

REGULAR BOARD OF DIRECTORS MEETING  
ANZA ELECTRIC COOPERATIVE, INC.  
NOVEMBER 22, 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  
Brian Baharie, Operations Manager  
Vivian Watkins, Executive Assistant

OTHERS PRESENT

Charles Jones, Resource Planning Engineer, III, Arizona G&T Cooperatives

The Regular Meeting of the Board of Directors of Anza Electric Cooperative, Inc. was held in person at the cooperative on November 22, 2022.

The meeting was called to order by President Ryall Stewart at 8:16 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 Sieker made a motion to approve the agenda as amended. Director Lauzier seconded the motion. Motion carried with unanimous vote.

1. Add setting date for the Finance and Audit Committee Budget Meeting
2. Add approval of Executive Session Minutes from October 27, 2022

President Stewart called for approval of the minutes of the Regular Board Meeting of October 27, 2022. After discussion of the minutes, Director Ainsworth made a motion to approve the minutes as presented. Director Silkotch, Sr. seconded the motion. Motion carried with unanimous vote.

President Stewart called for approval of the minutes of the Executive Session of October 27, 2022. After discussion of the minutes, Director Ainsworth made a motion to approve the minutes as presented. Director Burdick seconded the motion. Motion carried with unanimous vote.

President Stewart called for member comments.

President Stewart gave the presidents report.

General Manager presented and discussed the AEC Solar Production Report for October 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 the Santa Rosa Third Amendment to Business Lease Agreement. After discussion, Director Ainsworth 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 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 Third Amendment to the Business Lease Agreement, specifically regarding the allowance of ConnectAnza internet service for Tribal Members of 100 Mb/s service at a 100% discount of the published price, and if desired by the Tribal Member, a further discount of the incremental difference between the published 100 Mb/s price and higher service levels.*

*NOW, THEREFORE BE IT RESOLVED that the Board of Directors hereby approves the Third Amendment to the Business Lease Agreement as described and attached herein, and duly authorizes the General Manager to execute all documents associated with this transaction.”*

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

General Manager presented and discussed the proposed Energy Efficiency Program. After discussion, Director Machado made a motion to approve the proposed Energy Efficiency Program. Director Burdick seconded the motion. Motion carried with unanimous vote.

General Manager presented and discussed the Government Relations report and report the Feds Intervene in Colorado River Drought, Toyota stops fighting California, Heating Assistance and Electric Vehicle.

At 10:00 a.m. Charles Jones, Resource Planning Engineer, III, Arizona G&T Cooperatives entered the board meeting to discuss the Load Forecast. After discussion, Director Machado made a motion to approve the Load Forecast. Director Sieker seconded the motion. Motion carried with unanimous vote.

At 10:18 a.m. Charles Jones, Resource Planning Engineer, III, Arizona G&T Cooperatives left the board meeting.

Member Services Manager presented and discussed Washington Youth Tour, FIND Food Distribution, CCP/LIHEAP Distributions, ACP Benefit Program, United Way Distributions, and Member Statistics.

Member Services Manager presented and discussed the Capital Credit Estate Settlements for Ray Knoechel and Anna Ednoff in the amount of \$3,422.74. After discussion, Director Ainsworth made a motion to approve the Capital Credit Estate Settlements per Board Policy at 50% for a total disbursement in the amount of \$1,711.37. Director Sieker seconded the motion. Motion carried with unanimous vote.

Telecommunications Manager presented and discussed ConnectAnza Subscriber Connections update, Additional Projects, Service Report, monthly bandwidth usage and California Middle Mile Fiber project.

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

Office Services Manager presented and discussed the RUS Combined Form 7- Revenue Comparisons for the month of October, the Operations/Variance Reports for Anza Electric Cooperative and ConnectAnza, the October 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 October as presented. Director Sieker seconded the motion. Motion carried with unanimous vote.

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

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

Director Ainsworth	\$ 1,757.42
Director Burdick	\$ 1,664.92
Director Lauzier	\$ 1,673.55
Director Machado	\$ 1,256.69
Director Sieker	\$ 1,756.67
Director Silkotch, Sr.	\$ 1,740.80
Director Stewart	\$ 1,789.17

After discussion, Director Machado made a motion to receive and file the Directors' expenses for the month of October 2022 in the amount of \$11,639.22 combined total. Director Ainsworth seconded the motion. Motion carried with unanimous vote.

Director Burdick presented and discussed the expenditures for the month of October 2022 in the amount of \$1,478,674.27. After discussion, Director Sieker made a motion to receive and file the expenditures as presented. Director Ainsworth seconded the motion. Motion carried with unanimous vote.

Director Burdick discussed setting date for the meeting for 2023 Budget. After discussion, it was the consensus of the board to set date for December 20, 2022 at 9:00 a.m.

Director Silkotch, Sr. presented and discussed the Bylaw and Policy Committee report. After discussion, Director Ainsworth made a motion to approve the following policies as presented,

- \* Policy No. 409 – Employee Education
- \* Policy No. 410 - Employee Benefits
- \* Policy No. 411 - Retirement
- \* Policy No. 412 - Communication Devices
- \* Policy No. 413 - Purchases by Cooperative for Employees
- \* Policy No. 414 – Dress Code
- \* Policy No. 415 - Computer Software Hardware
- \* Policy No. 416 – Reimbursing Personnel for Moving Expenses

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

Director Silkotch, Sr. presented and discussed the Draft Policy No. 400.3 – Diversity, Equity, & Inclusion Action Plan. After discussion, Director Silkotch, Sr. made a motion to approve the Draft Policy No. 400.3 – Diversity, Equity, & Inclusion Action Plan. Director Sieker seconded the motion. Motion carried. Director Machado opposed.

Director Silkotch, Sr. reviewed Bylaw Article XI.

Director Burdick and General Manager presented the AEPCO report and 2021 Patronage Capital Allocation.

General Manager presented and discussed the Golden State Power Cooperative Report and November 2022 Newsletter.

General Manager presented and discussed the NRECA Board Update.

President Stewart presented and discussed approval of Director attendance for the 2023 NRECA PowerXchange Meeting for March 3-8, 2023 in Nashville, TN. After discussion, it was the consensus of the Board to take no action.

President Stewart presented and discussed the 2023 NRECA Annual Meeting Voting Delegate and Alternate. After discussion, Director Lauzier made a motion to approve General Manager as the Voting Delegate. Director Ainsworth seconded the motion. Motion carried with unanimous vote.

General Manager presented and discussed the CFC Integrity Fund Annual Update.

President Stewart discussed setting date for the 2023 AEC Annual Meeting. After discussion, it was the consensus of the board to set date for July 15, 2023.

President Stewart discussed setting date for the 2023 November Board Meeting. After discussion, it was the consensus of the board to set date for November 21, 2023.

President Stewart presented the donations report.

President Stewart presented and discussed donation request for From the Heart. After discussion, Director Silkotch, Sr. made a motion to donate \$1,000. Director Ainsworth seconded the motion. Motion carried with unanimous vote.

At 12:02 p.m. the board entered Executive Session to discuss the 2022 Employee Bonus Budget and 2022 General Manager's Year-End Bonus.

At 12:26 p.m. the board returned to regular session.

President Stewart called for any additional business.

There being no further business to come before this meeting, the meeting was duly adjourned at 12:27 p.m.

  
Stephen P. Silkotch, Sr., Secretary


ATTESTED:

  
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Ryall 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 November 22, 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 22<sup>nd</sup> day of December 2022.

  
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Stephen P. Silkotch, Sr., Secretary