

TRI-STATE GENERATION AND TRANSMISSION ASSOCIATION, INC.

Minutes of Regular Board Meeting

Westminster, Colorado - Headquarters Building

October 6, 2021

Chairman and President Tim Rabon called the meeting to order at 8:31 a.m. All directors were present for all or a portion of the Meeting. Also present for all or a portion of the Meeting were the following Management personnel: Chief Executive Officer Duane Highley; Senior Vice President (Generation) Barry Ingold; Senior Vice President (General Counsel) Ken Reif; Senior Vice President (Transmission) Joel Bladow; Senior Vice President (Chief Financial Officer) Pat Bridges; Senior Vice President (Energy Management) Brad Nebergall; Senior Vice President (Policy & Compliance/Chief Compliance Officer) Barbara Walz; Senior Vice President (CTO and Member Relations) Jennifer Goss; and Senior Vice President (People and Culture/CHRO) Elda de la Pena. Also present were Darick Eisenbraun (High Plains); David Churchwell (K.C.); Mike McBride (Gunnison); Michael Hastings (Jemez); Karl Ramsey (La Plata); Jayson Bishop (Midwest); David Frick (Morgan County); Chance Briscoe (Northwest Rural); Jeff Wadsworth (Poudre); Mario Romero (Otero); Joseph Herrera (Socorro); David Spradlin (Springer); Ryan Schilreff (Wyrulec); Trent Loutensock (Y-W). Also present was the following Member of a Member System, Joe Smyth (Mountain Parks). Also present were several Tri-State staff personnel, including Pam Schroeder who recorded these Minutes at the request of Secretary Julie Kilty.

INTRODUCTION OF GUESTS AND VISITORS

Mr. Rabon welcomed guests and visitors in attendance and requested all stand for the Pledge of Allegiance.

MEMBER/CONSUMER COMMENTS

None.

ACTION ON AGENDA

Action: Upon motion and second, the Board unanimously adopted the Order of Business, as presented.

CONSENT AGENDA

Mr. Rabon presented the Consent Agenda and asked if there were any changes or if any items needed to be removed. Mr. Michie requested the Energy Efficiency Program Approval be removed for further discussion during the External Affairs/Member Relations Committee report.

Action: Upon motion and second, the Board unanimously accepted the Consent Agenda as presented, with the Energy Efficiency Program Approval removed.

The Consent Agenda included:

- a. September 9, 2021 Regular Board Meeting Minutes.
- b. La Plata Sale for Resale Contract Approval:
 - Approved authorizing the Chief Executive Office to execute, subject to legal review, modifications to the Wholesale Electric Service Contract and other new agreements, if necessary, with La Plata Electric Association, Inc. ("La Plata") to allow for the sale of power from La Plata to the City of Farmington, New Mexico, subject to Federal Energy Regulatory Commission ("FERC") approval.
- c. Board Policies:
 - #300 - Board of Directors Policy
(Note. The Policy was amended to include Federal Energy Regulatory Commission "FERC" language.)
- d. Resolutions:
 - Colowyo - Tri-State Generation and Transmission Association, Inc. Easement Authorization

RESOLVED, TRI-STATE GENERATION AND TRANSMISSION ASSOCIATION, INC., acting as the parent company of Axial Basin Coal Company ("ABCC"), hereby approves grant of an easement from ABCC to TRI-STATE GENERATION AND TRANSMISSION ASSOCIATION, INC. for access to power facilities on property owned by ABCC located within Tract 49A of Section 33, T3N, R93W of the 6th P.M., Rio Blanco County,

Colorado, and that the Chief Executive Officer or the Senior Vice President - Generation is hereby authorized to execute, subject to legal review, the easement and any related documents and agreements.

FURTHER RESOLVED, that TRI-STATE GENERATION AND TRANSMISSION ASSOCIATION, INC., acting as the parent company of Colowyo Coal Company ("Colowyo"), hereby approves Colowyo's execution of the easement from ABCC to TRI-STATE GENERATION AND TRANSMISSION ASSOCIATION, INC., as to Colowyo's leasehold interest, on the property owned by ABCC located within Tract 49A of Section 33, T3N, R93W of the 6th P.M., Rio Blanco County, Colorado, and that the Chief Executive Officer or the Senior Vice President - Generation is hereby authorized to execute, subject to legal review, the easement and any related documents and agreements.

- Hotchkiss Surplus Property - Proposed Land Sale

RESOLVED, that the sale of real property near the Hotchkiss Substation in the Southeast $\frac{1}{4}$ of Section 36, Township 14 South, Range 93 West of the 6th Principal Meridian, Delta County, State of Colorado (the "Property"), together with associated water taps and decreed water rights, is hereby approved, and the Chief Executive Officer is hereby authorized to execute, subject to legal review, any and all documents necessary to conclude the transaction; and

FURTHER RESOLVED, that the Chairman and President or the Vice-Chairman of the Board of Directors and the Chief Executive Officer are hereby authorized to execute and deliver a Company Order to the Tri-State Indenture Trustee for the Property, together with associated water taps and decreed water rights, to be released from the lien of the Tri-State Indenture.

PRESIDENT'S REPORT

Mr. Rabon presented the President's Report. Discussion followed.

Lee Boughey, Vice President Communications, gave a Member Directory Application Update presentation.

Tri-State Board Meeting Schedule 2022

Mr. Rabon reviewed the proposed 2022 Board Meeting Schedule noting that four of the meetings (January, July, September and November) will be held virtually, with the remainder of the meetings to be held in person.

Action: Upon motion and second, the Board moved to accept the 2022 Board Meeting Schedule as presented.

Action: Following discussion, there was a motion to discard any virtual meetings and to revise the board meeting schedule to all in person meetings; motion seconded and failed to pass.

Action: Mr. Rabon asked for a vote on the original motion to approve the proposed 2022 Board Meeting Schedule as presented; motion carried with Messrs. Baca, Bledsoe, Keeler, Shaw, Sullivan and Wilson dissenting.

Executive Committee Report

Mr. Rabon reviewed highlights of the October 4, 2021, Meeting of the Committee including, Policy Review; Internal Auditor's Report; Chairman's Update; Consideration of Agendas; CEO's Report; August 2021 Financial Report; Legal Report; and General Corporate Matters.

Internal Auditor's Report

Internal Auditor John O'Flannigan furnished to and briefly reviewed copies of the written Audit Report dated September 30, 2021.

CHIEF EXECUTIVE OFFICER'S REPORT

Mr. Highley presented the Chief Executive Officer's Report. Discussion followed.

COMMITTEE REPORTS

External Affairs/Member Relations Committee

Mr. Michie, Chairman of Tri-State's External Affairs and Member Relations Committee, noted the minutes of the October 5, 2021 Meeting are located on the iPads.

Ms. Walz presented the Safety Report, Environmental and Regulatory Activities Report and Government Relations Report.

Ms. Goss presented the Member Relations Report and Communications Report.

Energy Efficiency Products (EEP) Program Approval

Action: Following a presentation by Matt Fitzgibbons, Beneficial Electrification Manager, a motion and second, the Board unanimously approved the changes and modifications proposed to the 2022 Beneficial Electrification and Efficiency Program for Member Systems who elect to participate under the Conservation, Load Management and Renewable Resource Policy #100.

Finance and Audit Committee

Mr. Brekel, Chairman of Tri-State's Finance and Audit Committee, reviewed highlights of the October 5, 2021 Meeting of the Committee, including Policy Review; Action on BDP; Action on LaPlata Sale for Resale Contract; August Financial Statements; Investment Report; Finance Update; Energy Risk Management Update; and Other Business.

Engineering and Operations Committee

Mr. Turner, as Chairman of Tri-State's Engineering and Operations Committee, reviewed highlights of the October 5, 2021, Meeting of the Committee, including Policy Review; Action on Colowyo - Tri-State Generation and Transmission Association, Inc. Easement Authorization; Action on Hotchkiss Surplus Property - Proposed Land Sale; and departmental reports.

GENERAL COUNSEL REPORT

Mr. Reif noted the Legal Report will be given in Executive Session.

UNFINISHED BUSINESS

None.

NEW BUSINESS

None.

EXECUTIVE SESSION

Mr. Rabon informed the Directors of the need to go into Executive Session to consider confidential business matters.

Action: Upon motion and second, the Board unanimously approved going into Executive Session to consider confidential business matters.

The Executive Session commenced at 10:30 a.m. and adjourned at 1:12 p.m.

Mr. Rabon reported that during Executive Session, the Board approved settlement parameters in the FERC Buy-Down Payment docket and approved authorizing the Chief Executive Officer to hire a consulting firm to assist with cost management efforts.

Mr. Reif advised that the quarterly Interlocking Directorate Forms are located on the iPads and requested the Directors complete them as soon as possible.

ADJOURNMENT

Action: It being 1:22 p.m. and there being no further business to transact, it was the consensus of the Directors that the Meeting should be adjourned and the next Regular Meeting of the Board is scheduled to be held on November 3, 2021.

Julie Kilty
Julie Kilty (Nov 3, 2021 13:25 MDT)

Secretary

APPROVED:

Timothy A. Rabon
Timothy A. Rabon (Nov 3, 2021 13:23 MDT)

Chairman and President