LA PLATA ELECTRIC ASSOCIATION, INC. Committee on Policies Meeting Minutes Monday, August 26, 2024 9:00 A.M. – 10:00 A.M.

https://www.lpea.coop/policy-committee

CALL TO ORDER

The Committee on Policies of the La Plata Electric Association Board of Directors was held via Zoom webinar on Monday, August 26, 2024; Committee Chair Lee called the meeting to order at 9:01 a.m. The following committee members were in attendance:

COMMITTEE MEMBERS

Director John Lee, Jr., Committee Chair Director Ted Compton Director Joe Lewandowski Graham Smith, Interim CEO and General Counsel Elizabeth Howe, VP Business Services

EXCUSED ABSENCE

None

LPEA STAFF

Janelle Thunstrom, Executive Assistant

WEBINAR GUESTS

Director Kirsten Skeehan

APPROVAL OF AGENDA AND MEETING MINUTES

Committee Chair Lee addressed the Committee on Policies August 26, 2024, meeting agenda and the meeting minutes for July 22, 2024.

Motion: Committee Member Lewandowski moved to approve the amended meeting agenda for August

26, 2024. Motion seconded and carried without dissent. Director Compton was not present for

the vote.

Motion: Committee Member Compton moved to approve the presented July 22, 2024, meeting

minutes. Motion seconded and carried without dissent. Director Lewandowski abstained.

CONTINUE REVIEW OF POLICY 129 (CODE OF ETHICS AND CONDUCT)

Committee Chair Lee and Attorney Smith addressed continued proposed revisions to Policy 129 (Code of Ethics and Conduct). Attorney Smith reintroduced redline revisions since the July board meeting, and the committee provided feedback, prompting discussions and requests for adjustments within the policy framework. Attorney Smith will subsequently distribute an updated redline draft to all members and non-committee members for final review and then for a vote at the September board meeting.

Motion:

Committee Member Lewandowski moved to recommend the full board approve amendments to Policy 129 as presented at the September board meeting. Motion seconded and carried without dissent.

REVIEW OF POLICY 106 (POLITICAL ACTIVITY)

Committee Chair Lee and Attorney Smith addressed proposed revisions to Policy 106 (Political Activity). Attorney Smith will subsequently distribute a redline draft to all members and non-committee members for review and then for a vote at the September board meeting.

Motion:

Committee Member Lewandowski moved to recommend the full board approve amendments to Policy 106 as presented at the September board meeting. Motion seconded and carried without dissent.

Discussion ensued on what policies would be next for review, and the committee decided to begin the review of <u>Policy 103</u> (Delegations of Authority from the Board of Directors to the Chief Executive Officer) at the next COP meeting in September.

ADJOURN

There being no further business, the Committee on Policies of the La Plata Electric Association Board of Directors meeting adjourned at 10:00 a.m. Recorded by J.P. Thunstrom and approved by:

John Lee, Jr., Committee Chair