

MINUTES OF REGULAR MEETING BOARD OF DIRECTORS

OF

WHITE RIVER ELECTRIC ASSOCIATION, INC.

December 16, 2015

The meeting of the Board of Directors of White River Electric Association, Inc was held at the Pioneers Medical Center Board Room of White River Electric Association, Inc. on December 16, 2015 at 1:30 P.M. with the following Directors present:

Dunham, Jordan, Parr, Hilkey, Wyatt, Pearce, and Welle.

Directors Absent: None

President Jordan called the meeting to order at 1:40 p.m. and presided throughout.

- Agenda It was regularly moved, seconded and passed to approve the agenda.
Dale Dunbar was appointed as recording secretary.
- Public Comment There was no public comment to be heard
- Guests Visitors present included Manager Michalewicz, and Staff Members Dunbar, Sampson, and Zagar-Brown, and Matrisciano.
- Minutes The minutes of the regular meeting of November 18, 2015 had been deposited in the Drop Box and Boardpaq. It was regularly moved, seconded and passed, to approve the meeting minutes.
- Bills and Checks The bills and checks for the month of November were reviewed by the Directors. It was regularly moved, seconded and passed, to approve the checks.
- Membership Fifteen applications for membership in the cooperative were submitted for approval, and upon motion by Director Wyatt, seconded by Director Dunham and passed by all Directors present, the presented were accepted pursuant to the requirements of the By-Laws.
- Safety Operations Manager Sampson gave the safety report. The board reviewed the safety committee minutes from November 19, 2015. Sampson reported on Fire Alarm Drill, Federated Tour, Tabletop and other items of interest. In additions, the board of director discussed the Morgan County accident, a discussion regarding shared services on regulatory/safety personnel with GVRP, and apprentice completions. Upon motion by Director Pearce, seconded by Director Parr, and passed by all Directors present, the safety report was approved.
- Donations Requests were reviewed as follow:
 - Standard Fair and 4-H donations
 - Cattle and Sheepdog trials competitionsAlso Attorney Zagar-Brown and Administrative Assistant Matrisciano reported about \$46,000 donated to date.
- NRECA Voting Delegates selected were Hal W. Pearce and William H. Jordan for the NRECA Annual Meeting.
- EE Handbook/
Board Policy Attorney Zagar-Brown updated the board on the board policy book. The directors reviewed the suggestions. A discussion was held on the vacation policy ie. pay vs. lost vacation. It was discussed that the legal protocol for such be followed. Also, the Information Disclosure, Privacy, and Merger/Acquisition policies were discussed. Upon motion by Director Welle, seconded by Director Pearce, and passed by all directors present the revisions to the Board Policy and Employee Handbook approved.
- Manager's Manager Michalewicz discussed several items with the board.
- Hydro Manager Michalewicz updated the board on the Miller Creek, Meeker Hydro, and Striegel hydro projects.
~~Upon motion by Director Welle, seconded by Director Wyatt, and passed by all directors present it was approved to reconvene the regular meeting.~~ RP
- Solar Manager Michalewicz briefed the board about the solar garden project. The contract has been signed and things are moving slowly because of weather.
- Power Bill Manager Michalewicz reported on the operations of the Association for the month of November, 2015. The power bill for the month of November was \$4,206,434.18, the capacity commitment program credited \$166,082.35 there was 61,964,600 worth of kWh purchased, the demand was 99,097 the cost per kilowatt-hour was 67.8845 and the member system billing

load factor was 86 7257. The Directors reviewed the statistical information for the month of September.

Other Mgmt

Other items discussed of interest to the board.

- Telecom Update – agreements and checks discussed
- Building Update – the asbestos abatement, roof and construction contract were all discussed with the board.

Upon motion by Director Welle, seconded by Director Dunham, and passed by all directors present it was approved for Manager Michalewicz to execute the construction contract.

- Adjacent property was briefly discussed.
- Tri-State filming crews and the film were discussed with the board.
- A report was given on the Cowboy Shootout.

Upon motion by Director Wyatt, seconded by Director Welle and passed by all Directors present, it was approved to sponsor the WREA Cowboy Shootout for 2016

Thank You's

Several thank you notes were passed around for the Directors to review.

Travel

There was no out of ordinary travel to approve. The directors discussed the Washington Legislative Conference and decided not to attend unless needed.

Attorney

Attorney Zagar-Brown discussed the PUC case with the board and highlighted items in the agreement.

Associated

President Jordan reported on CREA. Jordan discussed items concerning the Clean Power Plant Rule, Net Metering, the Los Conchas Lawsuit and Jimenez Mtn. Co-op Fire, candidate's rights to be present when votes tabulated, and a CCL employees pending retirement.

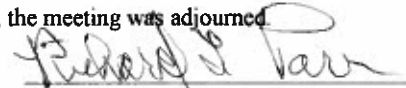
Director Dunham reported on WUESC. All is still going well with WUESC, sales are \$8.3 million which is slightly behind last year, but before tax margins are up. The backlog are down a little bit and the rubber testing program is up and running.

Director Hilkey reported on Tri-State. The report is posted on Boardpaq. Hilkey reported on Pat Cap being returned to the Cooperatives, the energy efficiency products, Govt. relations, and what does the T/S board learn from staff at the meetings.

Christmas

Upon motion by Director Welle, seconded by Director Hilkey and passed by all directors present, it was approved to award all employees of WREA a \$1,000 Christmas bonus.

No further business appearing before the board, the meeting was adjourned.


Richard L. Parr, Secretary