

LA PLATA ELECTRIC ASSOCIATION, INC.
Committee on Policies Meeting Minutes
Monday, December 16, 2024
9:00 A.M. – 11:00 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, December 16, 2024; Committee Chair Pitcher called the meeting to order at 9:03 a.m. The following committee members were in attendance:

COMMITTEE MEMBERS

Director Nicole Pitcher, Committee Chair
Director Joe Lewandowski
Director Kirsten Skeeahan
Graham Smith, General Counsel

EXCUSED ABSENCE

Elizabeth Howe, VP Business Services

LPEA STAFF

Patrick Berry, VP of Finance
Janelle Thunstrom, Executive Assistant

WEBINAR GUESTS

None

APPROVAL OF AGENDA AND MEETING MINUTES

Committee Chair Pitcher addressed the Committee on Policies December 16, 2024, meeting agenda and the meeting minutes for September 23, 2024.

Motion: Committee Member Lewandowski moved to approve the December 16, 2024, meeting agenda as presented. Motion seconded and carried without dissent.

Motion: Committee Member Lewandowski moved to approve the presented October 21, 2024, meeting minutes. Motion seconded and carried without dissent.

CONTINUE REVIEW OF [POLICY 103](#) (DELEGATIONS OF AUTHORITY FROM THE BOARD OF DIRECTORS TO THE CEO)

Attorney Smith presented the proposed revisions to Policy 103, which defines the delegation of authority from the Board of Directors to the Chief Executive Officer. Smith guided the committee through the recommended changes, including sidebar notes and comments to refine the policy further.

Motion: Committee Member Lewandowski moved to recommend the full board approve amendments to Policy 103 as presented at the January board meeting. Motion seconded and carried without dissent.

REVIEW POLICY 110 (COMMITTEES OF THE BOARD OF DIRECTORS)

VP Berry provided an overview of best practices for creating an Energy Risk Management Committee to implement a new risk policy, which was introduced at the Finance and Audit Committee (FAC). This policy aims to address market risks and outline strategies for hedging them. Given the evolving nature of the market, including storage challenges, the policy represents a key step in the Southwest Power Pool (SPP) application process.

VP Berry presented slides that outlined risks and risk profiles with and without a risk policy, as well as a typical risk governance structure. The Energy Authority, an external consultant, is assisting with the development of the policy. The proposed policy would set upper-risk thresholds, allow flexibility for time exposures (ensuring agility), and include extensive training for both staff and the board, as this area is complex. Next, LPEA staff will review the first draft of the policy.

VP Berry took all questions from the committee members.

REVIEW NRECA'S SAMPLE ARTIFICIAL INTELLIGENCE (AI) USAGE POLICY IN CONJUNCTION WITH LPEAS TECHNOLOGY AND DATA POLICY 212 (IDENTITY THEFT PREVENTION)

Attorney Smith provided a brief overview of the NRECA's sample AI Usage Policy, focusing on the board's role in assessing the risks associated with AI technology. The discussion centered on determining the appropriate level of oversight for the board as fiduciaries in relation to AI implementation. Due to time constraints, this topic will be revisited and further discussed at a future COP meeting.

ADJOURN

There being no further business, the Committee on Policies of the La Plata Electric Association Board of Directors meeting adjourned at 11:03 a.m. Recorded by J.P. Thunstrom and approved by:



Nicole Pitcher, Committee Chair