

**NOTICE AND AGENDA OF COMBINED MEETING
OF THE BOARD OF DIRECTORS OF
HARQUAHALA VALLEY IRRIGATION DISTRICT AND
HARQUAHALA VALLEY POWER DISTRICT**

NOTICE IS HEREBY GIVEN to the general public that the Harquahala Valley Irrigation District ("HVID") and Harquahala Valley Power District ("HVPD") will hold a combined Board of Directors Meeting on December 3, 2019, commencing at 9:00 a.m., at the offices of K. R. Saline & Associates, 160 N. Pasadena, Suite 101, Mesa, Arizona. The meeting is open to the general public except for the Executive Session portion(s), which the Boards may vote to convene at any time during the meeting to consult with counsel for legal advice on matters listed on this agenda. If an executive session is held prior to the public meeting, it is anticipated that the public meeting will convene no later than 10:00 a.m.

AGENDA

1. Call to Order and Establish Quorum.
2. Public Comment, if any.
3. Discussion and possible approval of the Minutes of the combined HVID-HVPD Meeting of August 26, 2019.

HVPD: Discussion and possible action on the following items:

4. Financial Report (Jeff Woner)
 - a) Review and possible approval of financial reports (including report of receivables status) and disbursements.
 - b) Presentation of final audited financial statements for Fiscal Year 2018/19.
5. Manager's Report (Jeff Woner)
 - a) Report on power supply matters.
 - b) Other state/federal/regional activities, as applicable.
6. Attorney's Report (Jason Moyes)
 - a) Discussion and possible action on Amendment to the Amended and Restated Power Purchase Agreement by and between Mesquite Power, LLC and Undersigned Buyers including HVPD.
 - b) Discussion and possible action on intervention in pending rate case.
 - c) Report on status of 2019 Election of the Board of Directors.

Please note that this agenda may be changed prior to the scheduled meeting by modifying or deleting listed matters or adding new ones. Anyone interested in the final agenda for the meeting should contact the Harquahala Valley Irrigation District Office at (928) 372-4791 or (623) 581-9166 or the Harquahala Valley Power District office at (480) 610-8741 twenty-four (24) hours in advance of the meeting. In accordance with the Americans with Disabilities Act (ADA), the Districts endeavor to ensure the accessibility of their meetings to all persons with disabilities. If you need an accommodation or alternative format for a meeting due to a disability, please contact the Harquahala Valley Power District office at (480) 610-8741 as soon as possible so accommodations can be arranged.

HVID: Discussion and possible action on the following items:

7. Manager's Report (Rick Warren)
 - a) 2019 Water Deliveries.
 - b) Operations & Maintenance.
 - c) Discussion of CAWCD water allocation and rates for 2020.
 - d) Discussion of District 2020 Water Allocations and possible action to set District 2020 Water Rates.
 - e) Report and possible action on equipment purchase.

8. Financial Report (Rick Warren)
 - a) Budget/ Actual Report.
 - b) Accounts payable approval.
 - c) Consideration and possible approval of Christmas bonuses for District employees.

9. Attorney's Report (Jason Moyes)
 - a) Report on status of 2019 Election of the Board of Directors.
 - b) Report on Drought Contingency Plan.

10. Personnel matters.

POSSIBLE EXECUTIVE SESSION FOR EITHER OR BOTH DISTRICTS

11. Executive Session, if called for by majority vote of the Board, pursuant to A.R.S. Section 38-431.03 A (3) and (4), to obtain advice of attorney, and consider the position of the District regarding litigation and/or pending contract negotiations.

12. Action pursuant to Executive Session, if any.

13. Establish next meeting date.

14. Adjournment.