

LA PLATA ELECTRIC ASSOCIATION, INC.  
Special Board Meeting  
Tuesday, July 2, 2019  
Durango, Colorado

**CALL TO ORDER**

The Special Meeting of La Plata Electric Association, Inc. Board of Directors was held Tuesday, July 2, 2019 at the headquarters building in Durango, Colorado. President Lynch called the meeting to order at 9:07 a.m., with the following Directors present:

Britt Bassett, Vice President	Bob Lynch, President	
	Kohler McInnis	Jack Turner
Rachel Landis	Holly Metzler	Guinn Unger, Secretary
Joe Lewandowski		Tim Wheeler, Treasurer

**LPEA STAFF:**

Mike Dreyspring, Chief Executive Officer  
Rachel Gillman, Interim Chief Financial Officer  
Ron Meier, Manager of Engineering and Member Relations  
Dan Harms, Manager of Rates, Technology, and Energy Policy  
Justin Talbot, Manager of Operations  
Jerry Wills, District Manager, Pagosa Springs  
Nadine Ontiveros, Manager of HR  
C. E. Charistopoulos, Executive Assistant  
Shay Denning, LPEA General Counsel

**EXCUSED ABSENCE:** Directors Skeehan, Montoya, Huntington. Director Lewandowski left the meeting at 1:05 p.m. Director Wheeler left the meeting at 2:23 p.m.

**APPROVAL OF AGENDA**

President Lynch addressed the July 2, 2019 Special Meeting agenda.

**Motion:** Director McInnis moved to approve the July 2, 2019 Special Meeting agenda. Motion seconded and carried without dissent.

**EXECUTIVE SESSION: CONSIDER POTENTIAL TRI-STATE APPLICATION FOR FERC REGULATION AND POSSIBLE ACTION TO ADDRESS THE TIMING AND NATURE OF THE DECISION**

**Motion:** Director Turner moved to enter into executive session to discuss the item listed on the agenda. Motion seconded and carried without dissent.

Director Lewandowski left the meeting at 1:05 p.m. The Board remained in executive session from 9:10 a.m. to 2:02 p.m.

## **BOARD REVIEW AND POSSIBLE ACTION**

### **APPROVE ACTION BASED ON RESULTS OF EXECUTIVE SESSION**

**Motion:** Director Bassett moved to send the attached letter to Tri-State to “Request to Initiate an Exit Charge Calculation,” signed by the President and CEO. Motion seconded and carried 7 to 1, with Director McInnis opposed.

**Motion:** Director Turner moved to direct the LPEA CEO, working with general counsel and special counsel, to prepare and send a letter to the Governor’s Energy Office to ask them for help and to explain to them our concerns relating to Tri-State moving to FERC regulation, including how such regulation will make it more costly and difficult for Colorado cooperatives to effectively oppose unjust rates and charges. Motion seconded and carried without dissent.

**Motion:** Director Turner moved to allow the Executive Committee to authorize the LPEA CEO to authorize an appropriate pleading in the DMEA July 2, 2019 filing before the Adams County District Court, following legal review and recommendations by general and special counsel, provided that the Executive Committee’s authority expires at the regular July 17, 2019 Board meeting. Motion seconded and carried 6 to 0, with Directors McInnis and Landis abstaining.

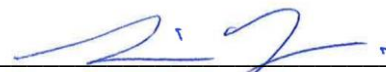
Dan Harms advised that he will present, *A Concept for Member Specified Generation*, at the July 10-11, 2019 Tri-State Contract Committee Meeting, in response to a recent invitation to all Tri-State Members, from the Contract Committee. Harms’ objective highlights the importance of flexibility, fairness, and equitability; and the discussion addresses Tri-State concerns around eliminating cost shifting, member satisfaction, environmental policy, and cost containment; as well as, member concerns around flexibility, cost control, and environmental and carbon goals. Harms will report on the outcome at the July 17, 2019 Board meeting.

There being no further business, the Special Meeting of the LPEA Board of Directors adjourned at 2:40 p.m.

Recorded by C.E. Charistopoulos, and approved by:



Bob Lynch, President



Guinn Unger, Secretary