

**MINUTES OF THE REGULAR MEETING OF
THE BOARD OF DIRECTORS OF UNITED POWER, INC.
WEDNESDAY, SEPTEMBER 24, 2025**

Chair Whiteside called the regular Board meeting of the United Power Board of Directors to order at 9:00 a.m. on September 24, 2025. The meeting was held at United Power Headquarters, 500 Cooperative, Brighton, CO.

ROLL CALL Directors Keith Alquist, Ginny Buczek, Brad Case, Beth Martin, Brian McCormick, Ursula J. Morgan, James Vigesaa, Paige Wagner-Maul, and Steve Whiteside attended the meeting in person. Directors Steve Douglas and Tamra Waltemath attended the meeting via teleconference.

President & Chief Executive Officer Mark A. Gabriel, Chief Legal Officer Robin Meidhof, Chief Marketing Officer Trista Fugate, Chief Operating Officer Jan Kulmann, Chief Financial Officer Travis Storin, Chief Human Resource Officer Erin Hane, Chief Information Officer Matt Bartlett, Vice President of Member Services Francis Ashu, Vice President of Government Relations & Deputy General Counsel Susan Aldridge, and Executive Office & Board Governance Manager Cheri Simmons were also present.

INVOCATION & PLEDGE OF ALLEGIANCE Director Alquist gave the invocation and led in the Pledge of Allegiance.

AGENDA There were no revisions to the agenda.

PUBLIC COMMENT

Mountain area member Dan Bickhard attended the meeting and briefly addressed the Board.

SAFETY COO Kulmann provided the safety briefing to meeting participants.

MINUTES There were no corrections to the August 27, 2025 Regular Board meeting minutes.

ARTICLES OF INCORPORATION A motion was made, seconded, and carried, to adopt the following resolution and authorize staff to take necessary legal action to notice these proposed amendments to the membership for a vote at the next annual meeting in 2026.

RESOLUTION AUTHORIZING AMENDMENTS TO THE ARTICLES OF INCORPORATION

WHEREAS, the Board of Directors of United Power, Inc. (Board) has determined that the Articles of Incorporation require amendments; and

WHEREAS, the proposed amendments would remove conflicts with the recently ratified Bylaws, remove language that does not apply to United Power, Inc.'s operations, and streamline the governing document; and

WHEREAS, Section 7-55-109 C.R.S. (Amendment of Articles) requires the Board to approve these proposed amendments by a two-thirds majority vote of the Directors; and

WHEREAS; if the Board approves the amendments by a two-thirds majority vote of Directors, these proposed amendments must next be presented through proper notice to the membership for a vote at a regular or special meeting;

NOW, THEREFORE, BE IT RESOLVED that the following proposed amendments to the Articles of Incorporation are hereby approved by the Board for public notice in accordance with Section 7-55-109 C.R.S.

POLICY C-02 DIRECTOR ELECTIONS Following discussion, **a motion was made**, seconded, and carried, to adopt the proposed revisions to Policy C-02 as amended.

LAND ACQUISITION **A motion was made**, seconded, and carried, to adopt the following resolution.

RESOLUTION AUTHORIZING STAFF TO EXECUTE DEED FOR PURCHASE OF PROPERTY

WHEREAS, United Power, Inc. (the Cooperative) owns the Rattlesnake Substation located near the intersection of County Road 49 and County Road 30 in Weld County; and

WHEREAS, the Cooperative currently leases rights to the substation property via a 99-year lease agreement that was executed in 2016; and

WHEREAS, the substation property and responsibilities of the lease transferred to new owners in 2025; and

WHEREAS, the new owners have made an offer to the Cooperative to purchase the 30+/- acre property containing the lease; and

WHEREAS, it is in the Cooperative's best interest to acquire and own substation land rather than lease; and

NOW, THEREFORE, BE IT RESOLVED that Mark A. Gabriel, President and Chief Executive Officer of the Cooperative is hereby authorized to sign all documents necessary to complete the transaction for the purchase of the property as described above.

BE IT FURTHER RESOLVED that this resolution serve as written notice to be given to the seller that the Cooperative's Board of Directors has authorized staff to execute and deliver all such

documents and instruments deemed necessary to complete the purchase of property described above, when in a form acceptable to management and legal counsel.

A brief recess was called at 10:06 a.m.; Member Bickhard left the meeting at this time. The meeting reconvened at 10:18 a.m.

EXECUTIVE SESSION A motion was made, seconded, and carried, to enter Executive Session at 10:21 a.m. for strategic and financial discussions. No one was excused from the meeting at this time.

The meeting recessed for lunch at 12:06 p.m.; the meeting reconvened into Executive Session at 1:00 p.m. All meeting participants as listed in the roll call returned to the meeting at this time and in the same manner.

A brief recess was called at 2:55 p.m. with the meeting reconvening at 3:11 p.m.

CHRO Hane, CIO Bartlett, CMO Fugate, and VPMS Ashu were excused at 3:57 p.m.
CFO Storin, CLO Meidhof, and VPGR&DGC Aldridge were excused from the meeting at 4:04 p.m.

At 4:08 p.m., a **motion was made**, seconded, and carried, to end Executive Session.

ADJOURNMENT

Chair Whiteside adjourned the meeting at 4:30 p.m.

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

Cheri Simmons, Recording Secretary