

**MINUTES OF REGULAR BOARD MEETING
OF
HOLY CROSS ENERGY**

SEPTEMBER 19, 2018

A regular meeting of the Board of Directors of Holy Cross Electric Association, Inc., a/k/a Holy Cross Energy (hereinafter called "Holy Cross"), a Colorado cooperative association, was held at the main office at 3799 Highway 82 in Garfield County, Glenwood Springs, CO at 9:03 a.m. on September 19, 2018.

Agenda Item 1: Roll Call. Vice Chair David C. Munk reported that five of the seven Directors were present being Robert H. Gardner, David C. Munk, Clemons M. Kopf, Michael A. Glass, and Adam L. Palmer; and Megan M. Gilman and Kristen N. Bertuglia appeared by telephone. Staff attending included Bryan J. Hannegan, President and Chief Executive Officer; Sam Whelan - Business & Rate Analyst, Michael Whiddon, Accounting Supervisor; Diana Golis, Vice President - Power Supply and Contracts; Bob Farmer, Vice President - Information Technology; John Rowley, Vice President - Human Resources; Cody O'Neil, Vice President - Glenwood District Operations; Rick Arnhold, Vice President - Eagle/Vail District Operations; Steve Beuning, Power Supply / Special Projects Supervisor; and General Legal Counsel Randolph W. Starr.

Agenda Item 2: Adjourn Previous Board Meeting. Vice Chair Munk adjourned the meeting of the Board of Directors originally convened on August 15, 2018, and then continued to today's meeting.

Agenda Item 3: Public Comment. Vice Chair Munk asked for comments of members of the public present. No comments were made as there were no members of the public present.

Agenda Item 4: Employee Recognition. Olimpia May, Member Services Representative, with 25 years of service, Brittany Roberts, Member Services Representative, with 5 years of service, Jill Crawford, Purchasing Assistant, with 5 years of service, [in person] Jeff Wissing, Tree Clearing Supervisor, with 25 years of service, and Dan Lovato, Journey Lineworker, with 10 years of service were recognized for their service to Holy Cross. The employees left the Board room.

Agenda Item 5: Consent Calendar. The following informational items were presented to the Board in the form of written reports and memoranda:

- a. Minutes of August 2018 Regular Meeting
- b. Treasurer's Report
- c. Safety Committee Minutes
- d. Attorney's Report
- e. Staff Reports
- f. Board Committee Reports
 - i. Communications
 - ii. Finance
 - iii. Governance
 - iv. Strategic Issues
- g. Directors' Reports
 - i. Western United Electric Supply Corporation
 - ii. Colorado Rural Electric Association

Questions posed by Board members were answered by staff members. Upon motion duly made by Director Gardner, seconded, put to a vote and unanimously carried, it was **RESOLVED** that the items on the Consent Calendar be approved as presented.

Agenda Item 6: Old Business.

a. Bank Authorization for Board Members and Senior Staff. Following comments by Mr. Whiddon, upon motion duly made by Director Kopf, seconded, put to a vote and carried unanimously, the following resolution was adopted:

RESOLVED that the officers and employees of Holy Cross Energy designated in the September 19, 2018 Board Memorandum entitled "Bank Authorization for Board Officers" be authorized, within the limitations set out in that Memorandum, to draw, sign and deliver, in the name of Holy Cross Energy, checks or drafts against the funds of Holy Cross Energy on deposit in its bank accounts as so described in that Memorandum.

b. Key Ratio Trend Analysis 2017: Mr. Whelan gave a presentation about the NRUCFC Key Ratio Trend Analysis that had been sent to the Board prior to the meeting. Questions from Board members were answered by Mr. Whelan, and input was given by Mr. Hannegan and other staff members on various ratios. During the presentation Chris Bilby entered the Board room.

Agenda Item 7: New Business.

a. Adoption of Renewable Energy and Greenhouse Gas Emissions Goals.

After discussion by the Board, upon motion duly made by Chair Gilman, seconded by Director Gardner, put to a vote and carried unanimously, the following resolution was adopted:

RESOLVED, that by 2030, Holy Cross Energy will:

- Use clean and renewable resources to supply at least 70% of the power provided to HCE members, compared to 39% today;
- Reduce the greenhouse gas emissions associated with HCE's power supply by 70% from 2014 levels; compared to 25% today; and
- Accomplish both of these goals with no additional increase in the cost of power supply.

b. Proposed Change to Tariffs, Rules and Regulations re: EV Charging.

A presentation was made by Mr. Whelan and he and Mr. Hannegan answered questions by and during discussion by the Board.

Upon motion duly made by Director Glass, seconded, put to a vote and unanimously carried, the following resolution was adopted:

RESOLVED that the Board enter executive session to consider documents or testimony given in confidence generally relating to legal advice matters. All staff members remained in the Board room.

No action was taken by the Board to make final policy decisions or adopt or approve any resolution, rule, regulation, or formal action, any contract, or any action calling for the payment of money.

Upon motion duly made by Director Kopf, seconded, put to a vote and unanimously carried, the following resolution was adopted:

RESOLVED that the Board exit executive session.

Upon motion duly made by Director Palmer, seconded, put to a vote and carried unanimously, the following resolution was adopted:

RESOLVED, that the Board of Directors approves the proposed tariff revision effective on November 1, 2018, allowing for the cost recovery of Level II EVSE investments through the optional EVSE Payment Rider as presented by staff with a change in wording as noted in the attachment to the minutes.

Agenda Item 8: Executive Session. Upon motion duly made by Director Gardner, seconded, put to a vote and unanimously carried, the following resolution was adopted: **RESOLVED** that the Board enter executive session to consider documents or testimony given in confidence generally relating to power supply matters. All staff members remained in the Board room.

No action was taken by the Board to make final policy decisions or adopt or approve any resolution, rule, regulation, or formal action, any contract, or any action calling for the payment of money.

Upon motion duly made by Director Gardner, seconded, put to a vote and unanimously carried, the following resolution was adopted: **RESOLVED** that the Board exit executive session.

Agenda Item 7 c. [new] Colorado Air Quality Commission Rulemaking on Zero-Emission Vehicles. Director Palmer discussed the state's proposed electric vehicle rulemaking program and whether a response by Holy Cross should be made. No action was taken by the Board.

Agenda Item 9: Lunch with the HR and Administration Representatives. A break for lunch was taken.

Agenda Item 10: Continuation of Board Meeting. Vice Chair Munk recessed the meeting at 12:14 p.m. until the regular Board Meeting on **October 24, 2018**. The next meeting will be held at Holy Cross's office at 3799 Highway 82 in Glenwood Springs, Colorado.

Secretary – Robert H. Gardner

APPROVED:

Vice Chair – David Munk

NOTE: The 2018 regular Board Meeting dates are tentatively scheduled for:

- October 24, 2018 *[note date change]*;
- November 14, 2018 *[note date change]*; and
- December 19, 2018.

Upcoming Meetings of Associated Organizations:

- NRECA Region VII & IX Conference on September 25-27 in Anchorage, AK.
- CREA Fall Meeting and Energy Innovations on October 27-30 in Denver, CO.
- Mid-West Electric Consumers Association Annual Meeting on December 10-13 in Denver, CO.