

REGULAR BOARD OF DIRECTORS MEETING
ANZA ELECTRIC COOPERATIVE, INC.
JANUARY 24, 2019

DIRECTORS PRESENT

Billy Adams, President
Thomas Firth, Vice President
Harold Burdick, Treasurer
Stephan Lauzier
Michael Machado
Stephen P. Silkotch, Sr.

STAFF PRESENT

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

The Regular Meeting of the Board of Directors of Anza Electric Cooperative, Inc. was held in the office of the Cooperative on January 24, 2019.

The meeting was called to order by President Billy Adams at 8:00 a.m. Upon calling the roll, Directors Billy Adams, Thomas Firth, Harold Burdick, Stephan Lauzier, Michael Machado and Stephen P. Silkotch, Sr. were present thereby constituting a quorum.

President Adams called for agenda items.

After discussion of the agenda, Director Firth made a motion to approve the agenda as presented. Director Lauzier seconded the motion. Motion carried.

President Adams called for approval of the minutes of the Regular Board Meeting of December 27, 2018. After discussion, Director Firth made a motion to approve the minutes as amended. Director Lauzier seconded the motion. Motion carried.

President Adams called for approval of the minutes of the Executive Session of December 27, 2018. After the discussion, Director Lauzier made a motion to approve the minutes as presented. Director Firth seconded the motion. Motion carried.

President Adams presented the president report.

At 8:05 a.m. the Board entered Executive Session to discuss the Cahuilla Casino project, Lantz Fire, Santa Rosa Easement Renewal and Santa Rosa / Grid Alternatives Solar Project update. After discussion of the Santa Rosa Easement Renewal, Director Machado made a motion to approve the Santa Rosa Easement Renewal. Director Firth seconded the motion. Motion carried.

At 8:27 a.m. staff left Executive Session. General Manager remained.

President Adams discussed Director Machado's conduct during the January Regular Board Meeting.

At 9:02 a.m. the Board returned to Regular Session. Staff returned.

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.

General Manager presented and discussed the Oso Grande Wind Project Proposal. After discussion, Director Silkotch, Sr. made a motion to adopt the following Oso Grande Wind Project resolution:

“WHEREAS, Anza Electric Cooperative, Inc. (AEC) exists to provide reliable utility services for its members at the lowest possible cost and,

WHEREAS, AEC has previously entered into certain easement, business lease, and additional service contracts with the Santa Rosa Band of Cahuilla Indians (Tribe), and these agreements are scheduled for renewal consideration and,

WHEREAS, renewal of these agreements are in the best interest of AEC and the Tribe and,

WHEREAS, after due diligence in negotiations with the Tribe, both parties agree to the renewal of the Easement, Cultural Monitoring and Weed Abatement Agreements, and the First Amendment to the Business Lease Agreement.

NOW, THEREFORE BE IT RESOLVED that the Board of Directors hereby approves the renewal of the above listed agreements as separately described and attached herein, and duly authorizes the General Manager to execute all documents associated with this transaction”. Director Machado seconded the motion. Motion carried.

General Manager presented and discussed the 2019 Strategic Plan Summary.

Government Relations Liaison presented and discussed the Wildfire News, 2019 Wildfire Legislation, PG&E Update and Wildfire Mitigation Plan Update.

Office Services Manager presented and discussed the RUS Form 7- Revenue Comparisons for the months of December, the Operations / Variance Reports for Anza Electric Cooperative and ConnectAnza, the December AEPCO billing information, the investment report and the cash flow report. After discussion, Director Firth made a motion to receive and file the RUS Form 7- Revenue Comparisons for the month of December as presented. Director Machado seconded the motion. Motion carried.

Office Services Manager presented and discussed the Director Expense Spreadsheet update. After discussion, Director Machado made a motion to accept the Director Expense Spreadsheet. Director Firth seconded the motion. Motion carried.

Director Burdick presented and discussed the General Manager’s expenses for the month of December in the amount of \$1,817.90. After the discussion, Director Lauzier made a motion to receive and file the General Manager’s expenses as presented. Director Silkotch, Sr. seconded the motion. Motion carried.

Director Burdick presented and discussed the Directors' expenses for the month of December in the amount of \$11,768.60. After the discussion, Director Lauzier made a motion to receive and file the Directors' expenses as presented. Director Silkotch, Sr. seconded the motion. Motion carried.

Director Burdick presented and discussed the expenditures for the month of December in the amount of \$1,095,901.84. After the discussion, Director Firth made a motion to receive and file the expenditures as presented. Director Silkotch, Sr. seconded the motion. Motion carried.

Human Resources Director presented the Harassment Training course chapter 1.

Member Services Manager presented and discussed Youth Tour – Youth Leadership Council Rep, Annual Meeting Date is confirmed, Director Candidate Petitions and Member Information.

Operations Manager presented and discussed the safety meetings for the month of December, 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 December. After discussion, Director Firth made a motion to acknowledge the safety meeting for the month of December. Director Lauzier seconded the motion. Motion carried.

Telecommunications Manager presented and discussed ConnectAnza's installation update, December uptime & outages, Safety Meeting update from January 8, 2019, Tele Connect Program Refurbished Computer Give-away update and bandwidth utilization for the month of December.

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

- * Policy No. 100 – “Board Policies”
- * Policy No. 101 – “Board of Directors & General Manager Code of Ethics”
- * Policy No. 102 – “Statement of Ideals & Objectives”
- * Policy No. 103 – “Functions of the Board of Directors”
- * Policy No. 104 – “Organization Policy”

Director Burdick seconded the motion. Motion carried.

Director Machado reviewed Bylaw Article I.

Director Machado discussed resigning as a Chairman and suggested the President appoint Director Lauzier. President Adams appointed Director Lauzier as Chairman.

General Manager presented the AEPCO report.

General Manager presented the GSPC report and January 2019 Newsletter.

President Adams presented and discussed the Director Attendance for the GSPC Capitol Outreach Day for February 14, 2019 in Sacramento, CA. After discussion, it was the consensus of the Board to take no action.

President Adams presented and discussed the Director Attendance for the NRECA Legislative Conference for April 28 – 30, 2019 in Washington, DC. After discussion, Director Machado made a motion to approve Director Silkotch, Sr. and Director Carlisle to attend. Director Firth seconded the motion. Motion carried.

General Manager presented and discussed the CFC Annual Meeting Voting Delegate & Alternate. After discussion, Director Machado made a motion to assign General Manager as Voting Delegate. Director Firth seconded the motion. Motion carried.

President Adams discussed the 2019 ACRE Director Membership Renewal.

Director Lauzier presented and discussed the Northwest Public Power Association Membership Renewal. After discussion, Director Machado made a motion to approve the Membership Renewal. Director Firth seconded the motion. Motion carried.

President Adams presented and discussed the donation request for the 2019 California Co-op Conference. After discussion, Director Machado made a motion to donate \$200. Director Lauzier seconded the motion. Motion carried.

There being no further business to come before this meeting, the meeting was duly adjourned at 12:11 p.m.



Thomas Firth, Vice President

ATTESTED:

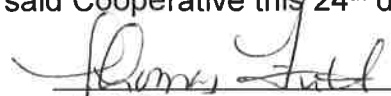


Billy Adams, President

CERTIFICATION

I, Thomas Firth do hereby certify that I am the duly elected and qualified Vice President 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 January 24, 2019, at which time a quorum was present and voting throughout.

IN WITNESS WHEREOF; I have hereunto subscribed my name as the Vice President and affixed the Corporate Seal of said Cooperative this 24th day of January 2019.



Thomas Firth, Vice President