

LA PLATA ELECTRIC ASSOCIATION, INC.  
Committee on Policies Meeting Minutes  
Monday, April 21, 2025  
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, April 21, 2025; Committee Chair Pitcher called the meeting to order at 9:01 a.m. The following committee members were in attendance:

**COMMITTEE MEMBERS**

Director Nicole Pitcher, Committee Chair  
Director Joe Lewandowski  
Director Kirsten Skeeahan  
Chris Hansen, CEO  
Elizabeth Howe, VP Business Services

**EXCUSED ABSENCE**

None

**LPEA STAFF**

Graham Smith, General Counsel  
Janelle Thunstrom, Executive Assistant

**WEBINAR GUESTS**

Heath Rowe

Director Ted Compton

**APPROVAL OF AGENDA**

Committee Chair Pitcher addressed the Committee on Policies April 21, 2025, meeting agenda.

**Motion:** Committee Member Hansen moved to approve the April 21, 2025, meeting agenda, as amended to move Section IV. b., to the beginning of the agenda. Motion seconded and carried without dissent.

**CONSENT BOARD ITEMS**

Committee Chair Pitcher addressed the Consent Board Items.

**Motion:** Committee Member Lewandowski moved to approve the following Consent Board Items: March COP Meeting Minutes. Motion seconded and carried without dissent.

## **DISCUSSION ON PROPOSED BYLAW AMENDMENTS AS DIRECTED BY FULL BOARD**

LPEA Member Heath Rowe attended the Committee on Policies meeting to present and explain the intent behind a series of member-proposed bylaw amendments. As directed by the full Board, the purpose of the discussion was to gain a substantive understanding of the proposals, not to debate their merits.

Mr. Rowe outlined proposed amendments related to financial transparency, executive sessions, meeting procedures, disposition of assets, director eligibility, and timely disclosure of financial information. He emphasized concerns regarding transparency, member access to financial data, and the need for clarity and accountability in board processes.

Committee members and legal counsel asked clarifying questions regarding the implications, intent, and possible integration of the proposed changes into existing bylaw structures. Discussion also included procedural clarification regarding how the proposals were submitted and whether they were presented on behalf of a member or as a board item.

The Committee will continue to review the proposals and develop a formal recommendation to bring back to the full Board, consistent with Board direction and Policy 112.

## **CONTINUE POLICY FOR REVISION: [POLICY 102](#) (FUNCTIONS OF THE BOARD OF DIRECTORS)**


Attorney Smith presented draft revisions to Policy 102, which defines the responsibilities and duties of the Board of Directors. He walked the Committee through the proposed updates, including annotated comments and suggested refinements for further consideration. The Committee completed its review of the second section of the policy and will resume its work on the remaining sections at the May meeting.

## **PRIVACY POLICY REVIEW**

The Committee received a brief introduction to LPEA's corporate Privacy Policy, which is currently published on the website and SmartHub app. While the policy is not a board-adopted policy, CEO Hansen invited the Committee on Policies to review the document and provide any suggested edits or feedback. Any proposed changes can be discussed at the next meeting. If no revisions are suggested, no further action will be required. The item will be placed on the May agenda for follow-up.

## **ADJOURN**

There being no further business, the Committee on Policies of the La Plata Electric Association Board of Directors meeting adjourned at 10:03 a.m. Recorded by J.P. Thunstrom and approved by:

  
Nicole Pitcher, Committee Chair