

REGULAR BOARD OF DIRECTORS MEETING
ANZA ELECTRIC COOPERATIVE, INC.
AUGUST 25, 2022

DIRECTORS PRESENT

Ryall Stewart, President
Stephan Lauzier, Vice President
Stephen P. Silkotch, Sr., Secretary
Harold Burdick, Treasurer
W.A. (Chilli) Ainsworth
Diane Sieker
Michael Machado

STAFF PRESENT

Kevin Short, General Manager
Debbie Winger, Member Services Manager
Shawn Trento, Telecommunications Manager
Laura Snider-Manseau, Office Services Manager
Yuri Gudino, Administrative Assistant
Jennifer Williams, Gov. Relations / HR Dir.
Brian Baharie, Operations Manager
Kasey Firth, Field Engineer/EIT

OTHERS PRESENT

Patrick Ledger, Executive Vice President & CEO, AEPCO (video conference)
Eileen Brien, Director of Contract Services, AEPCO (video conference)

The Regular Meeting of the Board of Directors of Anza Electric Cooperative, Inc. was held in person at the cooperative on August 2, 2022.

The meeting was called to order by President Ryall Stewart at 7:58 a.m. Upon calling roll, Directors Ryall Stewart, Stephan Lauzier, Stephen P. Silkotch, Sr., Harold Burdick, W.A. (Chilli) Ainsworth, Michael Machado and Diane Sieker were present thereby constituting a quorum.

President Stewart called for approval of agenda. After discussion of the agenda, Director Machado made a motion to approve the agenda as amended. Director Ainsworth seconded the motion. Motion carried with unanimous vote.

1. Change Item 10, Proposed AEPCO Contract Documents, to action item

Patrick Ledger, Executive Vice President & CEO and Eileen Brien, Director of Contract Services, from AEPCO presented and discussed the proposed AEPCO Contract Document. After discussion, Director Ainsworth made a motion to accept proposal. Director Burdick seconded the motion. Motion carried with unanimous vote.

At 8:24 a.m. Patrick Ledger, Executive Vice President & CEO and Eileen Brien, Director of Contract Services, from AEPCO ended the video conference.

President Stewart called for approval of the minutes of the Regular Board Meeting of July 28, 2022. After discussion of the minutes, Director Ainsworth made a motion to approve the minutes as presented. Director Lauzier seconded the motion. Motion carried with unanimous vote.

President Stewart called for member comments.

General Manager presented and discussed the AEC Solar Production Report for July 2022, Hoover Dam Update and Lake Mead Water Levels Report, EV Charger Report, U.S. Drought update, Work Plan update and other Business.

General Manager presented and discussed U.S. Energy Information Administration, Independent Statistics and Analysis.

Government Relations Liaison presented and discussed House passes Direct-Pay Incentives for Electric Co-ops and GSPC Legislative update.

Government Relations Liaison presented and discussed 2021 PSD and Power Content Label to the CEC. After discussion, Director Lauzier made a motion to approve the following 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 contracted with Arizona Electric Power Cooperative, Inc. (AEPCO) to provide electric energy generation and resource procurement and,

WHEREAS, AEPCO has provided the 2021 resource mix and percentages, annual sales, and annual billing totals for AEC and,

WHEREAS, AEC is required to submit the Power Source Disclosure (PSD) annually to the California Energy Commission (CEC) based on the resource mix and percentages, annual sales, and annual billing totals received from AEPCO and,

WHEREAS, AEC is required to use the annual PSD to create the annual Power Content Label (PCL) and submit to the CEC and publish on the AEC website.

NOW, THEREFORE BE IT RESOLVED that the Board of Directors hereby approves the 2022 submission of the 2021 PSD and PCL to the CEC.”

Director Sieker seconded the motion. Motion carried with unanimous vote.

Human Resources Director presented and discussed Employee of the Quarter, Q2 2022, 2023 Benefit Renewals, Compensation Analysis, and Annual Reviews.

Human Resources Director presented and discussed the 2022 Retirement Plan Restatement Summary. After discussion, Director Lauzier made a motion to approve the following resolution,

“WHEREAS, Anza Electric Cooperative, Inc., is a participating employer in the:

X Retirement Security (RS) Plan

X 401(k) Pension (401(k)) Plan

Plan(s): elect one or both, as applicable

WHEREAS the Board of Directors of Anza Electric Cooperative, Inc. is aware that the Plan(s) must periodically be amended to comply with new or changed regulations, rulings, legislation, and plan operations, and that this restatement will be effective July 1, 2022.

***THEREFORE BE IT RESOLVED** that this Board authorizes the July 1, 2022 amendment, restatement and continuance of the Plan(s) to conform in its (their) entirety with all the provisions of the governing plan document(s) of the Plan(s), through the execution of the Adoption Agreement(s), which includes all of the provisions of the Cooperative’s most recently executed Adoption Agreement(s) and any compliance clarifications needed to conform with plan operations; and*

***BE IT FURTHER RESOLVED**, in the event that the timing of the restatement does not correspond with regularly scheduled meetings of the Board of Directors, the Board does hereby authorize and direct the cooperative's (or the participating employer's) authorized representative to execute all necessary documents and to take any and all further actions necessary to carry out the July 1, 2022 amendment and restatement of the Plan(s); and, NRECA is fully authorized to rely on this designation in processing the restatement of the Plan(s)."*

Director Burdick seconded the motion. Motion carried with unanimous vote.

Member Services Manager presented and discussed KOYT Wine Fundraiser, FIND Food Distribution, CCP/LIHEAP Distributions, ACP Benefit Program, United Way Distributions, and Member Statistics.

Telecommunications Manager presented and discussed ConnectAnza Subscriber Connections update, Additional Projects, Service Reports, July System Outages, and monthly bandwidth graph.

At 9:45 a.m. Kasey Firth, Field Engineer/EIT enter the board meeting.

Operations Manager presented and discussed the safety meeting for the month of July, loss 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 July. After discussion, Director Ainsworth made a motion to acknowledge the safety meeting for the month of July. Director Sieker seconded the motion. Motion carried with unanimous vote.

Kasey Firth, Field Engineer/EIT presented and discussed the Supply Chain update.

At 9:52 a.m. Kasey Firth, Field Engineer/EIT left the board meeting.

Office Services Manager presented and discussed the RUS Combined Form 7- Revenue Comparisons for the month of July, the Operations/Variance Reports for Anza Electric Cooperative and ConnectAnza, the July AEPCO billing information, the investment report, the cash flow report, and Construction Work Plan Loan Report. After discussion, Director Lauzier made a motion to receive and file the RUS Form 7- Revenue Comparisons for the month of July as presented. Director Ainsworth seconded the motion. Motion carried with unanimous vote.

Director Burdick presented and discussed the General Manager's expenses for the month of July 2022 in the amount of \$0.

Director Burdick presented and discussed the following Directors' expenses for the month of July 2022:

Director Ainsworth	\$ 1,290.70
Director Burdick	\$ 1,448.69
Director Lauzier	\$ 1,476.89
Director Machado	\$ 1,254.82
Director Sieker	\$ 1,275.57
Director Silkotch, Sr.	\$ 1,474.41
Director Stewart	\$ 1,568.44

After discussion, Director Machado made a motion to receive and file the Directors' expenses for the month of July 2022 in the amount of \$9,351.91 combined total. Director Sieker seconded the motion. Motion carried with unanimous vote.

Director Burdick presented and discussed the expenditures for the month of July 2022 in the amount of \$1,471,520.89. After discussion, Director Ainsworth made a motion to receive and file the expenditures as presented. Director Silkotch, Sr. seconded the motion. Motion carried with unanimous vote.

Director Silkotch, Sr. 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. 400 – "Personnel Policy"

Policy No. 400.1 – "Selection of Personnel"

Policy No. 400.2 – "Management-Employee Relations"

Policy No. 401 – "Wage and Salary Administration"

Policy No. 402 – "Employee Business Travel"

Policy No. 403 – "Equal Employment Opportunity"

Director Lauzier seconded the motion. Motion carried with unanimous vote.

Director Silkotch, Sr. reviewed Bylaw Article VIII.

Director Burdick and General Manager presented the AEPCO report.

General Manager presented and discussed the GSPC Report Connecting Rural California, Fact Sheet for August 2022, and reminder to the GSPC Annual Meeting for October 4, 2022 in Palm Springs, CA.

General Manager presented and discussed the NRECA Board Update.

General Manager presented and discussed the Pioneer Utility Resources Patronage Capital.

General Manager presented and discussed the need to change the authorized signers on the Bank of Hemet General Fund Bank accounts. After discussion, Director Ainsworth made a motion to notify the bank of the following changes:

Account # General Fund 4709602901

Authorized signers: Ryall Stewart, President
Stephan Lauzier, Vice President
Stephen P. Silkotch, III., Secretary
Harold Burdick, Treasurer
Kevin Short, General Manager
Laura Snider-Manseau, Office Services Manager
Brian Baharie, Operations Manager

Director Silkotch, Sr. seconded the motion. Motion carried with unanimous vote.

General Manager presented and discussed the need to change the authorized signers on the Bank of Hemet Community Care Fund Bank accounts. After discussion, Director Ainsworth made a motion to notify the bank of the following changes:

Account # Cooperative Community Care Fund Account 4750553401

Authorized signers: Ryall Stewart, President

Stephan Lauzier, Vice President
Stephen P. Silkotch, III., Secretary
Harold Burdick, Treasurer
Kevin Short, General Manager
Laura Snider-Manseau, Office Services Manager
Brian Baharie, Operations Manager.

Director Silkotch, Sr. seconded the motion. Motion carried with unanimous vote.

General Manager presented and discussed the need to change the authorized signers on the Bank of Hemet Construction and Capital Credits Bank accounts. After discussion, Director Ainsworth made a motion to notify the bank of the following changes:

Account # Construction Account 4750511901

Authorized signers: Ryall Stewart, President
Stephan Lauzier, Vice President
Stephen P. Silkotch, III., Secretary
Harold Burdick, Treasurer
Kevin Short, General Manager

Account # Capital Credits Account 4750509701

Authorized signers: Ryall Stewart, President
Stephan Lauzier, Vice President
Stephen P. Silkotch, III., Secretary
Harold Burdick, Treasurer
Kevin Short, General Manager

Director Silkotch, Sr. seconded the motion. Motion carried with unanimous vote.

General Manager presented and discussed the need to change the authorized signers on the Bank of Hemet Payroll Protection Plan Bank account. After discussion, Director Ainsworth made a motion to notify the bank of the following changes:

Account # Payroll Protection Plan 7101230144

Authorized signers: Ryall Stewart, President
Stephan Lauzier, Vice President
Stephen P. Silkotch III, Secretary
Harold Burdick, Treasurer
Kevin Short, General Manager

Director Silkotch, Sr. seconded the motion. Motion carried with unanimous vote. After further discussion, Office Services Manager informed the board that the Cooperative no longer has this account due to forgiveness of the loan. The board withdrew the motion.

President Stewart discussed setting date for the Employee Relations Committee Meeting. After discussion, it was the consensus of the board to set date for September 19, 2022 at 10 a.m.

President Stewart discussed setting date for the Strategic Planning Meeting. After discussion, it was the consensus of the board to set date for October 20, 2022 at 8 a.m.

President Stewart presented the Thank you letter from NRECA International for donation made last month.

President Stewart called for any additional business.

Director Ainsworth presented the award received at the 2022 Anza Days for "Most Unique Vehicle".

There being no further business to come before this meeting, the meeting was duly adjourned at 10:25 a.m.


Stephen P. Silkotch, Sr., Secretary

ATTESTED:

Ryan Stewart, President

CERTIFICATION

I, Stephen P. Silkotch, Sr. 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 August 25, 2022, 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 22nd day of September 2022.


Stephen P. Silkotch, Sr., Secretary