

MEETING MINUTES
Board of Directors - Regular Meeting
5496 N. U.S. Highway 85
Sedalia, Colorado
June 20, 2024

Call to Order

Vice President Bruff Shea called a regular meeting of the Board of Directors (“the Board”) of CORE Electric Cooperative (“CORE”) at 9:30 a.m. on June 20, 2024.

The following Directors were present in person: Bruff Shea, Jim Anest, Mike Sperry, Mike Kempe, Bob Graf, and Ron Kilgore. Tim White was absent and excused. A quorum was deemed present. Interim CEO Pam Feuerstein and CORE staff were also present. Vice President Bruff Shea called the meeting to order and presided.

Agenda Approval

Mr. Graf requested that item number 8, Approval of Resolution BR24-19: NY Life Master Note Purchase Agreement, be moved to after the Executive Session, as item number 16. Upon motion by Mr. Sperry, seconded by Mr. Kilgore, the Board of Directors unanimously approved the agenda, amended as noted.

Public Comment

There was no public comment, as no member appeared to address the Board.

Approval of Minutes of May 16, 2024, Regular Meeting

Upon motion by Mr. Sperry, seconded by Mr. Anest, the Board of Directors unanimously approved the May 16, 2024, meeting minutes as presented.

Approval of Write-Offs

Upon motion by Mr. Kilgore, seconded by Mr. Kempe, the Board unanimously approved May write-offs for \$59,006. Discussion followed.

Presentation: Board Governance

Julie Desimone and Laurel Braschayko, with Moss Adams, presented to the Board on Good Governance for Utilities and Energy Companies. Discussion followed.

Approval of Resolution BR24-17: Spring Valley Transmission Construction

Upon motion by Mr. Sperry, seconded by Mr. Kempe, and following discussion, the Board of Directors unanimously adopted the following resolution:

Board Resolution BR24-17

The Board of Directors (the “Board”) of CORE Electric Cooperative, a Colorado cooperative association (“CORE”), hereby takes the following actions and adopts the following recitals and resolutions upon a favorable vote at its duly called Board meeting held today, June 20, 2024.

WHEREAS,

CORE Electric Cooperative (“CORE”) intends to construct the Spring Valley Transmission Line to add capacity and support load growth in the area; and

CORE solicited and received proposals for construction of the Spring Valley Transmission Line on May 10, 2024, from five (5) prequalified contractors: Colorado Powerline, Inc., Foothills Energy Services, Inc., Ward Electric Company, National Powerline LLC, and Plaska Contractors; and

CORE’s engineering staff and outside consultant have reviewed the technical requirements, schedules, and pricing of all proposals received; and

The proposal selected was submitted by Colorado Powerline, Inc. in the amount of One Million, Five Hundred Forty Seven Thousand, Two Hundred Eighty Four Dollars and Forty One Cents (\$1,547,284.41); and

CORE’s engineering staff recommends a construction contract be awarded to Colorado Powerline, Inc. for construction of the Spring Valley Transmission Line.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors authorizes CORE's Chief Executive Officer to award a contract to Colorado Powerline, Inc. for the construction of the Spring Valley Transmission Line in the amount of One Million, Five Hundred Forty Seven Thousand, Two Hundred Eighty Four Dollars and Forty One Cents (\$1,547,284.41), and such additional amounts not to exceed fifteen percent (15%), if any, as may be reasonably necessary to complete the construction of the Spring Valley Transmission Line consistent with such contract, and further authorizes the Chief Executive Officer or assigned designee to execute on behalf of CORE any documents necessary to effectuate such conveyance.

Approval of Resolution BR24-18: Waterton to Roxborough Transmission Construction

Upon motion by Mr. Anest, seconded by Mr. Kempe, and following discussion, the Board of Directors unanimously adopted the following resolution:

Board Resolution BR24-18

The Board of Directors (the "Board") of CORE Electric Cooperative, a Colorado cooperative association ("CORE"), hereby takes the following actions and adopts the following recitals and resolutions upon a favorable vote at its duly called Board meeting held today, June 20, 2024.

WHEREAS,

CORE Electric Cooperative ("CORE") intends to construct the Waterton to Roxborough Transmission Line to add capacity and support load growth in the area; and

CORE solicited and received proposals for construction of the Waterton to Roxborough Transmission Line on May 10, 2024, from five (5) prequalified contractors: Colorado Powerline, Inc., Foothills Energy Services, Inc., Ward Electric Company, National Powerline LLC, and Plaska Contractors; and

CORE's engineering staff and outside consultant have reviewed the technical requirements, schedules, and pricing of all proposals received; and

The proposal selected was submitted by National Powerline LLC in the amount of One Million, Six Hundred Forty Nine Thousand, Seven Hundred Fifty Six Dollars and Zero Cents (\$1,649,756.00); and

CORE's engineering staff recommends a construction contract be awarded to National Powerline LLC for construction of the Waterton to Roxborough Transmission Line.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors authorizes CORE's Chief Executive Officer to award a contract to National Powerline LLC for the construction of the Waterton to Roxborough Transmission Line in the amount of One Million, Six Hundred Forty Nine Thousand, Seven Hundred Fifty Six Dollars and Zero Cents (\$1,649,756.00), and such additional amounts not to exceed fifteen percent (15%), if any, as may be reasonably necessary to complete the construction of the Waterton to Roxborough Transmission Line consistent with such contract, and further authorizes the Chief Executive Officer or assigned designee to execute on behalf of CORE any documents necessary to effectuate such conveyance.

Presentation: Accelerated WPCA Recovery

Chris Hildred, Power Supply Director, made a presentation to the Board with regard to accelerating the WPCA recovery in 2024. Discussion followed.

Approval of Resolution BR24-20: Accelerated WPCA Recovery

Mr. Kempe noted a typo in the resolution. Following discussion and upon motion by Mr. Kilgore, seconded by Mr. Anest, the Board of Directors unanimously adopted the following resolution, corrected as noted:

Board Resolution BR24-20

The Board of Directors (the "Board") of CORE Electric Cooperative, a Colorado cooperative association ("CORE"), hereby takes the following actions and adopts the following recitals and resolutions upon a favorable vote at its duly called Board meeting held today, June 20, 2024.

WHEREAS,

CORE is projected to incur higher than budgeted power supply costs related to the 2023 true up of purchased power costs under the Public Service Company of Colorado Production and Transmission Formula Rates; and

CORE is electing not to defer incremental costs associated with the 2024 spring outage of the Comanche III coal unit; and

The aforementioned costs are eligible expenses which would normally be recovered through the Wholesale Power Cost adjustment (WPCA) Rider over 12 months; and

The WPCA Procedure currently in effect requires Board approval for recovery of power supply expenses over a period shorter than 12 months; and

The CORE Chief Executive Officer recommends that CORE accelerate the recovery of the aforementioned costs in the amount of \$3,572,842.00 (Three Million, Five Hundred Seventy Two Thousand, Eight Hundred Forty Two Dollars) in calendar year 2024.

The Board of Directors has determined that such recommendation is in the best interest of CORE and its members.

NOW, THEREFORE, BE IT RESOLVED, that based upon the presentation made to the Board at this meeting, the Board (a) finds that the accelerated recovery is appropriate and is in the best interest of CORE and its members, and (b) the accelerated recovery is hereby APPROVED AND ADOPTED, to take effect immediately.

Presentation: Town of Bennett Franchise Agreement

Ms. Leshner, CMEO, made a presentation to the Board regarding the renewal of the Franchise Agreement with the Town of Bennett. Discussion followed.

Approval of Resolution BR24-21: Town of Bennett Franchise Agreement Renewal

Upon motion by Mr. Anest, seconded by Mr. Kilgore, the Board of Directors unanimously adopted the following resolution:

Board Resolution BR24-21

The Board of Directors (the “Board”) of CORE Electric Cooperative, a Colorado cooperative association (“CORE”), hereby takes the following actions and adopts the following recitals and resolutions upon a favorable vote at its duly called Board meeting held today, June 20, 2024.

WHEREAS,

CORE currently has a franchise agreement with the Town of Bennett (“the Town”) to construct, maintain, and operate facilities within the Town for the purpose of distributing electrical energy, which agreement will expire in April 2026; and

CORE and the Town mutually agreed to enter into discussions to negotiate and execute a new franchise agreement prior to the expiration of the current franchise agreement; and

CORE desires to enter into a new franchise agreement with the Town upon terms substantially similar to those set forth in Board Document BD24-7 Draft Bennett Franchise Agreement; and

Colorado law requires CORE to apply to the governing body of the Town for approval of a franchise granted by ordinance and publish notice of such application; and

The CORE Chief Executive Officer recommends that CORE take such steps as required by Colorado law and as may be appropriate to secure a new franchise agreement with the Town; and

The Board of Directors has determined that such recommendation is in the best interest of CORE and its members.

NOW, THEREFORE, BE IT RESOLVED, that based upon the presentation made to the Board of Directors at this meeting, the Board of Directors hereby authorizes and directs CORE's Chief Executive Officer to apply to the governing body of the Town for approval of a franchise granted by ordinance as set forth in Board Document BD24-7 Draft Bennett Franchise Agreement, and if necessary, to negotiate such modifications requested by the Town as may be deemed appropriate by the Chief Executive Officer; publish notice of such application; and, upon the Town's approval, execute such agreement.

National Association of Certified Directors Membership Discussion

Ms. Feuerstein provided details on the current National Association of Certified Directors (NACD) membership and its usage and renewal terms. Discussion followed and it was agreed that the membership will not be renewed.

Interim CEO Update

Ms. Feuerstein provided an update on various Cooperative items to the Board. Discussion followed.

Director Updates

Mr. Anest discussed the recent tour with Parker Water and Sanitation, which was attended by Board members and CORE Staff. He indicated it was good for relationship building and future business between the two.

Mr. Anest introduced a motion to approve the compensation for Mr. White, Mr. Graf, and Mr. Anest for their work on confidential board business matters as discussed in last month's Executive Session. After brief discussion, Mr. Kilgore seconded the motion, and the Board of Directors unanimously approved the motion.

Executive Session: Confidential Matters

Mr. Shea called for an executive session to discuss confidential matters. Upon motion by Mr. Graf, seconded by Mr. Kempe, and carried unanimously, the Board of Directors approved an executive session. The Board convened in executive session at 11:48 a.m. with Ms. Feuerstein and Perry Glantz, legal counsel.

Approval of Resolution BR24-19: NY Life Master Note Purchase Agreement

Upon discussion, Resolution BR24-19: NY Life Master Note Purchase Agreement has been deferred to a future Board meeting for approval.

There being no further business to discuss, Vice President Bruff Shea adjourned the meeting.

The next regular meeting will be held on July 25, 2024.