

**BOARD MEETING AGENDA
SAN MIGUEL POWER ASSOCIATION, INC.
TUESDAY, DECEMBER 16, 2025
AT 9:00 A.M. (NUCLA AND VIA ZOOM VIRTUAL MEETING)**

1. MEETING PROTOCOLS

2. CALL MEETING TO ORDER

3. APPROVAL OF CONSENT AGENDA

- ** A. Approval of December 16, 2025, Agenda
- ** B. Approval of the November 18, 2025, Meeting Minutes

4. MEMBER OR CONSUMER COMMENTS

At SMPA, we value the thoughts of our membership. The “Member or Consumer Comments” agenda item is a time for members to bring forth comments and/or statements to the Board of Directors. Please be advised this is not a question-and-answer period. Questions may be submitted to info@smpa.com for future follow-up.

- A. General Member / Consumer Comments

5. STRATEGIC PLANNING

- A. Final Presentation Update: To provide education and tools that maximize the benefits of our member's relationship with SMPA. – Wiley Freeman and Alex Shelley

6. C.E.O. REPORT

- A. C.E.O. Items
 - i. Power Supply/FERC (*Federal Energy Regulatory Committee*) Update
 - ** ii. New ERA Grant Funding Update
 - iii. Ouray Hydro / Coal Creek Hydro
 - iv. CREA Building Finance Update
- B. Introduction of Employee Guests
 - i. Employee Recognition Award
- C. Community Focus Donations – Next Review January 2026
- D. Board Donations
- E. Finance
 - i. Financial Review
 - ** ii. Member Dividend/Capital Credit Retirement Proposal
- F. Marketing & Member Services
 - ** i. Set Annual Meeting/Election Date and Location
 - ** ii. Microgrids for Community Resilience Grant / Ridgway & Rico Microgrids
- G. Information Technology
- H. Administration & Human Resources
 - ** i. Policy 102 – Functions of the Board of Directors
 - ** ii. Policy 106 – Compensation & Expenses of Board Members
 - ** iii. Resolution Authorizing the Adoption of the Secure Act & Secure 2.0 Amendment for the 457b
- I. Engineering | Operations | Safety & Regulatory Compliance

7. BOARD TOPICS

- ** A. Tri-State Board Policy 115

8. ASSOCIATED MEETING REPORTS

- A. Eco-Action Partners – Toby Brown
- B. CREA – Val Szwarc
- C. Western United – Dave Alexander
- D. Tri-State – Kevin Cooney

9. ATTORNEY’S REPORT

- ** A. Board Districts
 - B. Executive Session
 - i. Personnel and Contractual Discussion
- RETURN TO REGULAR SESSION

10. BOARD CALENDAR/TRAVEL

- A. NRECA Directors Conference (January 25-28, Palm Springs, CA)
- B. NRECA Director Duties & Liabilities (February 3-4, Online)
- C. CREA Annual Meeting (February 7-10, Denver, CO)
- D. NRECA Conversation Skills Outside the Boardroom (February 10-11, Online)
- E. NRECA Electric Vehicles: Strategy & Policy Considerations (February 24-25, Online)
- F. NRECA TechAdvantage & PowerXchange (March 6-11, Nashville, TN)
- G. NRECA Board Operations & Process (March 18, Online)
- H. Tri-State Annual Meeting (April 9-10, Denver, CO)
- I. NRECA Legislative Conference (April 26-29, Washington, D.C.)
- J. NRECA Summer School for Directors (June 26-30, Louisville, KY)

11. MISCELLANEOUS

- ** A. 2026 Calendar Review and Off-Site Meeting Discussion
- B. General Counsel Contract Renewal
- C. Director Certification Presentation

12. NEXT MEETING

Tuesday, January 20, 2026: Regular Board of Directors Meeting, Ridgway and via Zoom Virtual Meeting.

Tuesday, February 24, 2026: Regular Board of Directors Meeting, Nucla and via Zoom Virtual Meeting.

13. ADJORN

** Denotes Board Action/Direction Required

Blue Items denote items added to Agenda since 10-day advanced posting.

Red items denote action items added to Agenda since 10-day advance posting that require re-ratification.