

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

**AUGUST 23, 2023**

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 Colorado Mountain College Morgridge Commons at 815 Cooper Avenue, 2nd Floor, Glenwood Springs, CO, on August 23, 2023, at 9:17 a.m. The meeting was held in person and on WebEx with some 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 six of seven Directors were present, Robert H. Gardner, Kristen N. Bertuglia, David C. Munk, Keith E. Klesner, Alexander DeGolia, and Linn Brooks. Director Adam Quinton was absent. Staff attending included Bryan J. Hannegan, President and Chief Executive Officer; Cody O’Neil, Vice President—Operations; Sam Whelan, Vice President—Finance; Jenna Weatherred, Vice President—Member and Community Relations; and Trina Zagar-Brown, Vice President—Business Services. David Bleakley, Vice President – Engineering was absent. Also attending was Jonathan Perez, Christian Rosas, and Betsey Seymour. No others were present in the room or on the web meeting.

Agenda Item 2: Adjourn Previous Board Meeting. Chair Munk adjourned the meeting of the Board of Directors originally convened on July 17, 2023, and then continued to today’s meeting. [09:19]

Agenda Item 3: Public Comment. Chair Munk asked for comments of members of the public present. No members of the public were present in person or on the web. [09:20]

Agenda Item 4: Employee Recognition. Mr. Hannegan reported that there were no employees reaching service anniversaries, or any new hires, departures, or promotions this month. [09:22]

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 July 19, 2023, Regular Meeting
- b. Treasurer’s Report
- c. Safety Committee Minutes
- d. Diversity, Equity, and Inclusion Committee Minutes
- e. Power Supply Report
- f. System Reliability Report
- g. Community Energy Systems Report
- h. Member Participation Report
- i. Legislative and Regulatory Report
- j. Attorney’s Report
- k. Board Committee Reports
  - i. Communications
  - ii. Finance

- iii. Governance
- iv. Strategic Issues
- k. 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
  - v. Federated Rural Electric Insurance Exchange
  - vi. National Information Solutions Cooperative

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. [09:58]

Agenda Item 6: Staff Reports. The Staff Reports were delivered to the Board members prior to the meeting. Questions from Board members were answered by staff members. [10:25]

Agenda Item 10: Items for Future Agendas. Discussion about the items on the list ensued. The October Board meeting will be at the Cooley Mesa facility. [10:29]

A short break was taken. [10:40]

Agenda Item 7: Old Business.  
None. [10:41]

Agenda Item 8: New Business.  
None [10:41]

Agenda Item 9: 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 engage in enterprise risk assessment and strategic planning. All staff members remained in the Board room.

Director Quinton joined the meeting by WebEx. [11:45]

A break for lunch was taken. [12:00]

The executive session resumed. [12:15]

A short break was taken. [14:15]

The executive session resumed. [14:25]

A short break was taken. [15:25]

The executive session resumed. [15:30]

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, seconded, put to a vote and unanimously carried, the following resolution was adopted:

**RESOLVED** that the Board exit executive session. [16:48]

Agenda Item 11: Continuation of Board Meeting. Chair Munk continued the meeting until **Wednesday, September 20, 2023, at 9:00 a.m.** The next meeting will be held by WebEx. [16:48]

Secretary – Alexander DeGolia

APPROVED:

Chair – David C. Munk

2023-24 Holy Cross REA Board Meeting Schedule [Third Wednesday of each month]
September 20, 2023—WebEx
October 18, 2023—in person-- Gypsum
November 15, 2023—WebEx
December 20, 2023—in person—Glenwood
January 17, 2024—WebEx
February 21, 2023—in person—Gypsum
March 20, 2024—WebEx
April 17, 2024—WebEx
May 15, 2024—WebEx
The Annual Meeting of Members will be held on June TBD at TBD
June 19, 2024—in person
July 17, 2024—WebEx
August 21, 2024 (strategic planning)—in person
September 18, 2024—WebEx
October 16, 2024—WebEx
November 20, 2024—WebEx
December 18, 2024—in person