Archuleta, and LaPlata Counties. He discussed scenarios to build fiber to all of EEA's substations to create a backbone that would assist in enhancing broadband access throughout our service territory. Region 9 hopes to apply for grant funding for broadband projects and would like EEA to write a letter of support for this effort. The letter would not be binding. Archibeque moved to write the letter of support to the Colorado Broadband office, seconded by Robinson. Motion carried.

Monthly Safety Report: Dellinger mentioned that there were no personal injuries and no property damages.

Correspondence:

CRC Report from the Boardroom

Federated Report from the Boardroom

Thank you letter from Madilyn Ritter for selecting her to go on the Washington DC Youth Tour.

Policy Review/Action:

Policy 14: General Legal Counsel (06-12-2020): Dellinger stated that staff and legal reviewed and there were no edits suggested.

Policy 15: Compensation and Expenses of Board Members (06-12-2020): Dellinger stated that staff and legal reviewed and there were no edits suggested. There was one punctuation error that was corrected.

General Manager Report:

**Action Item:** Consider Options for New Digger Derrick Truck: Dellinger stated that the Board previously discussed the significant price increase over what was originally budgeted for a new truck. In May's meeting,

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the Board discussed this issue and asked staff to come back with other options, including leasing options and purchasing a smaller unit, which are included in this packet. Tarr stated that it would benefit EEA to get the bigger truck. The intent is to minimize the amount of money that would be used having to pay Tri-State for help with the bigger poles. A discussion was had on staff's recommendation to purchase instead of lease. Archibeque moved to approve the budget increase to purchase the larger Digger Derrick, seconded by Barry. Motion carried.

**Review Mission Statement:** Dellinger stated that during the strategic planning session, the board discussed the mission statement. It was tabled at the strategic planning session with the intent to bring it back to a board meeting for review. The Board agreed that the mission statement does not need to be changed at this time.

**Review Campaign Contribution Forms:** The Campaign Contribution Policy states that the board reviews all campaign contribution forms. The Board reviewed the District 3 board candidates campaign contribution forms. These forms are also available on the website.

**Action Item:** Consider the 401k Reinstatement Plan Documents: Dellinger explained that we are required by the IRS to restate our retirement plan every five years. Staff has no recommendation for changes. Fetterman moved to approve the 401k Retirement Plan Documents, seconded by Butler. Motion carried.

**Delegate the Livestock Purchaser for Montezuma County and San Juan County Fairs:** Dellinger stated that the Montezuma County Livestock Auctions will be held on Saturday, August 6, 2022 at 2:00 p.m. and the San Juan County Livestock Auction will be on Saturday, August 6, 2022 at 9:00 a.m. Board agreed to have Archibeque and Barry as the San Juan Livestock purchasers and Lindsay as the Montezuma Livestock purchaser.

**Financials:** Johnson reported on the financials for May. She went through the statement line by line. Johnson mentioned that the audit RFP's have been sent out to several different firms. If the board would like to include a firm that is not listed to please let her know so that she can get an RFP to them. Deadline to receive the RFP's back is in August. She also mentioned the Vectra is changing from repurchase sweeps to investment sweeps. Fidelity and Dreyfus are the two investment bank options for the investment sweeps. Johnson will have a recommendation for which option to choose at the August meeting.

**Miscellaneous:** Dellinger reminded the board about the upcoming CREA Board meeting in Durango. Dellinger mentioned that a subpoena was received yesterday for a civil case with Great Basin and one of their former employees that has started his own business. They are requesting data information.

**Director Roundtable:** Archibeque asked Dellinger about the goals of the strategic planning session. Dellinger stated that this will be brought to the board in August.

**Attorney:** Denning provided a written report. The Ute Mountain ROW did not make it on the tribal council agenda in June, so it will be placed on their agenda July 12, 2022.

**Tri-State:** Fetterman stated that the meeting is today, so he did not attend. Dellinger stated that he put a rate committee meeting report in the packet. Fetterman stated that there was a special meeting to renegotiate the solar project in New Mexico.

**CREA:** Archibeque reported on the CREA meeting. He mentioned that NRECA and Tri-State are trying to develop a resolution regarding stranded assets related to the premature retirement of the coal plants. The Fall meeting for CREA will be in October. There are numerous classes that are for directors during this meeting. He also

reminded the board about the meeting in August in Durango. San Miguel will also be attending the meetings in Durango.

Western United: Barry reported that the meeting is next week, and last month's information is in the packet.

Utah Rural Electric Cooperatives Association: Barry stated that the meeting is next week.

FastTrack: Report will be in executive session.

Committees:

The scholarship committee met to discuss how scholarship applications can be handled better. They decided that when it is time to do the application process, they will meet as a group to go over each scholarship and choose the recipients in the committee meeting. They also made the decision that all scholarship applications need to be complete, or they will not be considered.

**Action Item:** Consider Approving the Continuing Education Scholarship Recipients. Barry moved to approve the 2022 Continuing Education Scholarship Recipients, seconded by Robinson. Motion carried.

Recipients are:

	Last	First
1	Adair	Tuff
2	Brewer	Kennedy
3	Brewer	Britton
4	Butler	Lauren
5	Copeland	Marguerite
6	Dennison	Ridley
7	Frizzell	Gabriel
8	Gatlin	Cassie
9	Hankins	Madilyn
10	Imel	Tia
11	Lingenfelter	Kiara
12	Maloy	Morgan
13	Thayn	Elise

Executive Session: Archibeque moved to go into executive session for discussion of the FastTrack report, seconded by Butler. Motion carried. Went into executive session at 11:07 a.m. Came out of executive session at 11:34 a.m.

**Action Item:** Elect Delegates for Boards and Board Officers: Archibeque moved to keep all delegates and all the officers the same, seconded by Butler. Motion Carried. Delegate and Officers are as follows.

- Tri-State: Jerry Fetterman
- CREA: Larry Archibeque
- Western United: Bob Barry
- URECA: Bob Barry

President: David Sitton  
Vice President: Kent Lindsay  
Secretary / Treasurer: Jerry Fetterman

**Adjournment:** Meeting adjourned at 11:38 a.m.



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Jerry Fetterman, Secretary/Treasurer



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Kent Lindsay, Vice President