

**MINUTES OF THE SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF UNITED POWER, INC.  
MAY 14-16, 2024**

**GENERAL**

Chair Ursula Morgan called the Special Meeting of the United Power Board of Directors to order at 9:08 a.m. on **May 14, 2024**. The meeting was held at the C Lazy U Ranch, 3640 CO-125, Granby, CO.

**ROLL CALL**

Directors Keith Alquist, Ginny Buczek, Brad Case, Steve Douglas, Elizabeth Martin, Brian McCormick, Ursula Morgan, Paige Wagner-Maul, Tamra Waltemath, and Steve Whiteside were present. Director James Vigesaa joined the meeting via teleconference.

President & CEO Mark Gabriel, Chief Operating Officer Jan Kulmann, Chief Energy Resource Officer Dean Hubbeck, Chief Information Officer Alie Beauchamp, Chief Marketing Officer Trista Fugate, Chief Legal Counsel Robin Meidhof, Public Affairs Officer Troy Whitmore, Chief Human Resource Officer Erin Hane, VP of Member Services Francis Ashutambong, Corporate Administrative Assistant Ana Pollack, Facilitator Lynn Adams, of Levity Adams/Ithaca Hanover, and Executive Office Manager Cheri Simmons were also present.

**INVOCATION/PLEDGE**

Director Alquist gave the invocation and led in the Pledge of Allegiance.

**APPROVAL OF AGENDA**

**Director Buczek made a motion**, which was seconded, and carried, to approve the meeting agenda as presented.

**EXECUTIVE SESSION**

At 9:12 a.m., **Director Martin made a motion**, which was seconded, and carried, that the Board enter Executive Session to discuss strategic issues. The entire Board, Staff members, plus Facilitator Adams were in attendance as listed in the Roll Call.

A brief recess was called at 10:25 a.m.; the meeting reconvened into Executive Session at 10:36 a.m.

The meeting recessed for the day at 11:55 a.m.

**May 15, 2024**, the meeting reconvened into Executive Session at 9:04 a.m.

All meeting participants as listed in the Roll Call were present; Chief Financial Officer Laurie Burkhart joined the meeting. Director Vigesaa joined the meeting via cell phone and teleconference at 9:08 a.m.

A brief recess was called at 9:45 a.m.; the meeting reconvened into Executive Session at 10:05 a.m.

A brief recess was called at 11:15 a.m.; the meeting reconvened into Executive Session at 11:34 a.m.

The meeting recessed for lunch at 12:08 p.m.; reconvening and returning to Executive Session at 1:05 p.m. PAO Whitmore did not rejoin the meeting.

Director Vigesaa left the meeting, via teleconference, at 2:00 p.m.

A brief recess was called at 2:45 p.m. with the meeting returning to Executive Session at 2:56 p.m.

A brief recess was called at 3:26 p.m. with the meeting returning to Executive Session at 4:00 p.m.

At 4:55 p.m., the meeting recessed for the evening.

**May 16, 2024**, the meeting reconvened into Executive Session at 9:02 a.m.

All meeting participants as listed in the Roll Call were present.

A brief recess was called at 10:02 a.m. with the meeting returning to Executive Session at 10:17 a.m.

At 11:00 a.m., Staff was excused from the meeting except CEO Gabriel, CLC Meidhof, CHRO Hane, CAA Pollack, and EOM Simmons.

CAA Pollack was excused from the meeting at 11:11 a.m.

At 11:39 a.m., all remaining Staff members were excused except CEO Gabriel.

**Director Martin made a motion**, which was seconded, and carried, to exit Executive Session at 11:48 a.m.

**ADJOURNMENT**

Chair Morgan declared the meeting adjourned at 11:48 a.m.

A handwritten signature in black ink, appearing to read 'CSim', with a long horizontal flourish extending to the right.

Cheri Simmons, Recording Secretary