

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

**AUGUST 24, 2021**

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 Morgridge Commons, Colorado Mountain College at 815 Cooper Avenue in Garfield County, Glenwood Springs, CO, on August 24, 2021, at 9:16 a.m. The meeting was held in person and in webcast format with all Board members and all staff appearing in person at Holy Cross’s main office. Notice of the meeting was given in accordance with Colorado law and the bylaws of Holy Cross.

Agenda Item 1: Roll Call. Chair David C. Munk reported that all the seven Directors were present in person being Robert H. Gardner, Kristen N. Bertuglia, David C. Munk, Adam Quinton, David S. Campbell, and Keith E. Klesner; and Alexander DeGolia was online. Staff attending in person included Bryan J. Hannegan, President and Chief Executive Officer; David Bleakley, Vice President – Engineering; Bob Farmer, Vice President - Information Technology; Cody O’Neil, Vice President—Glenwood District Operations; Rick Arnhold, Vice President – Eagle / Vail District Operations; Andrew Schiller, Vice President – Finance; John Rowley, Vice President - Human Resources; and Jenna Weatherred, Vice President—Member and Community Relations.

Agenda Item 2: Adjourn Previous Board Meeting. Chair Munk adjourned the meeting of the Board of Directors originally convened on July 21, 2021, and then continued to today’s meeting. [9:16]

President and Chief Executive Office Hannegan provided the Board with a status report on the COVID-19 impacts to Holy Cross. [9:18]

Agenda Item 3: Public Comment. Chair Munk asked for comments of members of the public present. As no members were present or virtually there were no comments. [09:25]

Agenda Item 4: Consent Calendar. The following informational items were presented to the Board in the form of written reports and memoranda:

- a. Minutes of July 21, 2021, Regular Meeting
- b. Treasurer’s Report
- c. Safety Committee Minutes
- d. Power Supply Report
- e. System Reliability Report
- f. Legislative and Regulatory Report
- g. Attorney’s Report
- h. Staff Reports
- i. Board Committee Reports
  - i. Communications
  - ii. Finance

- iii. Governance
- iv. Strategic Issues
- j. Directors' Reports
  - i. Western United Electric Supply Corporation
  - ii. Colorado Rural Electric Association
  - iii. National Rural Electric Cooperative Association
  - iv. National Rural Utilities Cooperative Finance Corporation

Questions posed by Board members were answered by staff members. Upon motion duly made, seconded, put to a vote and unanimously carried, it was

**RESOLVED**, that the items on the Consent Calendar be approved as presented. [09:50]

Agenda Item 5: Old Business. None.

Agenda Item 6: New Business. None.

Agenda Item 7: Executive Session. Upon motion duly made, 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 strategic planning including Enterprise Risk Assessment, Strategic Plan Review, and Financial Sustainability.

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. All staff members remained in the meeting.

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

**RESOLVED**, that the Board exit executive session. [17:06]

Agenda Item 8: Continuation of Board Meeting. Chair Munk recessed the meeting at 17:06 p.m. until **September 15, 2021, at 9:00 a.m.** The next meeting will be held at Holy Cross' main office at 3799 Highway 82 in Garfield County, Glenwood Springs, CO, with a virtual option.

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Secretary – Robert H. Gardner

APPROVED:

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Chair – David C. Munk

The Holy Cross Energy Board Meeting schedule for 2021:

September 15, 2021—online

October 20, 2021—online

November 17, 2021—online

December 15, 2021—in person