

**ARKANSAS RIVER POWER AUTHORITY**  
**Board of Directors Meeting Minutes**  
February 24, 2022

The Board of Directors of the Arkansas River Power Authority (ARPA) met at the Otero Junior College Student Center, 2001 San Juan, La Junta, CO., on Thursday, February 24, 2022. Following appropriate notice, President Sutherland called the meeting to order at 10:00 AM.

ARPA Board Members present:

HOLLY: Blaine Ice

LA JUNTA: Gary Cranson  
P. Lorenz Sutherland

LAMAR: Houssin Hourieh (also a member of the Operating Committee)  
Roger Stagner

LAS ANIMAS: None.

SPRINGFIELD: Darwin Hansen  
Jay Suhler

TRINIDAD: Carlos Lopez

ARPA Staff present:

Rick Rigel, General Manager

Arvenia Morris, Office Manager

Aarin Ritter, Finance/Accounting Manager

ARPA Legal Counsel present:

Peter Edwards, Director-Fairfield and Woods, PC

Others (guests) present:

Rick Klein, City Manager, City of La Junta<sup>1</sup>

Bill Jackson, Asst. City Manager, City of La Junta

John Krajewski, Consultant, JK Energy Consulting<sup>2</sup>

Ed Vela, City Council, City of La Junta

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<sup>1</sup> Left the meeting at 11:30 AM

<sup>2</sup> Attended the meeting by ZOOM 11:50 AM - 12:29 PM

**ROLL CALL:** President Sutherland called the meeting to order at 10:00 AM. Roll call was circulated. Guests were those listed on page 1. Board Members Stwalley, Clodfelter and Tanner were absent.

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

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

**APPROVAL OF THE MINUTES: a. DECEMBER 2, 2021 REGULAR MEETING.**

The minutes of the December 2 regular meeting were approved unanimously by motion from Board Member Suhler, second by Board Member Hourieh.

**PUBLIC COMMENT:** Board Member Lopez made note that the City of Trinidad would be appointing a new representative to the ARPA Board as recently appointed member, Dean Duran, has left employment with the City of Trinidad.

**EXECUTIVE SESSION CRS § 24-6-402 (4)(b) and (e): a. Power Supply Contract Negotiations.** The Authority's General Counsel stated that the matter to be discussed in Executive Session would include Power Supply Contract Negotiations. The specific subsections of CRS § 24-6-402(4) authorizing this matter to be conducted in Executive Session are as follows:

- Under subsection (b), conference with the General Counsel of the Authority for the purpose of receiving legal advice on specific legal questions; and
- Under subsection (e), determining positions relative to matters that may be subject to negotiations; developing strategy for negotiations; and instructing negotiators.

At 10:05 AM. Board Member Cranson moved to go into Executive Session to discuss the topic as stated, seconded by Board Member Hourieh. The motion was approved unanimously. The Executive Session was concluded at 11:00 AM.

**CONSIDER FILLING THE VACANT OFFICER POSITION:** Due to Calvin Melcher's term on the Board of Directors ending on December 31, 2021, the position of Vice-President is currently vacant. Board Member Cranson nominated Board Member Clodfelter to fill the office of Vice-President. Board Member Suhler seconded the nomination and it passed unanimously. There were no additional nominations and Board Member Clodfelter was elected by a unanimous vote. Vice President Clodfelter will remain in office until the annual election of officers held at the May 26 meeting of the Board.

**FINANCIAL REPORT AND APPROVAL OF OUTSTANDING BILLS: a. 2021 4<sup>th</sup> Quarter Financial Review.** General Manager Rigel presented the 4<sup>th</sup> quarter financial statement. **b. January 2022 Financial Statement.** Finance Manager Ritter presented the January 2022 financial statement. Board Member Cranson moved to accept the January financial statement and approve outstanding bills, seconded by Board Member Lopez. The motion was approved unanimously. **c. Financial Modeling 2022-2027.** General Manager presented two options of financial modeling through 2030 for Board discussion.

**d. Financial Compliance Report.** Finance Manager Aarin Ritter presented a report reviewing the bond covenants as required in the official bond statements. ARPA is in compliance with all its financial bond covenants. The *Bond Compliance and Management Policy* is attached to and made a permanent part of these official minutes.

**OPERATING REPORT:** Aarin Ritter presented to the Board the Operating Report for January 2022. **a. Wind Report.** Arvenia Morris presented to the Board the Wind Report for January 2022.

**OPERATING COMMITTEE REPORT:** The General Manager presented a review of the agenda items discussed at the Operating Committee meeting that was held on February 8. **a. Proposed Modifications to the Distributed Generation (DG) Policy.** The General Manager reviewed the modifications to the DG Policy that were recommended by the Operating Committee. Staff will modify the Policy to reflect the recommended changes. The revised distributed generation policy (Board of Directors Policy No. 4) will be brought to the Board for its consideration and approval at the May meeting.

**UPDATE BANKING AUTHORIZATION CARDS – ACTION ITEM.** Calvin Melcher’s term on the ARPA Board of Directors ended on December 31, 2021. President Sutherland appointed Gary Cranson as an authorized signer on financial transactions. All ARPA transactions require two signatures. Effective February 24, 2022, Calvin Melcher will be removed as an authorized signer, and further, the following designated individuals are authorized to sign checks, make deposits and withdrawals, execute security purchase and sale authorizations, execute other financial transaction instruments, and act as custodians of the moneys of the Arkansas River Power Authority:

<b>Rick Rigel</b>	<b>General Manager</b>
<b>Gary Cranson</b>	<b>Treasurer</b>
<b>Houssin Hourieh</b>	<b>Board Member</b>
<b>Richard Stwalley</b>	<b>Board Member</b>

**INTEGRATED RESOURCE PLAN-Public Comment:** The Board received a copy of the draft of the Integrated Resource Plan (IRP) for public comment. President Sutherland opened the public hearing at 11:53 AM. John Krajewski, JK Energy Consulting, presented a detailed summary of the 2022 IRP to the Board. No members of the public attended the presentation. President Sutherland closed the public hearing at 12:29 PM. A final draft will be presented to the Board for its approval at the May meeting.

**GENERAL MANAGER REPORT:** **a. Update on Tri-State Transmission Rate Filing.** Tri-State filed its proposed Open Access Transmission Tariff (OATT) settlement with the Federal Energy Regulatory Commission (FERC) on October 22. The filing included implementation of its proposed 2021-2022 rate on an “interim” basis pending FERC approval. The Settlement was filed as an “uncontested” settlement. The General Manager briefed the Board on that filing to which ARPA is a “settling party”. FERC has not yet issued an order or approved the settlement. **b. Billing Dispute with PSCo.** The

General Manager briefed the Board on a billing dispute with Public Service Company of Colorado regarding Point-to-Point (PTP) transmission costs due to an outage on Tri-State's 230 kV network transmission system in November and December 2021. ARPA has advised PSCo they are withholding payment for the PTP service until the issue is resolved. **c. Miscellaneous.** *CAMU Legislative Report*. The General Manager briefed the Board on legislative bills that CAMU is tracking, SB22-138 (concerning measures to promote reductions in greenhouse gas emissions); SB22-090 (concerning a requirement that energy utilities notify their customers of certain severe weather events that may result in an increase in energy pricing); and HB22-1244 (concerning measures to increase public protection from toxic air contaminants). *LRP Document Disposal*. All documents associated with the Lamar Repowering Project power plant have been marked for disposal. A notice letter was sent to LUB, the City of Lamar, and North Fork Grain, LLC informing them that any documents located on the ARPA office premises related to the equipment will be available for inspection between March 15, 2022 and April 15, 2022 at the ARPA office. Any unclaimed documents after April 15 will be shredded. *2017 Ford Edge Automobile*. ARPA received and accepted a bid of \$18,151 for the 2017 Ford Edge.

**NEW BUSINESS: a. Consider Approval of First Amendment to Amended and Restated GM Employment Agreement.** Board Member Cranson moved to approve the 1<sup>st</sup> amendment to the amended and restated GM Employment Agreement. The motion was seconded by Board Member Lopez and approved unanimously. **b. Consider Agreement for Sale of Renewable Energy Certificates.** Board Member Lopez moved to authorize the General Manager to continue negotiations for the sale of the environmental attributes associated with renewable energy, and further, that the final management agreement for the attributes be presented to the Board for its consideration and approval. The motion was seconded by Board Member Stagner and it passed unanimously.

**UNFINISHED BUSINESS:** None.

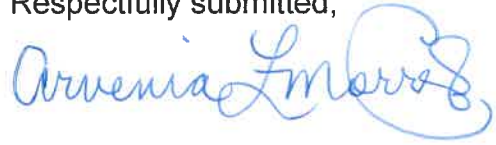
**PLANNING AND COMMUNICATION: a. ARPA Scholarship Program.** The ARPA Scholarship program for 2022-2023 is now underway. In the past the scholarship has been funded equally between the member municipality and ARPA for a total scholarship of \$1,000. Board Member Cranson moved to increase the scholarship amount that ARPA contributes from \$500 to \$700 beginning in 2023. The motion was seconded by Board Member Lopez and passed unanimously. **b. APPA National Conference – June 10-15.** The APPA National Conference will be held in Nashville, Tennessee on June 10-15. Registration for the conference and hotel reservations should be made by May 17. ARPA staff will assist with arrangements for those wishing to attend.

**MEMBER CITIES' REPORTS:** *Holly*. Board Member Ice reported the Town of Holly is looking to hire a licensed high voltage lineman, or journeyman lineman.

**NEXT MEETING DATE:** The next regularly scheduled meeting of the Board of Directors is May 26, 2022 in La Junta at the Otero Junior College Student Center.

**ADJOURN:** The February 24, 2022 meeting of the Board of Directors was adjourned at 2:00 PM.

Respectfully submitted,

A handwritten signature in blue ink that reads "Arvenia L. Morris". The signature is written in a cursive style with a large, decorative flourish at the end.

Arvenia L. Morris  
Secretary