

MEETING MINUTES
Board of Directors – Regular Meeting
800 N. Highway 67, Woodland Park, CO 80863
February 27, 2025

Call to Order

President Tim White called a regular meeting of the Board of Directors ("the Board") of CORE Electric Cooperative ("CORE") at 9:31 a.m. on February 27, 2025. The following Directors were present in person: Tim White, Bruff Shea, Mike Sperry, Mike Kempe, Bob Graf, Jim Anest, and Ron Kilgore. A quorum was deemed present. CEO Pam Feuerstein, CORE staff, and Perry Glantz, legal counsel, were also present. President Tim White called the meeting to order and presided.

Agenda Approval

Upon motion by Mr. Sperry, seconded by Mr. Shea, 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 January 23, 2025, Regular Meeting

Upon motion by Mr. Graf, seconded by Mr. Kilgore, the Board unanimously approved the January 23, 2025, meeting minutes, as presented.

Approval of Write-Offs

Upon motion by Mr. Shea, seconded by Mr. Sperry, six of seven Board members approved January write-offs for \$46,457. Mr. Anest opposed.

Presentation: 2025 Business Plan

Laurie Burkhart, Chief Financial Officer, presented CORE's 2025 Business Plan to the Board. Discussion followed.

Approval of Resolution BR25-7: Business Plan

Upon motion by Mr. Shea, seconded by Mr. Kilgore, five of seven Board members adopted the following resolution as presented. Mr. Anest and Mr. Graf opposed.

Board Resolution BR25-7

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, February 27, 2025.

WHEREAS,

The Chief Executive Officer and Chief Financial Officer of CORE Electric Cooperative ("CORE") presented to the Board of Directors ("Board") the 2025 Business Plan, which includes the proposed 2025 operating budget, non-construction capital budget, construction work plan, donations budget, and director education and industry events budget; and

The Board reviewed the 2025 Business Plan with CORE staff; and

The Chief Executive Officer and Chief Financial Officer have recommended approval of the 2025 Business Plan; and

The Board has determined that 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 2025 Business Plan as presented.

Approval of Resolution BR25-8: Amendments to Rates and Regulations

Upon motion by Mr. Sperry, seconded by Mr. Kilgore, six of seven Board members adopted the following resolution as presented. Mr. Anest opposed.

Board Resolution BR25-8

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, February 27, 2025.

WHEREAS,

The Board of Directors of CORE Electric Cooperative received a presentation from staff on February 27, 2025, outlining proposed changes to CORE's Rates and Regulations, including:

- Part II: Definitions and Computation of Time
- Part III: Electric Rate Schedules
- Part IV: Electric Service Regulations
- Part V: Extension Regulations

As reflected in Board Document BD25-1; and

The proposed changes include a 3% annualized increase to CORE's retail rates that will incorporate changes to each rate schedule as described in Board Document BD25-1; and

The Board finds that the proposed changes to CORE's tariff schedules support the requirements of CORE's financial policies and are in CORE's best interest; and

CORE's Rates and Regulations are subject to termination, change or modification, in whole or in part, at any time by the Board.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors that the proposed changes to the CORE Rates and Regulations reflected in Board Document BD25-1 and in the staff presentation are hereby APPROVED AND ADOPTED, effective May 1, 2025. Notice of the amendments to the tariff schedules herein adopted shall be sent to each of CORE's Consumers not less than thirty (30) days before these changes are to take effect in accordance with Part I, Section 2 of the General Provisions of CORE's Rates and Regulations.

Presentation: Regulatory Asset

Laurie Burkhardt, Chief Financial Officer, presented a summary of findings and proposed actions regarding depreciation adjustments and regulatory asset amortization to the Board. Discussion followed.

Approval of Resolution BR25-9: Regulatory Asset

Following discussion, the Board declined to approve the regulatory asset and instructed staff to record the depreciation in 2024.

Mr. White called a 10-minute break.

Presentation: 2024 Financials and Deferred Revenue Plan Amendment

Laurie Burkhardt, Chief Financial Officer, reviewed the 2024 preliminary results and recommended revenue deferral to the Board. Discussion followed.

Approval of Resolution BR25-10: Deferred Revenue Plan Amendment

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

Board Resolution BR25-10

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, February 27, 2025.

WHEREAS,

The Board of Directors of CORE Electric Cooperative ("CORE") approved implementation of the Deferred Revenue Plan in 2023 to provide future rate stability for CORE's members; and

The Board of Directors desires to set rates that provide adequate margins for CORE to achieve its financial obligations and objectives; and

CORE desires to mitigate risk associated with significant wholesale power cost volatility in the year 2025 and beyond; and

Wholesale power cost volatility could adversely impact the margins of, and the rates charged by, CORE to its members; and

CORE is able to defer an amount not to exceed \$37,000,000, subject to audit, while meeting its financial obligations for the year 2024; and

The CEO and CFO recommend amending the Plan as set forth in Board Document BD25-2.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors, as the rate regulator and governing body of CORE Electric Cooperative, does hereby approve the following:

- (1) The deferral of revenue not to exceed \$37,000,000 for the year 2024; and
- (2) That such amounts will be deferred, funded, and subsequently recognized in a future year, in accordance with the Deferred Revenue Plan; and
- (3) That management is authorized to amend the Deferred Revenue Plan accordingly.

Approval of Proposed Amendments to Board Policy 111: Financial Policy

Upon motion by Mr. Graf, seconded by Mr. Sperry, the Board unanimously approved the proposed amendments to Board Policy 111: Financial Policy, as presented.

Presentation: Board Policy 106: Capital Credits – Recommended Amendments

Chief Member Experience Officer Mandi Leshar reviewed proposed amendments to Board Policy 106: Capital Credits.

Approval of Proposed Amendments to Board Policy 106: Capital Credits

Upon motion by Mr. Anest, seconded by Mr. Kempe, the Board unanimously approved the proposed amendments to Board Policy 106: Capital Credits, as presented.

Presentation: Insurance Renewal

Enterprise Risk Management Director Amanda Hall reviewed CORE's business insurance policy renewal coverages and terms with the Board. Discussion followed.

Approval of Resolution BR25-11: Insurance Renewal

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

Board Resolution BR25-11

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, February 27, 2025.

WHEREAS,

CORE Electric Cooperative ("CORE") renews its various insurance coverages annually; and

CORE staff have worked with CORE's insurance broker, The Nitsche Group, and with a cooperative insurer, Federated Rural Electric Insurance Exchange ("Federated"), to obtain renewal coverages for the policy period March 31, 2025, through March 31, 2026 (the "2025-26 Policy Period"); and

CORE staff have evaluated available coverages and premium costs and recommend that CORE obtain insurance for the 2025-26 Policy Period through Federated for certain coverages and through The Nitsche Group for other coverages while continuing to

negotiate regarding potential additional excess coverage with these and other insurance brokers in the market; and

Upon consideration of this recommendation, the Board finds that obtaining insurance for the 2025-26 Policy Period through Federated and through the Nitsche Group to be in the best interest of CORE and its members, and that CORE staff should seek to obtain such additional excess coverage as is available and commercially reasonable.

NOW, THEREFORE, BE IT RESOLVED that the Board hereby authorizes CORE's Chief Executive Officer (CEO) and/or the CEO's delegatee(s) (if/as appropriate) to execute such documents as are necessary to obtain insurance coverage for the 2025-26 Policy Period through Federated Rural Electric Insurance Exchange and through The Nitsche Group, to execute such documents as are necessary to obtain cooperative membership in Federated Rural Electric Insurance Exchange and to take such actions as may be required to secure such membership, and to negotiate and obtain such additional excess insurance coverage as may be available and commercially reasonable.

Presentation: Energy Risk Management Policy Revision

Amanda Hall, Enterprise Risk Management Director, reviewed revisions to the Energy Risk Management Policy with the Board. Following discussion, the Board requested that the minutes from each Risk Management Committee meeting be included with the monthly board meeting materials.

Approval of Resolution BR25-12: Energy Risk Management Policy Revision

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

Board Resolution BR25-12

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, February 27, 2025.

WHEREAS,

The Board received a presentation from staff on February 27, 2025, outlining proposed revisions to CORE's Energy Risk Management Policy ("Revisions"); and

The proposed Revisions, as recommended by CORE's staff are reflected in Board Document BD25-3, showing changes to the existing Energy Risk Management Policy; and

CORE's staff recommends that the proposed Revisions become effective immediately.

NOW, THEREFORE, BE IT RESOLVED, that based upon the presentation made to the Board, the Board (a) finds that the proposed Revisions are appropriate and in the best interests of CORE, its members, and its other constituencies, and (b) hereby approves and adopts the proposed Revisions to become effective immediately.

Presentation: Large Distribution Projects

Mark Jurgemeyer, Chief Operating Officer, reviewed two large distribution projects for the Board. Discussion followed.

Approval of Resolution BR25-13: Comanche Creek CWC

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

Board Resolution BR25-13

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, February 27, 2025.

WHEREAS,

CORE Electric Cooperative ("CORE") intends to rebuild approximately nine (9) miles of three-phase and one (1) mile of single-phase overhead line known as the Comanche Creek CWC Distribution Line Upgrade Project in Elbert County northeast of Kiowa, Colorado. This project has been included in the 2025 Construction Budget; 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, Inc. 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 Two Million, Four Hundred Five Thousand, Three Hundred Twenty-One Dollars (\$2,405,321.00); and

CORE's engineering staff recommend construction of the project be released to Colorado Powerline, Inc. for the rebuild of the Comanche Creek CWC Distribution Line Upgrade Project.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors authorizes CORE's Chief Executive Officer to release to Colorado Powerline Inc. the construction of the Comanche Creek CWC Distribution Line Upgrade Project in the amount of Two Million, Four Hundred Five Thousand, Three Hundred and Twenty-One Dollars (\$2,405,321.00), 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.

Approval of Resolution BR25-14: Citadel Feeder 4

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

Board Resolution BR25-14

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, February 27, 2025.

WHEREAS,

CORE Electric Cooperative ("CORE") intends to rebuild approximately 1.2 miles of single-phase overhead to 1.3 miles of single-phase underground and install 1.9 miles of three-phase underground known as the Citadel Feeder 4 Project in Douglas County, Colorado. This project has been included in the 2025 Construction Budget; 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, Inc. 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, Two Hundred and Forty Thousand (\$1,240,000.00); and

CORE's engineering staff recommend construction of the project be released to Colorado Powerline, Inc. for the construction of the Citadel Feeder 4 Project.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors authorizes CORE's Chief Executive Officer to release to Colorado Powerline Inc. the construction of the Citadel Feeder 4 Project in the amount of One Million, Two Hundred and Forty Thousand (\$1,240,000.00), 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.

Staff Reports

Ms. Feuerstein stated that Staff Reports were added to the Board Agenda to deliver key monthly information to the board members and create an opportunity for them to ask questions. Ms. Feuerstein requested feedback from the Board regarding the content of these reports and their overall value to the Board members. She noted that the full monthly departmental reports will continue to be available on the board platform.

Executive management team members reviewed various data and information from their department reports and provided updates to the board. Discussion followed.

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. Graf, seconded by Mr. Kilgore, and carried unanimously, the Board approved an executive session. The Board convened an executive session at 1:30 p.m. with Ms. Feuerstein, CORE staff, and Perry Glantz, legal counsel.

The executive session concluded at 2:18 p.m., and the open session resumed. No action was taken in the executive session.

Approval of Resolution BR25-15: Amendment to Gas Tolling Agreement

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

Board Resolution BR25-15

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, February 27, 2025.

WHEREAS,

CORE is Party to that certain Tolling Agreement dated as of December 13, 2024 (the "Agreement"); and

CORE and the counterparty to the Agreement desire to modify certain provisions of the Agreement, including modification of the Capacity Payment rate and a change in the scope of work to be performed by each Party; and

It is proposed that CORE proceed to negotiate and execute the First Amendment to the Agreement ("First Amendment to the Agreement").

NOW, THEREFORE, BE IT RESOLVED that 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 First Amendment to the Agreement is in the best interests of CORE, its members, as well as its other constituencies, and (b) hereby approves the First Amendment to the Agreement; and

BE IT RESOLVED FURTHER that the Chief Executive Officer of CORE ("Authorized Officer") is authorized, for and on behalf of CORE, to (a) negotiate and enter into the First Amendment to the Agreement 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 First Amendment to the Agreement 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.

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

The next regular meeting will be held on March 27, 2025.