

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

JANUARY 21, 2026

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 Glenwood office at 3799 Highway 82 in Garfield County, Glenwood Springs, CO on January 21, 2026, at 9:00 a.m. The meeting was held via 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 Adam Quinton called the meeting to order and reported that all Directors were present, Alex DeGolia, Robert Gardner, Linn Brooks, David Munk, Keith Klesner, and Kim Schlaepfer. Staff attending included Bryan Hannegan, President and Chief Executive Officer; David Bleakley, Vice President – Engineering; Cody O’Neil, Vice President—Operations; 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, Natalie Kellum, Administrative & Projects Coordinator, Maisa Metcalf, Community Outreach Specialist, Kristina Johnson, Communications Manager, Jonathan Rosales Perez, IT Tech Analyst II, and Betsey Seymour, Executive Coordinator.

Agenda Item 2: Public Comment. Chair Quinton asked for comments from members of the public present. Mr. Hannegan noted that there were two members of the public present, Ryan Slack and Jesse Hill.

Agenda Item 3: Employee Recognition.

January Service Recognition:

Ezra Velez, Electrician/Meter Person, is celebrating 10 years of service.

Ethan Barns, Journey Lineworker, is celebrating 5 years of service

Josh Snoddy, Manager, Operations Technology, is celebrating 20 years of service.

Jeff Huber, Supervisor System Operations, has retired from HCE; his last day was December 31, 2025.

Ezra Velez left the meeting.

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 December 17, 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. Member and Community Relations Report
- i. Legislative and Regulatory Report
- j. General Counsel Report
- k. 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 as presented.

Brian DeCrow, Safety and Security Coordinator, joined the meeting. Alex DeGolia stepped away from the meeting.

Agenda Item 5: Staff Reports. Staff reports were delivered to Directors prior to the meeting. Questions from Directors were answered by staff.

Agenda Item 6: Old Business.

- a. Amendments to Strategic Plan. Mr. Hannegan provided the Board with proposed revisions to HCE Strategic Plan and asked the Board for adoption of the revised Plan.

At its October 2025 regular meeting, the Board considered proposed amendments to the current HCE Strategic Plan (the “Plan”), which was adopted by the Board of Directors (the “Board”) at its January 2022 Regular Meeting and further amended in September 2022 and again in January 2025.

Following discussion of the proposed amendments provided by Directors prior to that meeting, the Board agreed to table consideration of the revised Strategic Plan until additional edits could be made to Goal 1 – Provide Clean Electricity to Our Members, to reflect progress made on HCE’s clean energy goals.

Directors submitted additional text which has been incorporated into the revised draft Strategic Plan that was provided prior to the meeting, along with additional minor edits received since the October 2025 discussion.

After a verbal and written presentation to the Board. A motion was made, seconded, and unanimously carried that it was

RESOLVED, that the proposed amendments to the HCE Strategic Plan be approved as presented.

Keith Kelsner stepped away from the meeting, Maisa Metcalf left the meeting. Jennifer Waugh, Technical Account Manager, and Kelly Stallard, Business Development and Partnerships, with CFT Group, Alex DeGolia, and Lindsey Williams joined the meeting.

Agenda Item 7: New Business.

- a. Member Satisfaction Survey. Mrs. Weatherred presented the results of the recent Member Satisfaction Survey.

The executive summary presented was based on the results of an online survey of 706 residential members (4%) of Holy Cross Energy conducted in November 2025 by CFI Group. Members of CFI Group were in attendance to present the results.

Staff also included results from a Survey & Ballot Systems (SBS) member satisfaction survey that SBS conducted for HCE in October 2025. SBS is moving into member satisfaction surveying and offered this survey at no cost because of our strong partnership with them, which includes hosting

our Board elections. The SBS member satisfaction results were distributed to the Board prior to the meeting but there was no presentation made at the meeting.

With respect to the CFI member satisfaction results, the 2025 American Customer Satisfaction Index (ACSI) for Member Satisfaction Index (MSI) for Holy Cross Energy was 87. This score for HCE exceeds the 2025 ACSI benchmarks for the Energy Utilities industry overall (74) and Cooperative Utilities (76). The baseline driver scores show strong performance across all areas:

- While the Renewable /Clean Energy driver score of 83 reflects excellent performance, it is the lowest-scoring driver. With its moderate impact on MSI, it should be considered a top priority for improvement to help increase the already strong MSI.
- The Billing and Payments driver was the highest-rated driver for Holy Cross Energy at 95 in 2025. Ease of making a payment received an impressive rating of 97.
- The Service Reliability/Outages driver (92) has the largest impact, meaning it has the most leverage to drive changes in the MSI. As the second-highest scoring driver, continuing this excellent level of performance will help maintain a strong MSI score.
- Two-thirds of respondents (66%) indicated they were familiar with HCE's goal to provide 100% clean energy by 2030. MSI was similar for both groups, with MSI among those who were aware of the goal at 87, while MSI for those who were not aware was 86. However, scores for the Renewable/Clean Energy driver (a key driver for improving the MSI) are notably lower among those who were not aware of the goal.
- When members are asked about the renewable goal, 52% indicated they strongly agree with the goal (MSI = 91). Among those who somewhat disagree (7%) with the goal, MSI is much lower at 62.

This year, HCE staff asked both survey companies to include a new method of measuring member satisfaction with a New Promoter question on their surveys. A Net Promoter Score (NPS) measures customer loyalty and satisfaction through a single question: "If Colorado allowed customers to choose their electric utilities, how likely would you be to recommend HCE to a friend or colleague?" HCE received an NPS of +70 in the CFI study, defined as the number of Promoters (9-10 on a scale of 1-10) minus the number of Detractors (0-6 on the same 10-point scale). A score of 70 or above is considered "exceptional" for electric utilities.

The SBS survey asked the question differently, however, the results were still considered very good with an NPS score of +52 (63.8% responses "Very Likely" minus 11.7% responses "Somewhat Likely" or "Very Unlikely"). NPS scores of 50 and above are considered "great" for electric utilities based on observed average scores in other surveys.

Directors asked questions of presenters and engaged in discussion. The Chair thanked the representatives of CFI for their work and expressed appreciation for HCE staff's performance.

Jesse Hill, Kelly Stallard, Jennifer Waugh, and Lindsey Williams left the meeting.

b. Annual Safety and Loss Report. Mr. DeCrow provided the Annual Safety and Loss Report to the Board with data on illnesses and injuries suffered by HCE employees in 2025. He also reported on the progress implementing HCE's ongoing Safety Improvement Plan, which was given to the Directors prior to the meeting.

In 2025, HCE's Total Recordable Case Incident Rate (TRCIR) was 1.8 reflecting a total of 3 recordable incidents in 2025. The Days Away, Restricted, or Transferred (DART) rate was 0.6. There were two General Liability/Property Damage claims in 2025 in the amount of \$355,000. There were four Auto Liability/Physical Damage and Auto Collision claims in 2025 for a total of \$52,843.

Keith Klesner and Maisa Metcalf reentered the meeting; Kim Schlaepfer and Ryan Slack left the meeting. A break for lunch was taken.

c. Amendments to Bylaws. Mr. Hannegan reviewed the proposed amendment to the Holy Cross Electric Association Bylaws (“Bylaws”) that is intended to clarify the ability of joint members to be qualified to serve as a Director.

Article IV, Section 2 of the Bylaws sets forth the qualifications a Person must meet in order to serve as a Director. Subsection A, part 7 of that Section states that a Person must “be a member of and have received electric service from the Association for a consecutive period of at least two years immediately prior to the date of the Person’s election as a Director.”

Article I, Section 7 of the Bylaws provides for “joint membership” that “may consist only of a legally married couple or a civil union couple, both as defined by law.” Further that same section state that “(E)xcept as otherwise provided in these Bylaws, the term “joint member” has the same meaning as the term “member,” and such a joint member has and enjoys the rights, benefits and privileges, and is subject to all the obligations, requirements, and liabilities, of being a member.”

From time to time, an individual has offered themselves as a potential candidate for election as a Director, only to find out that they are not listed as either a member or joint member of the Association. In such cases, the individual can easily become a joint member but still lacks the necessary two years’ consecutive period of electric service required by Article IV, Section 2.

The Board engaged in an extensive discussion of this topic at its December 2025 regular meeting. Following that discussion, the Board directed Staff to propose amendments to the Bylaws that would enable a joint member to stand for election as a Director on the same terms and conditions of a regular member. Those amendments were drafted and properly noticed along with the agenda for this meeting in accordance with the Bylaws and were considered further by the Board at this meeting.

After discussion, a motion to table the proposed Bylaw amendments, as further amended, was made and seconded. The motion failed by voice vote.

After further discussion, a motion was made, seconded, and approved by voice vote that it was

RESOLVED, that the proposed Bylaw amendments, as further amended, be approved.

d. Subsidiary Corporations. Mr. Whelan presented a request for authorization from the Board to dissolve the Energy And Service Experts, Inc. (EASE) company and inactivate the related bank account.

In the last 1990’s it was commonplace for cooperatives to diversify by purchasing other assets to prepare for deregulation of the energy sector. Due to this, Holy Cross Energy (HCE) formed EASE as of 01/21/1997 and used this subsidiary company to invest in BTA Associates, LLC (“BTA”) and Paradigm, LLC (“Paradigm”).

BTA was founded in 1998 and was a consortium with United Power, Mountain Parks, and Yampa Valley. This company purchased Local Multipoint Distribution Services (LMDS) wireless communication licenses. EASE owned 33.33% of BTA Associates.

Paradigm was also a consortium with Yampa Valley Electric Association, Sangre De Cristo Electric Association, Mountain Parks Electric, Inc., San Miguel Electric Association, and Gunnison County Electric Association. The company owned and operated Utility Locators, American Mobile Research, Field Service Solutions, Utility Professionals and Sweitzer Oil. Paradigm was dissolved in July 2021.

In May 2015, BTA Associates, LLC sold the remaining assets. HCE no longer has any active assets with previously mentioned companies, however, HCE has kept the EASE company active in case there was a need to re-use this subsidiary company (ex: fiber). In the event HCE decides to establish a subsidiary company, staff believes it would be clearer to start a company from scratch, instead of "Doing Business As EASE" to eliminate confusion.

In 2025, the Alpine Bank EASE bank account has a balance of \$6,718.89. Holy Cross Energy pays \$10.00 annually for the Secretary of State (SOS) Periodic Report and the \$275.00 annually for the tax returns. Staff proposes to dissolve the EASE company and bank account in order to simplify administrative procedures and reduce exposure to fraud.

After a verbal and written presentation to the Board. A motion was made, seconded, and unanimously carried that it was

RESOLVED, that HCE dissolve the EASE subsidiary and inactivate the bank account.

e. Key Performance Indicators. President and CEO Bryan Hannegan provided the Board with a revised set of Key Performance Indicators (KPIs) for the upcoming 2026 calendar year to seek approval of those KPIs.

At its December 2025 meeting, the Board considered a proposed set of Key Performance Indicators (KPIs) intended to be used for the evaluation of progress towards meeting HCE's strategic goals and objectives in 2026. In general, KPIs were determined based on the past 5 years of actual performance, using year-to-date metrics for the current year.

Following the discussion in December, the Board conditionally approved the proposed 2026 KPIs but asked that Staff bring back to the Board at this next meeting a revised set of metrics for 2026 performance using full-year 2025 actuals. Those revised metric were presented prior to the meeting.

After a verbal and written presentation to the Board. A motion was made, seconded, and unanimously carried that it was

RESOLVED, that the revised set of 2026 Key Performance Indicators (KPIs) be approved.

Phil Armstrong, Manager, Power Supply, David Manning, Market Operations Specialist, Alex Revilla, Generation Operations Specialist, and Brad Davis, Power Supply Analyst II, joined the meeting. Kristina Johnson and Natalie Kellum left the meeting.

Agenda Item 8: 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 9: Executive Session. Upon motion that the Board recess the current meeting and that the Board, upon a two-thirds affirmative vote of the Board members present, enter into executive session pursuant to C.R.S. 40-9.5-108 for consideration of documents or testimony given in confidence, and in accord with the Corporate Policies of the Association made, seconded, put to a vote and unanimously carried, the following resolution was adopted:

RESOLVED, that the Board enter into executive session pursuant to C.R.S. 40-9.5-108 for consideration of documents or testimony given in confidence, and in accord with the Corporate Policies of the Association. The specific topics for the executive session were conferral with Counsel, and contract negotiations. All Directors and staff members remained in the Board room.

During the executive session, the Association did not make any 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. Direction was given to negotiators.

Upon motion that the Board adjourn the executive session and resume the regular meeting of the Board which is currently in recess made, seconded, put to a vote and unanimously carried, the following resolution was adopted:

RESOLVED, that the Board exit executive session.

The Association has not made any final policy decisions or adopted or approved any resolution, rule, regulation, or formal action, any contract or any action calling for the payment of money at the preceding executive session.

Agenda Item 10: Adjourn. Chair Quinton adjourned the meeting at 3:27 p.m. until **Wednesday, February 18, 2026, at 9:00 a.m.** The next meeting will be held in person and by WebEx through Holy Cross's main office at 3799 Highway 82 in Garfield County, Glenwood Springs, CO.



Secretary – David C. Munk

APPROVED:

A small, handwritten signature of Adam Quinton is placed above the text "Chair – Adam Quinton".

2026 Holy Cross REA Board Meeting Schedule	
[Third Wednesday of each month]	
February 18, 2026	Glenwood Springs (in person)
March 18, 2026	Webex
April 15, 2026	Webex
May 20, 2026	Webex
The Annual Meeting of Members will be held on June 11, 2026, at 4 Eagle Ranch, Eagle, Colorado.	
June 17, 2026	Glenwood Springs (in person)
July 15, 2026	Webex
August 19, 2026	TBD (in person)
September 16, 2026	Webex
October 21, 2026	Webex
November 18, 2026	Webex
December 16, 2026	Glenwood Springs (in person)