

REGULAR BOARD OF DIRECTORS MEETING
ANZA ELECTRIC COOPERATIVE, INC.
MAY 17, 2018

DIRECTORS PRESENT

Billy Adams, President
Thomas Firth, Vice President
Michael Machado, Secretary
Harold Burdick, Treasurer
Joel Carlisle
Steve Lauzier
Steve Silkotch Sr.

STAFF PRESENT

Kevin Short, General Manager
Brian Baharie, Operations Manager
Katherine MacIver, Member Services Manager
Laura Snider-Manseau, Office Services Manager
Jennifer Miller, Gov. Relations / HR Director
Yuri Gudino, Administrative Assistant
Debbie Winger, Telecommunications Manager

OTHERS PRESENT

Robert Cobb, Bolinger, Segars, Gilbert & Moss, L.L.P.
Jarrod Bryant, Bolinger, Segars, Gilbert & Moss, L.L.P.
Tyler Canady, Bolinger, Segars, Gilbert & Moss, L.L.P.
Cecille Williamson, Member

The Regular Meeting of the Board of Directors of Anza Electric Cooperative, Inc. was held in the office of the Cooperative on May 17, 2018.

The meeting was called to order by President Billy Adams at 8:04 a.m. Upon calling the roll, Directors Billy Adams, Thomas Firth, Michael Machado, Harold Burdick, Joel Carlisle, Steve Lauzier and Steve Silkotch Sr. were present thereby constituting a quorum.

President Adams called for agenda items. After discussion of the agenda, Director Carlisle made a motion to approve the agenda as presented. Director Firth seconded the motion. Motion carried.

President Adams called for approval of the minutes of the Regular Board Meeting of April 26, 2018. After discussion, Director Machado made a motion to approve the minutes as presented. Director Carlisle seconded the motion. Motion carried.

President Adams called for approval of the minutes of the Executive Session of April 26, 2018. After discussion, Director Machado made a motion to approve the minutes as presented. Director Carlisle seconded the motion. Motion carried.

President Adams called for member comments.

General Manager presented and discussed the 17 KW Solar Farm monthly update, SunAnza output update, Hoover Dam Update, EV Charger update, ConnectAnza update, Work Plan update and other Business.

Government Relations Liaison and Operations Manager presented and discussed Wildfire Mitigation Plan Progress Report.

Government Relations Liaison presented and discussed the California Energy Commission – 2017 Power Source Disclosure. After discussion, Director Machado made a motion to approve the California Energy Commission – 2017 Power Source Disclosure. Director Firth seconded the motion. Motion carried.

Government Relations Liaison presented and discussed California Energy Commission – 2020 New Home Solar Vote.

Office Services Manager presented and discussed the draft Operations / Variance Reports for Anza Electric and ConnectAnza for the month of April.

Director Burdick presented and discussed the General Manager's expenses for the month of April in the amount of \$3,707.56. After discussion, Director Carlisle made a motion to receive and file the General Manager's expenses. Director Firth seconded the motion. Motion carried.

Director Burdick presented and discussed the Directors' expenses for the month of April in the amount of \$21,059.74. After discussion, Director Carlisle made a motion to receive and file the Directors' expenses as presented. Director Firth seconded the motion. Motion carried.

Director Burdick presented and discussed the expenditures for the month of April in the amount of \$1,264,746.38. After discussion, Director Lauzier made a motion to receive and file the expenditures as presented. Director Carlisle seconded the motion. Motion carried.

Human Resources Director presented and discussed the Employee Wellness Program update.

Member Services Manager presented and discussed Earth Day, Touchstone Energy and Recent Facebook Postings.

Operations Manager presented and discussed the safety meeting for the month of April, lost time due to accidents, outages, new services, construction costs, operational time allotments, the Mountain Center daily peaks and low temperatures and other business for the month of April. After discussion, Director Carlisle made a motion to acknowledge the safety meeting for the month of April. Director Burdick seconded the motion. Motion carried.

Telecommunications Manager presented and discussed ConnectAnza's installation update, Phase 2 Grant Update, April Uptime & Outages and bandwidth utilization for the month of April.

At 10:00 a.m. Robert Cobb, Jarrod Bryant and Tyler Canady from Bolinger, Segars, Gilbert & Moss, L.L.P. entered the Board to discuss the 2017 Draft Auditor's Report.

At 11:08 a.m. Robert Cobb, Jarrod Bryant and Tyler Canady from Bolinger, Segars, Gilbert & Moss, L.L.P. left the Board Meeting.

At 11:10 a.m. Cecille Williamson left the Board Meeting.

Director Carlisle presented and discussed the Bylaw and Policy Committee report. After discussion, Director Machado made a motion to approve the following policies as presented:

- Policy No. 200 – “FINANCIAL MANAGEMENT POLICY”
- Policy No. 201 – “MONTHLY DISBURSEMENT AUDIT”
- Policy No. 202 – “AUDITS OF COOPERATIVE RECORDS”
- Policy No. 203 – “AUTHORIZED CHECK SIGNATURES”
- Policy No. 204 – “ANNUAL WORK PLAN & BUDGET”

Director Firth seconded the motion. Motion carried.

Director Carlisle reviewed Bylaw Article V.

General Manager presented the AEPCO report.

Director Burdick, Director Machado and General Manager discussed the AzG&T Annual Meeting review.

Director Burdick and Director Machado presented the GCSECA report.

President Adams presented and discussed the Director Attendance approval for the GCSECA Summer Meeting for July 30-August 2, 2018 in Tucson, Arizona. After discussion it was the consensus of the Board to approve the following director's attendance:

- Director Adams
- Director Burdick
- Director Carlisle
- Director Machado

General Manager presented and discussed the GSPC report.

President Adams presented and discussed the Director Attendance approval for the GSPC Annual Meeting for September 12, 2018 in Palm Springs, California. After discussion, Director Machado made a motion to approve the following director's attendance:

- Director Adams
- Director Burdick
- Director Carlisle
- Director Firth
- Director Lauzier
- Director Machado
- Director Silkotch Sr.

Director Burdick seconded the motion. Motion carried.

President Adams presented and discussed the GSPC Annual Meeting Voting Delegate and Alternate. After discussion, a motion was duly made and seconded to approve Director Carlisle as Voting Delegate and Director Machado as Alternate. Motion carried.

President Adams presented and discussed the Director Attendance approval for the NRECA Region 9 Meeting for September 25 - 27, 2018 in Anchorage, Alaska. After discussion, it was a consensus of the Board to take no action. General Manager will attend without objection.

President Adams presented and discussed the NRECA Region 9 Voting Delegate and Alternate. After discussion, it was the consensus of the board that the General Manager serve as the Voting Delegate with no Alternate.

General Manager presented and discussed the 2017 General Pacific Dividend Payment.

President Adams presented and discussed the request for donation for the Anza Civic Improvement League. After discussion, Director Firth made a motion to donate \$300. Director Carlisle seconded the motion. Motion carried

President Adams presented and discussed the request for donation for Hamilton High School Football program. After discussion, Director Burdick made a motion to donate \$300. Director Lauzier seconded the motion. Motion carried.


President Adams presented and discussed the request for donation for the NRECA International Foundation. After discussion, Director Carlisle made a motion to donate \$500. Director Burdick seconded the motion. Motion carried

There being no further business to come before this meeting, the meeting was duly adjourned at 11:46 p.m.



Michael Machado, Secretary

ATTESTED:

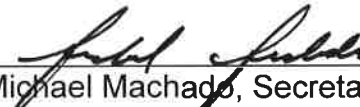


Billy Adams, President

CERTIFICATION

I, Michael Machado do hereby certify that I am the duly elected and qualified Secretary of the Board of Directors of the Anza Electric Cooperative, Inc. and that the above is a true and correct copy of the minutes of the Regular Meeting of the Board of Directors held on May 17, 2018 at which time a quorum was present and voting throughout.

IN WITNESS WHEREOF; I have hereunto subscribed my name as the Secretary and affixed the Corporate Seal of said Cooperative this 17th day of May 2018.



Michael Machado, Secretary