

VALLEY ELECTRIC ASSOCIATION, INC.

REGULAR MEETING
OF THE
BOARD OF DIRECTORS

A regular meeting of the Board of Directors of Valley Electric Association, Inc. (“VEA”) for conducting the business of Valley Communications Association, LLC (“VCA”), was held on Thursday, April 25, 2019, beginning at approximately 3:30 p.m., at VEA’s headquarters in Pahrump, Nevada.

Ken Derschan called the roll of Directors present: Ken Derschan, President; Rick Johnson, Vice President; Dave Hall, Secretary; Peter Gazsy, Assistant Secretary; David Dawson, Treasurer; and Kathy Keyes.

Also present were: Steve Morrison, Chief Financial Officer (“CFO”); Bart Thurgood, Chief People Strategist; Nate Johnson, Executive Vice President (“EVP”) of Broadband; Mike Hengel, EVP of Communications & Regulatory Affairs; Amy Carlson, Executive Administrative Assistant; and Josh Weber, Davison Van Cleve, PC, General Counsel.

Mr. Derschan called the meeting to order at 3:27 p.m.

1. Approval of the Agenda. Mr. Dawson **moved** to approve the Agenda. The motion was **seconded** by Mr. Gazsy, and it was **approved** unanimously.
2. Member Comment. There was no member comment.
3. Director Comment. There was no Director Comment.
4. Approval of the Minutes. Mr. Gazsy **moved** to approve the minutes of the Friday, March 28, 2019 minutes of the Board Meeting for discussing the affairs of VCA. Mr. Hall **seconded** the motion, and it was unanimously **approved**.
5. Financial and Statistical Reports. Mr. Morrison reviewed the unaudited financial reports for VCA and Broadband. Mr. Gazsy commented on the low pricing. Mr. Morrison presented the balance sheet. He noted that like VETA, VCA contributed cash in order to pay the VCA debt associated with the facilities. Mr. Morrison noted that sales churn is approaching industry average. He also noted that reconciliation is being made between financial and operational reports, but revenue is significantly higher following the pricing adjustment. The Board asked additional questions regarding pricing and business models.
6. Unfinished Business.
 - a. Intercompany Agreements. This item has been tabled.
7. New Business. There was no new business.

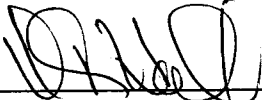
8. CEO and Staff Reports.

- a. CEO Report. There were no additions to the report.
- b. Human Resources Report. There were no additions to the written report.
- c. CFO Report. Mr. Morrison did not have any additions to his written report.
- d. Communications Report. Mr. Hengel had no additions to the Communications Report.
- e. Broadband Services Report. Mr. Nate Johnson discussed the move away from IPTV. He also announced progress on the Tonopah buildout, including hooking up the courthouse. He noted that the new tower will enable additional connections.

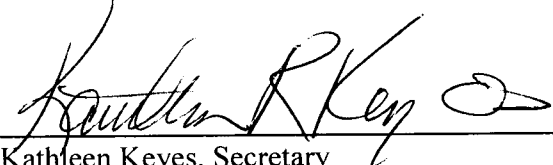
It was determined that the next meeting of the Board of Directors to consider the affairs of VCA would be held on Friday, May 31, 2019, beginning immediately following the VEA Board Meeting.

There being no further business to come before the Board, Mr. Gazsy **moved** to adjourn the meeting. The motion was **seconded** by Mr. Hall, and **approved** unanimously. The Board adjourned the meeting at approximately 3:55 p.m.

DATED this 3rd day of June, 2019.



David Hall, President



Kathleen Keyes, Secretary