

TRI-STATE GENERATION AND TRANSMISSION ASSOCIATION, INC.
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## Minutes of Regular Board Meeting

Westminster, Colorado - Headquarters Building

July 12, 2023

Chairman and President Tim Rabon called the meeting to order at 8:01 a.m. All directors were present for all or a portion of the meeting except Hal Keeler (Columbus) and Leo Brekel (Highline). Mountain Parks Electric, Inc. currently does not have a director serving on the Board. Also present for all or a portion of the meeting were the following management personnel: Chief Executive Officer Duane Highley; Senior Vice President (General Counsel) Jay Sturhahn; Chief Operating Officer Barry Ingold; Senior Vice President (Chief Financial Officer) Pat Bridges; Senior Vice President (Policy & Compliance/Chief Compliance Officer) Barbara Walz; Chief Administrative Officer (CAO/CHRO) Elda de la Peña; Chief Energy Innovations Officer Reg Rudolph; and Chief of Staff Bob Frankmore. Also present were Chris Martinez (Columbus); Robert Castillo (Continental); Josh Dellinger (Empire); Mark Van der Veer (Gunnison); Jon Mayes (High Plains); Dennis Herman (Highline); David Churchwell (K.C. Electric); Jessica Matlock and Dan Harms (La Plata); Jayson Bishop (Midwest); David Frick (Morgan County); Liz McIntyre (Mountain Parks); Ruth Marks (Mountain View); Anthony Mercure (Northern Rio Arriba); Chance Briscoe (Northwest); Mario Romero (Otero); Jeff Wadsworth (Poudre); AJ Kuxhausen (Roosevelt); David Spradlin (Springer); Mark Gabriel and Laurie Burkhart (United); Lacey Gulbranson (Wheatbelt); Alan Michalewicz (White River); and Ryan Schilreff (Wyrulec). Also present were several Tri-State staff personnel, including Pam Schroeder who recorded these Minutes at the request of Secretary Julie Kilty.

INTRODUCTION OF GUESTS

Mr. Rabon welcomed guests in attendance and requested all stand for the Pledge of Allegiance.

MEMBER/CONSUMER COMMENTS

None.

ACTION ON AGENDA

Mr. Rabon asked if there were any changes to the Agenda, there were none.

Action: Upon motion and second, the Board unanimously adopted the Order of Business, as presented.

CONSENT AGENDA

Mr. Rabon presented the Consent Agenda and asked if there were any changes, there were none.

Action: Upon motion and second, the Board unanimously approved the Consent Agenda, as presented.

The Consent Agenda included:

a. June 5, 2023 Board Meeting Minutes

b. Resolutions

- LRS Unit 3 Precipitator Internals Replacement Project Authorization

RESOLVED, that Capital Project No. 7997 - LRS Unit 3 Precipitator Internals Replacement in the amount of \$9,899,994.00 be added to the 2023 Capital Budget in the amount of \$7,439,017.00 with the remainder included in the 2024 Capital Budget.

- Colowyo Ponds Project Amendment Authorization

RESOLVED, that the Colowyo Capital Project EL-11 - Ponds budget be amended from \$350,000.00 to \$1,912,000.00 for the 2023 Capital Budget and include additional work scope as required by the Colorado Division of Reclamation, Mining and Safety.

- Colowyo East Pit Reclamation Area Water Retainment Structures Construction and Rehabilitation Contract Authorization

RESOLVED, that a contract or contracts with Bower Brothers Construction, Inc. in an amount not to

exceed \$1,514,000.00, plus applicable freight and taxes, for construction and rehabilitation of the water retainment structures at the Colowyo Mine is approved, and the Chief Executive Officer is authorized to execute, subject to legal review, said contract(s).

- Burlington-Lamar 230 kV Wood Cross Arms and Braces Contract Authorization

RESOLVED, that the necessary contract or contracts with Western United Electric Supply Corporation in the amount not to exceed \$5,314,719.78, plus applicable taxes, for procurement of the wood cross arms and braces for the new Burlington-Lamar 230kV transmission line is approved, and that the Chief Executive Officer is authorized to execute, subject to legal review, said contract(s).

- Poudre Valley Rural Electric Association Policy #117 Contract Authorization

RESOLVED, that a new Renewable Energy Credit Purchase Contract between Tri-State Generation and Transmission Association, Inc. and Poudre Valley Rural Electric Association, Inc. is approved, and that the Chief Executive Officer or Chief Operating Officer is authorized to execute, subject to legal and technical review, said contract, with a term of up to ten (10) years, for the Poudre Valley REA Community Solar Farm.

- Equipment Lease Agreement

RESOLVED, that the Chief Executive Officer and Senior Vice President and Chief Financial Officer are each individually authorized and approved to execute, on behalf of Tri-State Generation and Transmission Association, Inc., subject to legal review, the Master Lease Agreement and any other documents necessary with Banc of America Leasing & Capital, LLC, including schedules and amendments, to lease fleet vehicles and office furnishings ("Personal Property") with the combined total of all leased Personal Property limited to \$5 million.

PRESIDENT'S REPORT

Mr. Rabon presented the President's Report.

Mr. Rabon also shared a video of Mr. Highley's interview with former Colorado Governor Bill Ritter from the Keystone Policy Center's 30<sup>th</sup> Annual Leadership Awards ceremony, where Mr. Highley was one of the 2023 award recipients.

Elizabeth Schilling, Corporate Communications Manager, referred to the slide presentation "*Electronic Board Policy 301 Form*" and discussed the new procedure for Directors to request approval for continuing education. Discussion followed.

Executive Committee Report

Mr. Rabon reviewed highlights of the July Meeting of the Committee, including Chairman's Update; Consideration of Agendas; Chief Executive Officer's Report; May 2023 Financial Report; Legal Report and review of Credit Card Statements and Directors Expense Vouchers.

Internal Auditor's Report

Internal Auditor John O'Flannigan reviewed copies of the written Audit Report dated July 3, 2023. Discussion followed.

CHIEF EXECUTIVE OFFICER'S REPORT

Mr. Highley presented the Chief Executive Officer's Report.

RTO Update

Mr. Highley reported Southwest Power Pool ("SPP") is still waiting for decisions from Basin Electric Power Cooperative and Western Area Power Administration on whether they plan to join SPP. Discussion followed.

IT Report

Mark Weiss, Vice President IT/CIO, referred to the slide presentation "*Project Update: Oracle System Implementation*" as he discussed the overall program schedule, progress made since the June board meeting, and next steps to be taken.

COMMITTEE REPORTS

Engineering and Operations Committee

Mr. Turner, Chairman of Tri-State's Engineering and Operations Committee, reviewed highlights of the July Meeting of the Committee, including review and recommendation of the following: LRS Unit 3 Precipitator Internals Replacement Project Authorization; Colowyo Ponds Project Amendment Authorization; Colowyo East Pit Reclamation Area Water Retainment Structures Construction and Rehabilitation Contract Authorization; Burlington-Lamar 230 kV Wood Cross Arms and Braces Contract Authorization; and the Poudre Valley Rural Electric Association Policy #117 Contract Authorization. The committee also heard Affiliated Organization reports and departmental reports.

External Affairs/Member Relations Committee

Mr. Baca, Chairman of Tri-State's External Affairs and Member Relations Committee, reviewed highlights of the July Meeting of the Committee, including the Safety Report; Environmental and Regulatory Activities; Legislative Review; Communications and Energy Services Reports; and Statewide Meetings and Affiliated Organizations Reports and Presentations.

Finance and Audit Committee

Mr. Schenk, Chairman of Tri-State's Finance and Audit Committee, reviewed highlights of the July Meeting of the Committee, including May Financial Statements; 2023 Q1 Variance Report; Finance Update; Investment Report; and Energy Risk Management Update. The Committee also reviewed and recommended approval of the Equipment Lease Agreement.

GENERAL COUNSEL REPORT

Mr. Sturhahn reported on Tri-State's new rate filing at FERC. He then reported the remaining legal report would be given in Executive Session.

UNFINISHED BUSINESS

Mr. Keairns reported on his attendance at the CFC Forum in Seattle, Washington. Several directors also thanked staff for attending their local Board Meetings and Annual Meetings.

NEW BUSINESS

None.

EXECUTIVE SESSION

Mr. Rabon informed the Directors of the need to go into Executive Session to consider confidential business matters.

Action: Upon motion and second, the Board unanimously approved going into Executive Session to consider confidential business matters.

The Executive Session commenced at 10:02 a.m. and adjourned at 3:55 p.m. Open Session resumed at 4:00 p.m.

OPEN SESSION

Mr. Rabon reported there was no action taken by the Board during Executive Session.

ADJOURNMENT

Action: It being 4:03 p.m. and there being no further business to transact, it was the consensus of the Directors that the Meeting be adjourned and the next Regular Meeting of the Board is scheduled to be held on August 9, 2023.

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*Julie Kilty*  
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Secretary

APPROVED:

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*Timothy A. Rabon*  
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Chairman and President