

**ARKANSAS RIVER POWER AUTHORITY**  
**Board of Directors Meeting Minutes**  
July 15, 2020

Pursuant to Section 2.5.9 of the ARPA Organic Contract, the President of the Arkansas River Power Authority (ARPA) called a special meeting of the Board of Directors by conference call and webcast commencing at 2:30 PM on Wednesday, July 15, 2020, originating from its offices at 3409 South Main Street, Lamar, CO., 81052. The principal purpose was to receive information on a plant purchase agreement regarding sale of GE 18 MW steam turbine generator, coal fired boiler, material handling equipment, and associated ancillary equipment, and also to receive information on the sale of the Mercury 50- Solar Natural Gas turbine.

Following appropriate notice, President Rick Stwalley called the meeting to order at 2:30 PM.

ARPA Board Members present:

HOLLY: Calvin Melcher

LA JUNTA: Gary Cranson  
P. Lorenz Sutherland

LAMAR: Houssin Hourieh (also a member of the Operating Committee)  
Roger Stagner<sup>1</sup>

LAS ANIMAS: Ron Clodfelter (also a member of the Operating Committee)  
Rick Stwalley

SPRINGFIELD: Darwin Hansen  
Jay Suhler

TRINIDAD: Carlos Lopez  
Mike Valentine (also a member of the Operating Committee)

ARPA Staff present:

Rick Rigel, General Manager

Arvenia Morris, Office Manager

Aarin Ritter, Manager of Finance and Accounting

ARPA Legal Counsel present:

Peter Edwards, Director-Fairfield and Woods, PC

Others (guests) present:

Rick Klein, City Manager, City of La Junta

Dustin Ramsey, Meter Technician, Las Animas Municipal Light & Power

Donald Barris, Burns and McDonnell<sup>2</sup>

Clifford Boxley, Lamar Utilities Board

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<sup>1</sup> Joined the meeting at 2:39 PM

<sup>2</sup> Left the meeting at 3:33 PM

**QUORUM:** A quorum of the Board was present and voting at the meeting.

**ROLL CALL:** President Stwalley called the meeting to order at 2:30 PM. Secretary Morris took roll call. Guests were those listed on page 1. Board Member Tanner was absent. General Manager Rigel introduced Donald Barris. Donald is with Burns and McDonnell and is the project manager for the engineering services for the Lamar Repowering Project sale and demolition.

**APPROVAL OF AGENDA:** The agenda was approved as presented.

**EXECUTIVE SESSION CRS § 24-6-402 (4)(a)(b) and (e):** a. **LRP Sales Negotiations.** b. **Mercury 50 Solar Natural Gas Turbine Sales Negotiations.** The Authority's General Counsel stated that the matters to be discussed in executive session included LRP Sales Negotiations, and Mercury 50 Solar Natural Gas Turbine Sales Negotiations. The specific subsections of CRS § 24-6-402(4) authorizing these matters to be conducted in Executive Session are as follows:

- subsection (a), the purchase, acquisition, lease, transfer, or sale of real, personal, or other property interest; and
- subsection (b), conferences with the General Counsel of the Authority for the purpose of receiving legal advice on specific legal questions; and
- subsection (e), determining positions relative to matters that may be subject to negotiations; developing strategy for negotiations; and instructing negotiators.

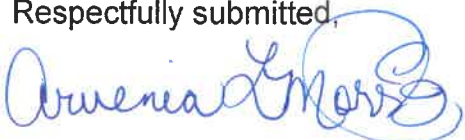
Board Member Hourieh moved, seconded by Board Member Sutherland, and approved unanimously by roll-call vote at 2:37 AM to go into Executive Session to discuss the topics as stated. The General Counsel of the Authority stated that there were members of the audience that do not fit the scope of the attorney-client privilege so the discussion in Executive Session would not include privileged attorney-client communications; therefore, the electronic recording device would remain on. The Executive Session was concluded at 4:00 PM.

**AUTHORIZE GENERAL MANAGER TO NEGOTIATE AGREEMENTS IN ACCORDANCE WITH BOARD GUIDELINES AS DISCUSSED IN EXECUTIVE SESSION.** Board Member Sutherland moved, seconded by Board Member Melcher, and approved unanimously by roll call vote, to negotiate agreements in accordance with Board guidelines as discussed in executive session.

**NEXT MEETING DATE AND LOCATION:** The next regular meeting of the Board of Directors will be July 30, 2020. The meeting will be held by WebCast and conference call.

**ADJOURN:** The July 15, 2020 special meeting of the Board of Directors was adjourned at 4:03 PM by motion from Board Member Hourieh, second by Board Member Lopez.

Respectfully submitted,



Arvenia L. Morris  
Secretary