

MEETING MINUTES
Board of Directors - Regular Meeting
5496 N. US Highway 85
Sedalia, Colorado
October 24, 2024

Call to Order

President Tim White called a regular meeting of the Board of Directors ("the Board") of CORE Electric Cooperative ("CORE") at 9:30 a.m. on October 24, 2024.

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

Agenda Approval

Upon motion by Mr. Shea, seconded by Mr. Sperry, the Board unanimously approved the agenda as presented.

Public Comment

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

Approval of Minutes of September 26, 2024, Regular Meeting

Mr. Graf recommended excluding the WPCA redlines from the minutes. Upon motion by Mr. Kempe, seconded by Mr. Anest, the Board unanimously approved the September 26, 2024, meeting minutes, amended as recommended.

Approval of Write-Offs

Upon motion by Mr. Sperry, seconded by Mr. Kilgore, the Board unanimously approved September write-offs for \$34,049. Discussion followed.

Audit Committee Report

Mr. Graf presented the Audit Committee Report. He reported that the Audit Committee held its regular quarterly meeting on October 14, 2024.

Mr. Graf reported that the Committee met with Moss Adams and reviewed an audit plan for procedures and the scope for the 2024 audit, which will begin in November. The Committee also discussed the Comanche Unit III settlement.

The Committee received and reviewed the quarterly oversight report from the Cooperative's Chief Executive Officer, Pam Feuerstein, confirming that applicable accounting policies and internal control measures were adequate for compliance with existing loan covenants and financial reporting.

The Committee had an in-depth review of CORE's Form 990 with a consulting CPA firm.

Mr. Graf discussed the results of a physical inventory count of materials held at an off-site facility. Discussion followed.

Presentation: Healthcare Renewal

Kathleen Solano, Chief Administrative Officer, presented a proposed recommendation for renewing CORE's healthcare contract for 2025. Discussion followed.

Approval of Resolution BR24-34: Healthcare Renewal

Upon motion by Mr. Graf, seconded by Mr. Kempe, the Board unanimously adopted the following resolution as presented:

Board Resolution BR24-34

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, October 24, 2024.

WHEREAS,

CORE Electric Cooperative ("CORE") contracts with CIGNA Health and Life Insurance Company ("CIGNA") to provide employees, Board of Directors, and retirees health, pharmacy, wellness benefits, and stop loss insurance; and

CORE maintains two medical coverage options with CIGNA, a high deductible plan as well as a traditional preferred provider organization with limited enrollment eligibility, pharmacy coverage, wellness benefits, and stop loss insurance (collectively "the Plan"); and

The current term of the Plan ends December 31, 2024, and CORE received a proposal from CIGNA to renew the Plan for 2025; and

The Total Rewards Committee and CORE's benefits consultant have reviewed the Plan renewal proposal and negotiated the cost of such renewal to the benefit of CORE; and

The Board received a presentation from CORE staff on October 24, 2024, regarding the terms of the Plan renewal. Staff advised the Board of expected changes to the cost of the Plan, and recommends the Board approve the Plan renewal for 2025; and

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

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors hereby approves the renewal of the Plan for 2025, on substantially the terms as presented at this meeting and authorizes the Chief Executive Officer to execute on behalf of CORE any documents necessary to renew the Plan as approved herein.

Presentation: Supply Chain Master Services Agreement

Kathleen Solano, Chief Administrative Officer, presented a proposed recommendation for a new supply chain master services agreement. Discussion followed.

Approval of Resolution BR24-35: Supply Chain Master Services Agreement

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

Board Resolution BR24-35

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, October 24, 2024.

WHEREAS,

CORE desires to manage the cost and availability of materials needed for CORE's operations by entering into a Materials Purchase Agreement with a supplier to provide materials including off-the-shelf, CORE-designed, and custom-made parts; and

Through an RFP process, CORE solicited and carefully reviewed and considered several proposals regarding a materials purchase agreement, which informed CORE of current prevailing market pricing for the supply of the desired materials and related services; and

Following the conclusion of CORE's RFP process, CORE determined Western United Electric ("WUE") best fits CORE's materials supply and services needs because of its commitment to CORE's material standards, the quality of their RFP response, and its competitive pricing for materials within current prevailing market rates; and

It is proposed that CORE proceed to negotiate and execute a Materials Purchase Agreement with WUE to commence on or after October 24, 2024 (the "Proposed Transaction").

NOW, THEREFORE, BE IT RESOLVED, based upon the presentation made to the Board at this meeting and upon such other matters as were deemed relevant by the Board, the Board (a) finds that the Proposed Transaction is in the best interests of CORE, its members, as well as its other constituencies, and (b) hereby approves the Proposed Transaction; and

BE IT RESOLVED FURTHER, the Chief Executive Officer of CORE ("Authorized Officer") is authorized, for and on behalf of CORE, to (a) negotiate and enter into the Proposed Transaction and execute the Materials Purchase Agreement with WUE in furtherance of the Proposed Transaction in such form as deemed necessary or advisable by the Authorized Officer, and (b) take all such other actions as the Authorized Officer may deem necessary or advisable in connection with the Proposed Transaction and the transactions contemplated thereby, and the taking of any such action to be deemed conclusive evidence that each of the Board and CORE has authorized such action.

Presentation: CORE/IBEW Collective Bargaining Agreement

Kathleen Solano, Chief Administrative Officer, reviewed proposed changes to the IBEW Collective Bargaining Agreement. Discussion followed.

Approval of Resolution BR24-36: CORE/IBEW Collective Bargaining Agreement

Upon motion by Mr. Graf, seconded by Mr. Kilgore, the Board unanimously adopted the following resolution as presented:

Board Resolution BR24-36

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, October 24, 2024.

WHEREAS,

CORE Electric Cooperative ("CORE") has been operating under a collective bargaining agreement ("CBA") with Local Union 111, International Brotherhood of Electrical Workers, AFL-CIO (the "Union"); and

The current CBA expires on December 31, 2025; and

The CBA has a Wage and Benefit Reopener effective January 1, 2025, where CORE and Local Union 111 agree to reopen negotiations on Article 19 – Wages, Article 27 – Medical and Dental Insurance, and Article 28 – Life and Disability Insurance, of the agreement ninety (90) days prior to the end of 2024, and

CORE's management has negotiated and reached a tentative agreement with the Union modifying Articles 19 and 27 replacing the language in the CBA on January 1, 2025, through December 31, 2025; and

The Union has ratified the tentative agreement at a meeting held on September 25, 2024; and

The Board received a presentation from CORE staff on October 24, 2024, regarding the negotiated terms for the proposed two (2) Memorandums of Understanding for 2025 Contract Modifications to the current CBA and Interim CBA which covers CORE's Drafter (I-II), and Electric System Designer (I-III) employees and CORE staff recommends that Memorandums of Understanding for 2025 Contract Modifications be executed by CORE; and

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

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors authorizes CORE's Chief Executive Officer to execute the two (2) Memorandums of Understanding to the current Collective Bargaining Agreements for the period of January 1, 2025, through December 31, 2025, in substantially the form as presented to the Board at this meeting and to take such other steps as may be necessary to implement the agreement negotiated by the parties.

Presentation: Citadel Overhead and Underground Construction

Mark Jurgemeyer, Chief Operating Officer, presented proposed improvements to sections of the Citadel overhead and underground lines to the Board. Discussion followed.

Approval of Resolution BR24-37: Citadel Overhead and Underground Construction

Upon motion by Mr. Anest, seconded by Mr. Sperry, the Board unanimously adopted the following resolution as presented:

Board Resolution BR24-37

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, October 24, 2024.

WHEREAS,

CORE Electric Cooperative ("CORE") intends to rebuild approximately one and 1/10th (1.1) miles of three-phase overhead to one and 7/10th (1.7) miles of three-phase underground known as the Citadel F3/F12 I-25 Frontage Overhead to Underground Rebuild Project in Castle Rock, Colorado; and

CORE solicited and received proposals for the Overhead and Underground Electric Distribution System Improvement Construction Agreement for the Plains District in 2019 from four (4) prequalified contractors: Power Contracting; Colorado Powerline, Inc.; Foothills Energy Services, Inc.; and Ward Electric Company. The work for this area was awarded to Colorado Powerline, Inc. under a multi-year contract; and

CORE's engineering staff and outside consultant have reviewed the technical requirements, schedules, and pricing estimate; and

The contractor provided labor and material is estimated to be One Million, Four Hundred Ninety-Five Thousand, One Hundred Seventy Dollars and Fifty-Eight Cents (\$1,495,170.58); and

CORE's engineering staff recommend construction of the project be released to Colorado Powerline, Inc for the Citadel F3/F12 I-25 Frontage Overhead to Underground Rebuild Project.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors authorizes CORE's Chief Executive Officer to release Colorado Powerline, Inc. for the construction of the Citadel F3/F12 I25 Frontage Overhead to Underground Rebuild in the amount of One Million, Four Hundred Ninety-Five Thousand, One Hundred Seventy Dollars and Fifty-Eight Cents (\$1,495,170.58), and such additional amounts not to exceed fifteen percent (15%), if any, as may be reasonably necessary to complete the construction of the project consistent with such contract, and further authorizes the Chief Executive Officer to execute on behalf of CORE any documents necessary to effectuate such conveyance.

Presentation: Draft 2025 Capital and Construction Budgets

The executive team and staff members presented the draft 2025 capital and construction budgets to the Board. Discussion followed.

Presentation: Member Survey Results

Ms. Leshar reviewed the results from the recent member survey with the Board. Discussion followed.

Presentation: Board Donation Enhancements

Ms. Leshar reviewed process enhancements to Board donations with the Board. Discussion followed.

Mr. White called for a break at 11:51 a.m., and the meeting resumed at 12:01 p.m.

Quarterly Scorecard Review

The executive team reviewed the 2024 CORE Organization Scorecard and the performance results for Q3 with the Board. Directors asked questions and received answers from members of the executive team.

CEO Report

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

Director Updates

There were no director updates.

Executive Session: Confidential Matters

Mr. White called for an executive session to discuss confidential matters. Upon motion by Mr. Kilgore, seconded by Mr. Sperry, and carried unanimously, the Board approved an executive session. The Board convened an executive session at 12:45 p.m. with Ms. Feuerstein, CORE staff, and Robert Botts, legal counsel. Perry Glantz, legal counsel, attended the executive session virtually.

There being no further business to discuss, President Tim White adjourned the meeting.

The next regular meeting will be held on November 21, 2024.