

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

MAY 21, 2025

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, on April 22, 2025, at 9:00 a.m. The meeting was held on WebEx with Board members and staff appearing electronically. 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 called the meeting to order and reported that all seven Directors were present, Robert H. Gardner, Kristen N. Bertuglia, David C. Munk, Adam Quinton, Alexander DeGolia, Keith Klesner, and Linn Brooks. Staff attending included Bryan J. Hannegan, President and Chief Executive Officer; David Bleakley, Vice President – Engineering; Cody O’Neil, Vice President—Operations; Sam Whelan, Vice President—Finance; Jenna Weatherred, Vice President—Member and Community Relations; Trina Zagar-Brown, Vice President—Business Services. Also attending was General Legal Counsel Karl K. Kumli, III, Jonathan Rosales Perez, Lisa Reed, Robert Rittner, Charlotte Crawford, Eric Arnette, Phil Armstrong, David Manning, Josh Snoddy, Travis Sarbin, Theresa Comerer, Alex Revilla, Brad Davis, and Betsey Seymour.

Agenda Item 2: Adjourn Previous Board Meeting. Chair Munk adjourned the meeting of the Board of Directors originally convened on April 22, 2025, and then continued to today’s meeting.

Agenda Item 3: Public Comment. Chair Munk asked for comments from members of the public present. Mr. Hannegan noted that no members of the public were present.

Agenda Item 4: Employee Recognition.
May Service Recognition:

Keith Hernandez, Engineering Tech III, is celebrating 30 years of service.

Scott Smith, Field QA Coordinator, is celebrating 25 years of service.

Rob Rittner, Infrastructure Field Technician II, is celebrating 10 years of service.

Recent New Hires, Promotions and Departures:

Kielee Alexander has accepted a new position as the Operations Administrative Assistant, effective April 21, 2025.

Melissa Jodis, Business & Rate Analyst, departed Holy Cross. Her last day was May 1, 2025.

The 2025 Spotlight on Excellence Awards program shined a light on remarkable talent and innovation, making it one of the most competitive seasons in the program’s history. The Member and Community Relations team were the recipients of four awards. Best Web-Based Project Classification 2: Gold Trees & Powerlines Resource Holy Cross Energy, Best Web-Based Project Classification 2: Gold Holy Cross Energy Website Redesign Holy Cross Energy, Most Innovative Use of Digital Engagement Classification 2: Gold Limited-Time-Offer to Engage Members in a Creative Way

Holy Cross Energy, and Best Special Publication – Small (1-8 pages) Classification 2: Gold Power+: How To Tap Into Tax Credits Holy Cross Energy.

The Board expressed their sincere appreciation for the exceptional work this team performs, which positions HCE at the forefront of our peers.

Lake Creek Village Apartment, Edwards, CO. 59 induction units were installed, and a \$30,000 custom commercial rebate was extended to the complex. Thank you notes were sent from residents who received the induction units.

Recognition of those involved in the work at Hotline School. James Ray for his continuing service and leadership as a Board officer of the Mesa Hotline School. Special thank you to Rodney Sherman and Mike Tornes for serving as Mesa Hotline School Field Committee members, overseeing the two weeks of active instruction. Rodney also served on the Material Committee making sure the School has what it needed to conduct its course work. Thank you also to Dan Lovato, Cory Cook, Blaine Sinks, Cal Bullington, Paul Belden, Parker Peterson, Anthony Cordova, and Matt Sherman for serving as instructors during the two one-week programs.

Rob Rittner and Lisa Reed left the meeting.

Chair Munk acknowledged Director Bertuglia, noting that this is her final meeting. He expressed gratitude for her years of service and the significant contributions she has made to Holy Cross.

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 Regular Meeting of April 22, 2025
- b. Treasurer's Report
- c. Safety Committee Minutes
- d. Cyber and Physical Security Committee Minutes
- e. Diversity, Equity, and Inclusion Committee Minutes
- f. Power Supply and Programs Report
- g. System Reliability Report
- h. Community Energy Systems Report
- i. Member Participation Report
- j. Legislative and Regulatory Report
- k. Attorney's Report
- l. Board Committee Reports
- m. Directors' Reports

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

RESOLVED, that the items on the Consent Calendar be approved with the amendment of Secretary updated.

Agenda Item 6: Staff Reports. Staff reports were delivered to Directors prior to the meeting. Questions from Directors were answered by staff.

Agenda Item 7: Old Business. None.

Matt Hasvold, a member of the public, entered the meeting.

Agenda Item 8: New Business.

- a. Proof of Service of Notice. Each year, the Proof of Service of Notice is signed by the acting Secretary of the Board of Directors. This document certifies that proper notice was given to the Membership on several important items, including the following:
- The date and location of the Annual Meeting of Members
 - The right to nominate Board Candidates by petition
 - That nominating petitions were received and were available for examination

2025 Update:

This year's document confirms that the 2025 Election Packet was emailed and mailed (delivered to the Post Office) on May 7, 2025, to all active Members of HCE. This packet contains an invitation to attend this year's Annual Meeting along with the date and time of the meeting. It also contains a 250-word campaign statement and a photograph of each candidate. Finally, the packet gives detailed instructions on how to mark the ballot, how to mail and sign the return envelope, and when the ballots are due.

The Notice of Right to Nominate by petition was published in seven area newspapers the week of January 20, 2025. These papers include the Glenwood Springs Post Independent, Snowmass Sun, The Aspen Times, Vail Daily, Eagle Valley Enterprise, Grand Junction Daily Sentinel, and Rifle Citizen Telegram.

Two nominating petitions from the Northern District and three nominating petitions from the Southern District were received by the Association by April 2, 2025.

The following is the media and communications schedule for the months of May – early June, to provide all members with further notice of the forthcoming election”

Print

Sol de Valle – Annual Meeting Promotion (Spanish)

- Three insertions scheduled
- Circulation: Down valley 25%, Mid Valley 25% and Up Valley 50%

Colorado Mountain News Media (CMNM) – election promotion (English and Spanish)

- Meet the candidates spread: Aspen Times (AT), Glenwood Post Independent (GPI), Vail Daily (VD) (English)
- Meeting the Candidates full page ad: AT, GPI, VD (Spanish)
- Election promotion ads in AT, GPI and VD
- Multiple insertions reserved and scheduled until the Annual Meeting

Broadcast

AMT Radio (Eagle Valley – Garfield County)

- Spots running on multiple stations including Spanish
- Stations include La Nueva, The Lift, KSPN, KSKE, and KNFO

KSUN Community Radio (Colorado River Valley)

- Spots running on one station
- Stations servicing Parachute, Battlement Mesa, Debeque, Silt, Rifle, and New Castle
- Sponsoring Town Hall News – morning drive, lunch, and evening drive

KMTS (Roaring Fork and Colorado River Valleys)

- Spots running on one station
- Stations serving Glenwood, Rifle, Silt, New Castle, Carbondale, Old Snowmass, Redstone and Thomasville

Digital

Social media – FB posts (Annual Meeting and BOD election candidates) – link to website

HCE website – Annual Meeting and Election website pages published (available in English and Spanish)

Survey & Ballot follow up emails – Election/voting reminder emails (sent May 14, and scheduled May 21 and 28)

HCE owned assets

Candidates press release – distributed early May

Election ballot postal mailing – mailed May 7

Election ballot email – emailed May 7

Special Edition Member Newsletter – May 20

Email, online and mailed – ballot closes – June 3, 11:59 p.m.

In-person voting closes at Annual Meeting on June 5

Outreach activities

Flyers – distributed to Latine businesses, places of worship and neighborhoods within the RFV

Targeted email – outreach to local Latine organizations within the RFV (English in Action, Valley Settlement, etc.)

Event cross promotion – Election promotion at Cinco de Mayo, Mayfest and others leading up to the Annual Meeting

Following discussion by Directors and questions asked of staff, upon motion duly made, seconded, put to a vote and carried, the following resolutions were adopted:

RESOLVED, that Board Secretary Gardner be directed to sign this year's Proof of Service of Notice certification.

A short break was taken.

Alex DeGolia left the meeting. Charlotte Crawford, Eric Arnette, Phil Armstrong, David Manning, Josh Snoddy, and Travis Sarbin entered the meeting.

b. Electric Rate Comparison. Vice President Whelan provided a brief comparison of Holy Cross's electric rates compared to the respondents to the CAMU rate survey. Every six months (January and July) CAMU requests each electric utility in the state of Colorado to provide their electric bill for a fictitious customer with specific consumption for four types of electric consumer. HCE has provided the implied bill for three of those customers as HCE does not have an applicable rate for CAMU's Industrial customer class. Although this isn't a perfect comparison of rates amongst utilities, the survey provides a useful way to compare bills of an "average" Colorado customer.

Staff provided the related graphs for those responses. HCE's January rates and tariffs are shown by the green bar and with rankings against those that have responded to the survey regardless of the corporation's status (IOU, Cooperative or Municipal).

HCE continues to have lower rates than most of the utilities in Colorado, in line with our strategic priorities. HCE's rates include the addition of a franchise fee as well as the WeCARE rate rider, which many other utilities do not have. Questions from Board members were answered by staff members.

Theresa Comerer, Alex Revilla, and Alex DeGolia entered the meeting.

c. Cyber and Physical Security Plan Review. Vice President Zagar-Brown with input from Eric Arnette, Travis Sarbin, and Josh Snoddy provided an annual update to the Board of Directors on current and planned activities that support organizational cyber and physical security. Over the past several years, HCE has developed and implemented a comprehensive cyber and physical security strategy, emphasizing risk management, coordination, accountability, and training.

To support this initiative, HCE has undergone various cyber and physical security assessments to identify priority projects. This has led to a multipronged approach, including the implementation of a third-party Security Operations Center (SOC) that provides 24/7 monitoring, detection, and response to cybersecurity threats in coordination with existing technologies. Additionally, HCE has established rigorous cybersecurity policy documentation that is compliant with contemporary industry standards. HCE's Cyber and Physical Security department has also completed various other activities to support its mission, including:

- Cyber and Physical Security Workplan Deliverables
- Increased Cyber and Physical Security Training
- DOE/NARUC Cybersecurity Baselines for Distribution Systems
- NRECA Cybersecurity Goals
- Cyber and Physical Security Committee & InfoSec Committee
- Access Control and Camer Updates
- Incident Response Plans and Tabletop Exercises
- Technology Penetration Testing
- Emergency Action Plan Update
- Guests Management System Implementation
- Coordination with Local Law Enforcement
- Facilities Improvement

The Cyber & Physical Work Plan strategically supports the Cyber and Physical Security mission with critical investments in facilities and system networks including an emphasis on advanced technologies focusing on the following tasks:

- Verkada Installation at HCE Campuses/Access Control Project
- Verkada Coordination Training at HCE Campuses
- Implement Cybersecurity Awareness Training Programs
- Develop and Implement Operations Technology (OT) Cyber Strategy Roadmap
- Cyber and Physical Security Interdepartmental Tabletop

Travis Sarbin, Josh Snoddy, Matt Hasvold, Keith Klesner, and Eric Arnette left the meeting.

Break was taken for lunch.

Brad Davis joined the meeting.

d. Clean Energy Plan Review. Vice President Whelan with input from Phil Armstrong provided an update to the Board of Directors on HCE's progress toward our Clean Energy Plan goals. At its April 21, 2021, Regular meeting, the HCE Board of Directors authorized the filing of a Clean Energy Plan (CEP) with the Air Quality Control Commission (AQCC) in compliance with the provisions of HB19-1261 and SB19-2369 as amended. As provided for in that legislation, an electric utility that files a CEP that demonstrates a greater than 80% level of CO₂ reduction by 2030, compared to 2005 levels, obtains a "safe harbor" from future CO₂ regulations that may be implemented by the CDPHE/AQCC.

HCE's CEP includes HCE's existing and planned power supply projects and programs, and HCE's current and projected future power supply relationships with both Xcel Energy/Public Service Company of Colorado (PSCo) and Guzman Energy. The resulting CEP will achieve a 99% reduction in 2030 greenhouse gas emissions associated with HCE's retail sales from 2005 levels and is consistent with our public "Journey to 100%" commitment to supply 100% carbon-free electricity to HCE members and their communities by 2030.

AQCC staff completed their verification and approval of HCE's CEP in 2022 and filed a Petition on May 12, 2022, for a Commissioner Information Meeting (CIM) at the Colorado Public Utilities (PUC). Despite intervenor comments about the Guzman/Comanche 3 transaction, the PUC held a CIM on June 3, 2022, at which point HCE's CEP filing was deemed approved, and the safe harbor provided to HCE per State law.

e. GHG Emissions Annual Report. Vice President Whelan with additional input from Phil Armstrong and, Theresa Comerer provided the results of Holy Cross's 2024 greenhouse gas (GHG) emissions annual inventory. HCE's operations' emissions journey began in 2018 with an initial accounting of operational GHG emissions, conducted in collaboration with Lotus Engineering and Sustainability. While the 2005 and 2014 inventories focused solely on power supply-related emissions, the 2018 inventory marked the first assessment across all HCE's activities.

This audit was undertaken to better document progress toward the GHG reduction goals outlined in HCE's Seventy/Thirty plan. Lotus supported the development of an in-house annual inventory process and provided an Inventory Management Plan detailing organizational and operational boundaries, emission sources and scopes, reporting protocols, and data requirements. HCE adopted The Climate Registry's (TCR) General Reporting Protocol (GRP) Version 3.0, along with the Electric Power Sector Protocol, to ensure alignment with industry standards and the broader GHG Protocol developed by the World Resources Institute.

At the last three May Board Meetings, staff presented the completed inventory for the prior years. This year's annual report will continue to provide updates on our progress toward that goal. It will also provide a tool with which to evaluate where emissions opportunities exist.

Updated table with 2024 emissions related specifically to Power Supply.

Power Supply (MT CO₂E)	2005	2014	2018	2019	2020	2021	2022	2023	2024
<i>Comanche 3</i>		329,363	430,023	372,334	14,675	339,259	257,933	420,592	330,636
<i>T&D Losses, Company use</i>	44,213	28,031	11,714	9,031	16,279	7,441	10,104	9,063	6,288
<i>Contracted Power Supply</i>	900,207	592,979	317,987	216,131	429,559	228,652	265,997	131,779	12,228
Total	944,420	950,373	759,724	597,496	460,513	575,351	534,034	561,433	349,152

Total 2024 emissions reflect at 40% decrease from 2023 power supply GHG emissions. The primary driver of the decrease was the displacement of carbon emitting wholesale power with Bronco Plains II generation. The renewable percentage also increased from 50% to 76%.

For 2024, non-power supply GHG emissions were down slightly from 2023, as follows:

Non-Power (MT CO₂E)	2018	2019	2020	2021	2022	2023	2024
Fleet	874	902	768	868	883	865	898
Personal Use	891	798	603	733	606	626	621
Natural Gas	421	454	420	363	402	369	317
Commute	237	238	90	99	258	259	253
Waste	34	34	28	28	28	28	28
Travel	31	41	14	8	18	23	23
Total	2,488	2,467	1,923	2,100	2,195	2,171	2,140

The focus in 2024 was implementing EnergyCAP, a software focused on collection and analysis of operational (primarily building use) data. We have established the data intake process and will add other points that are meaningful (ie. Fuel station). After more data is collected, we will be able to recognize and report on various trends like energy use intensity, cost or carbon impact. Additionally, we can develop a dashboard that can be posted internally as a central information source.

Phil Armstrong, Theresa Comerer, Alex Revilla, David Manning, Alex DeGolia, and Brad Davis left the meeting. Keith Klesner rejoined the meeting.

Agenda Item 9: NRECA Participation.

a. Legislative Conference Report. A memo was provided describing the outcomes of the Chair and Vice Chair's participation in the most recent NRECA Legislative Conference.

Cody O'Neil left the meeting.

b. 2025 Member Resolutions. Board members began to consider the 2025 NRECA Member Resolutions and develop proposals for amendment for consideration by the Resolutions Committee. NRECA's Member Resolutions are created and refined during an annual cycle that gives members an opportunity to participate at every step. Any member cooperative can pass a resolution or amend an existing resolution and submit it to NRECA for consideration during the Spring of each calendar year. An NRECA Resolutions Committee review proposed resolutions

and compiles them for consideration at Regional Meetings in the Fall of each year. Resolutions that are approved by one or more NRECA Regions are forwarded to the Annual Meeting for consideration by the entire membership.

The next meeting of the NRECA National Resolutions Committee is on June 20 and voting member cooperatives have been requested to send any proposed amendments to existing Resolutions to the Committee no later than June 13. The current Compendium of NRECA Member Resolutions is included in Call to Order for reference. Directors were encouraged to review the Compendium and bring any specific amendments they might wish HCE to propose to the Resolutions Committee for consideration. Directors reviewed proposed amendments to resolution 1.4, 3.2, 3.5,

Agenda Item 10: Executive Session. None.

Agenda Item 11: Items for Future Agendas. Discussion about the items on the list ensued, resulting in changes to the allocation of subjects on future Board meeting agendas.

Agenda Item 12: Continuation of Board Meeting. Chair Munk continued the meeting at 3:11 p.m. until **Wednesday, June 18, 2025, at 9:00 a.m.** The next meeting will be held in-person at Holy Cross' main office at 3799 Highway 82 in Garfield County, Glenwood Springs, CO.



Secretary – Robert H. Gardner

APPROVED:



Chair – David C. Munk

2025 Holy Cross REA Board Meeting Schedule [Third Wednesday of each month]
The Annual Meeting of Members will be held on June 5, 2025, at Buttermilk Mountain Lodge, Base of Buttermilk, 38700 CO-82, Aspen, CO 81611
June 18, 2025—in person
July 16, 2025—WebEx
August 20, 2025 (strategic planning)—in person TBD
September 17, 2025—WebEx
October 15, 2025—in person at Cooley Mesa
November 19, 2025—WebEx
December 17, 2025—in person at Glenwood