

*KIT CARSON ELECTRIC COOPERATIVE, INC.
SPECIAL MEETING OF THE BOARD OF TRUSTEES*

January 16, 2026

A meeting of the Board of Trustees of Kit Carson Electric Cooperative, Inc. (KCEC) was called to order by the President, Mr. Bobby Ortega, on Friday, January 16, 2026, at 9:50 a.m. in the Marcelino Martinez Room of the headquarters building of the Cooperative, Taos, New Mexico. The following Trustees were present:

<i>Martin Dimas</i>	
<i>Arthur Rodarte</i>	<i>Present</i>
<i>Bruce Jassmann</i>	
<i>Manuel Medina</i>	
<i>Luisa Valerio-Mylet</i>	
<i>Bobby Ortega</i>	
<i>Bernie Torres</i>	
<i>David Torres</i>	
<i>Sylvia Vigil</i>	

Also, present were Luis A. Reyes, Jr., Chief Executive Officer, Richard Martinez, Chief Operating Officer, Cletus Stoflet, Chief Financial Officer and Carmella Suazo, Assistant Manager, who recorded the day's proceedings.

The President reported that Russ Coyle was not able to attend.

<i>Ms. Vigil led the Board in reciting the Pledge of Allegiance.</i>	<i>Pledge of Allegiance</i>
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<i>Mrs. Valerio-Mylet led the Board in a word of Prayer. She prayed for strength for Chris' family during their grieving for Chris Duran, KCEC Trustee. The President stated the Board was blessed to have Chris on the KCEC Board. He stated Chris would be missed and memories would be cherished.</i>	<i>Prayer</i>
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<i>It was declared a quorum was present.</i>	<i>Quorum</i>
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<i>The agenda was presented. It was moved by Mr. Rodarte, seconded by Mr. Dimas, and unanimously approved that the agenda be approved as presented.</i>	<i>Agenda</i>
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<i>The President called for an Executive Session to discuss Approval of Engineering Contract for Pathway Project, Approval of Construction/Commissioning/Automation Hardware & Software Pricing Contract for Pathway Project and Authorization to Negotiate and Execute Questa Solar Contract for Pathway Project. It was moved by Mr. Jassmann, seconded by Ms. Vigil, and unanimously</i>	<i>Executive Session</i>
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approved that the Board enter Executive Session at 9:53 a.m. Mr. Medina joined the meeting during Executive Session at 9:57 a.m.

The meeting was reconvened by the order of the President at 10:42 a.m. No action was taken during the Executive Session.

*Meeting
Reconvened*

The President stated during Executive Session the Board discussed Approval of Engineering Contract for Pathway Project (Hydrogen). The price of the Contract was concurred during Executive Session. It was moved by Mr. Rodarte, seconded by Mr. Dimas, and unanimously approved by the Trustees present, that the Engineering Contract be approved and awarded to Entrust Solution Group. The President called for a roll call vote. The results of the vote were as follows:

*Approval of
Engineering
Contract for
Pathway
Project*

*Ms. Vigil – Yes
Mr. Rodarte – Yes
Mr. B. Torres – Yes
Mr. D. Torres – Yes
Mr. Medina – Yes
Mr. Jassmann – Yes
Mrs. Valerio-Mylet – Yes
Mr. Dimas – Yes
Mr. Ortega – Yes*

The President stated during Executive Session the Board discussed Approval of the Construction Management, Commissioning, Automation Hardware & Software Pricing Contract for Pathway Project (Hydrogen). The price of the Contract was concurred during Executive Session. It was moved by Mr. Jassmann, seconded by Ms. Vigil, and unanimously approved by the Trustees present, that the Construction Management, Commissioning, Automation Hardware & Software Pricing Contract for Pathway Project (Hydrogen) be approved and awarded to Entrust Solution Group. The President called for a roll call vote. The results of the vote were as follows:

*Approval of
Construction
Management,
Commissioning,
Automation
Hardware &
Software
Pricing
Contract for
Pathway
Project*

*Ms. Vigil – Yes
Mr. Rodarte – Yes
Mr. B. Torres – Yes
Mr. D. Torres – Yes
Mr. Medina – Yes
Mr. Ortega - Yes
Mr. Jassmann – Yes
Mrs. Valerio-Mylet – Yes
Mr. Dimas – Yes*

The President stated during Executive Session the Board discussed Authorization to Negotiate and Execute Questa

*Authorization
to Negotiate*

Solar Contract for Pathway Project (Hydrogen). It was and Execute the consensus that the Executive Committee would review Questa Solar the Solar Contract prior to execution by the CEO. It was Contract moved by Mr. B. Torres, seconded by Mrs. Valerio-Mylet, and unanimously approved, by Trustees present, that Mr. Luis Reyes, CEO, be authorized to negotiate and execute the Questa Solar Contract for Pathway Project (Hydrogen) once the Contract is reviewed by the Executive Committee to include the acquisition of real estate for the Project. The President called for a roll call vote. The results of the vote were as follows:

Ms. Vigil – Yes

Mr. Rodarte – Yes

Mr. B. Torres – Yes

Mr. D. Torres – Yes

Mr. Medina – Yes

Mr. Ortega – Yes

Mr. Jassmann – Yes

Mrs. Valerio-Mylet – Yes

Mr. Dimas – Yes

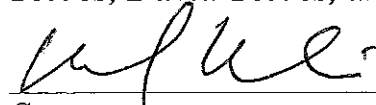
The President reported that Mr. Coyle was in concurrence with approval of contracts and authorization to negotiate and execute the Questa Solar Contract.

The President reported that the January Board Meeting would be held Monday, January 26, 2026, since the funeral services for Chris Duran were scheduled for Tuesday, January 27, 2026.

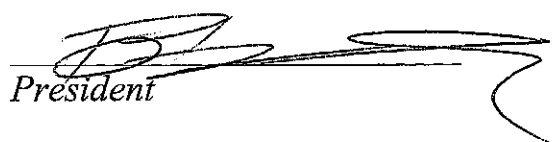
There being no further business to come before the Board, Meeting it was moved by Mr. Medina, seconded by Mr. B. Torres, Adjourned and unanimously approved, that the Board of Trustees of Kit Carson Electric Cooperative, Inc. be adjourned until January 26, 2026, at 9:00 a.m. the date and time of the next Board meeting. Unless changed and, thereupon, the President declared the meeting adjourned at 10:51 a.m.

The following Trustees were present at the end of the meeting:

Martin Dimas, Arthur Rodarte, Bruce Jassmann, Luisa Valerio-Mylet, Bobby Ortega, Manuel Medina, Bernie Torres, David Torres, and Sylvia Vigil.


Secretary

Approved this 26th day of JAN 2026.


President