

# Minutes of the Annual Meeting of the Membership

4/28/2025 | 3:00 PM | 2<sup>nd</sup> Floor Community Room, Headquarters at Diagonal Branch

---

## Officials in Attendance:

Ray Martinez, Chair  
Garry Woods, Vice Chair  
Monica Stitt, Secretary  
Todd Gleeson, Treasurer  
Natalie Baumgartner, Director  
Kate Brown, Director  
Jon Goodman, Director  
Jenn Pasquino, Director  
Manny Rodriguez, Director  
Ann Schmiesing, Director

---

All actions taken herein were duly moved, seconded, and passed unanimously unless otherwise noted. Michael Calcote, CFO, welcomed members, gave an overview of the agenda, and introduced Board Chair Ray Martinez.

### I. CALL TO ORDER

Board Chair Ray Martinez called the meeting to order at 3:09 p.m. in the Community Room at the Boulder Diagonal Branch of Elevations Credit Union at 2960 Diagonal Highway in Boulder.

### II. ADOPTION OF AGENDA – Adopted as presented.

### III. DETERMINATION OF A QUORUM

Chief Financial Officer Michael Calcote informed those in attendance that 15 members constitute a quorum, according to the credit union bylaws. Pursuant to the sign-in sheet, 37 members were verified to be present for the meeting. Accordingly, the Chair declared that a quorum was present.

### IV. APPOINTMENT OF PARLIAMENTARIAN AND RECORDING SECRETARY

Ray Martinez appointed Brian Holst as Parliamentarian and Janay Carlson as Recording Secretary, each of whom accepted the appointment.

### V. APPROVAL OF MINUTES – April 29, 2024

As moved by Don Cheyne and seconded by Natalie Baumgartner, it was voted unanimously to waive the reading of the minutes of the Annual Meeting of 4/29/2024; there were no corrections, and after a motion from Garry Woods and a second from Ann Schmiesing, the minutes were unanimously approved as distributed.

### VI. REPORT OF THE BOARD OF DIRECTORS – Chair Ray Martinez welcomed everyone to the annual meeting of the membership. He recognized six former directors who were in attendance, thanking them for their past contributions to the success of Elevations Credit Union. He then introduced his fellow Board members and thanked them for their exemplary service.

Ray began his report by sharing information about the Elevations Business Home Equity Line of Credit (HELOC), one of the numerous ways we have found to serve our business community along the Front Range. The Business HELOC is a unique product that enables business owners to utilize their home equity to fund their business. It provides flexible cash flow to help members' businesses grow, and as a local business ourselves, we are proud to continue strengthening relationships with Front Range organizations.

He then shared the exciting news of the rebranding of the Elevations Foundation to the Local Change Foundation to better reflect its mission of creating impact in the communities we serve. With its new name and bright new look, Local Change continues to bring people and resources together. Ray stated that in 2024, the foundation provided \$70,000 in grants given to local nonprofits focusing on mental health and affordable housing and \$85,000 in scholarships given to local students. Since Elevations Foundation was established in May 2010, it has awarded almost \$730,000 to 287 college students, more than \$790,000 in community grants, and \$2.67M contributed for disaster relief.

Ray welcomed our newest board members, Ann Schmiesing and Jon Goodman, both appointed in 2024. Ann is interim vice chancellor for strategic initiatives at CU Boulder, and Jon is Of Counsel at Frasca, Joiner, Goodman and Greenstein, P.C. To conclude his remarks, he thanked Todd Gleeson for his twelve years serving on the Elevations Board of Directors, as he becomes term-limited at the conclusion of today's meeting. As a CU Boulder professor emeritus and former dean of the College of Arts and Sciences, Todd has provided unwavering and enduring support to Elevations and our CU community.

Ray then introduced the credit union's President and CEO, Gerry Agnes, welcoming him to the podium to provide his report.

**VII. REPORT OF CHIEF EXECUTIVE OFFICER** – CEO Gerry Agnes thanked Ray and stated that our membership's lasting loyalty to our not-for-profit financial cooperative enabled Elevations Credit Union to have another stellar year. He thanked those present for their membership, noting that their involvement and trust are key to our success. He then introduced the leadership team of Elevations Credit Union. He recognized this team as being responsible for the credit union's winning strategy, at the center of which is our membership. He said that this team is second to none, and he is incredibly proud of its successes. In 2024, the team was strengthened with the promotion of Gytis Tuminas to senior vice president of strategy and performance. Gytis began his career at Elevations as a teller in 2007, a year before Gerry became our CEO. Having grown in the organization over the last 18 years, Gytis has a unique perspective that helps him value and champion ideas at both the operational and strategic levels.

Gerry shared key milestones achieved in 2024 that help us better serve our membership, which include launching the Go Buffs® Visa® Signature Rewards Card that gives back to CU student-athletes and offers an innovative way to support and celebrate CU fandom; training team members from across the organization in Lean Six Sigma, a systemic approach to optimizing operations to help us relentlessly pursue our goal to provide unrivaled service to every member, every time; receiving recognition by Health Links for being a Certified Healthy Workplace Leader; and rebranding Elevations Foundation as the Local Change Foundation to further reflect the goal of making a positive impact in our community.

Gerry was proud to share that we received very noteworthy recognition this past year. First, Elevations received our first Top Workplaces USA award from USA Today and our second Top Workplaces Award from the Denver Post. Additionally, we continued our commitment to

cultivating a more equitable environment at Elevations and in the communities we serve. In recognition of our efforts, we received the Diversity, Equity & Inclusion Residential Leadership Award from the Mortgage Bankers Association and Accredited Social Impact Lener Certification from National Association of Minority Mortgage Bankers of America.

Lastly, Gerry also thanked Todd Gleeson for his terrific leadership as members of the Elevations Credit Union Board of Directors. Professor emeritus of integrative physiology and former dean of the College of Arts and Sciences, Todd became an Elevations Credit Union member 44 years ago and was appointed to the Elevations board in 2012. Gerry expressed his gratitude for Todd's service and dedication.

Gerry concluded his report and introduced the Board Treasurer, Todd Gleeson, to deliver his final report.

**VIII. TREASURER'S REPORT** – Board Treasurer Todd Gleeson began by reporting that Elevations generated earnings of \$35M in 2024, despite operating in a particularly dynamic economic environment. This provided additional capital to support continued growth in our ability to serve our membership. He then provided a high-level overview of some key financial performance figures, comparing Elevations with its peer group. He reported that our return on equity of 10% was within range of our established targeted return on equity range of 5-15% and above the median performance of our peer group.

Todd informed the membership that our efficiency ratio, which measures the extent to which a dollar of revenue is offset by operating costs, was 78%. This is higher than our peer median of 73% and due primarily to reduced mortgage loan production driven by a higher interest rate environment. Our efficiency ratio has significantly improved year over year. Our delinquency ratio, which measures the percent of our loan portfolio where the member is more than 60 days past due on their loan, is a mere three tenths of one percent and well below that of our peer group. This is a testament to the strength of our membership, the quality of our loans, and the fact that our local economy has performed better on average than the nation overall. Our loan portfolio grew by 7% in 2024, above the 3% growth rate of the peer group median. This growth occurred primarily in our residential mortgage and commercial real estate portfolios. Additionally, we experienced a 1% growth in our deposit balances, compared to 6% growth of the peer group median. Overall, our membership stands out as more proactive in managing their finances, often choosing to transfer deposits into money market funds, either through our wealth management team or with external investment firms.

Our equity increased by \$41M in 2024, and our regulatory net worth ratio ended 2024 at 10.1%, well above the minimum threshold of 7% to be deemed well capitalized by the National Credit Union Administration. He reported that our loan portfolio grew by \$177M in 2024, while total assets decreased by \$29M. Finally, he reported that we proudly serve a membership of almost 177,000 members. He concluded by stating that our financial success in 2024 was a demonstration of the resiliency and strength of our membership, and that Elevations Credit Union remains financially strong and well positioned to provide solutions for our members' financial needs.

Todd then introduced Chief Operating Officer Ray Lindley, who gave the credit report.

**IX. CREDIT REPORT** – Ray Lindley, Chief Operating Officer, stated that 2024 was quite a challenging year, with interest rates increasing faster and more than at any other time in recent history. This was challenging for our members, who were dealing with increasing loan payments, and our employees, who spent considerable time working with members to adapt to inflationary pressures

and higher payments. Overall, though, he stated that we remain confident in the strength and quality of our loans as well as our team serving our membership as we move forward.

Commercial lending remained strong for the credit union, and we continue to be pleased with the progress being made in that segment of the business. The rise in interest rates naturally caused a significant decrease in mortgage production, and while it was a challenging year for us in the mortgage market, we still outperformed our competitors. We were the #1 credit union residential mortgage lender in the state of Colorado by purchase volume and remained the strongest home purchase lender in our primary market of Boulder County and gained traction in Larimer County.

Ray then reviewed the makeup of our overall loan portfolio and the extent to which we grew our portfolio while also achieving extremely low delinquency and net charge-offs. As a percentage of total loans outstanding, only .34% of our portfolio was delinquent versus .66% for our peer group. Similarly, he reported that our net charge off rate, which is the amount of a loan charged off after any amount was recovered, is at 0.06%, substantially lower than our peer median at 0.54%.

Ray highlighted specific ways we fulfilled our mission during 2024, including having made 46% of our mortgage purchase loans to first-time home buyers and 33% to low- to moderate-income members. Additionally, we continued to help those members affected by the Marshall Fire by funding over \$20M in loans to them.

Ray concluded by stating that we have a responsibility to our membership to lend in a very safe and sound manner, and he is immensely proud of our lending practices. Ray then asked Garry Woods to come forward to give the Report of the Audit & Risk Committee.

**X. REPORT OF THE AUDIT & RISK COMMITTEE** – Garry Woods, Committee Chair, stated that the Audit & Risk Committee of the Board is responsible for providing oversight of the financial reporting process, the audit process, the system of internal controls and compliance with laws and regulations, and the effectiveness of the credit union’s risk management framework. He then introduced the committee members and stated that it has been an honor and privilege to serve.

Garry explained that the Audit & Risk Committee is responsible for ensuring records are accurately maintained and reported, and that the established practices and procedures are sufficient to safeguard members’ assets. This verification and review allow the Committee to determine that management activities are carried out in accordance with credit union policies and procedures as well as federal and state regulations. The Committee engages audit firms and internal staff to perform operational and financial audits and to assure effectiveness of our internal controls as well as compliance with credit union policies and procedures. Risk management and audit staff have direct access to the Committee and provide transparency into how risks are managed at levels within the Board’s risk appetite statement.

The Audit & Risk Committee retained Moss Adams, Certified Public Accountants, to perform the annual audit of the credit union’s financial statements as of December 31, 2024. The firm issued an unmodified opinion at the conclusion of their audit. He shared that Moss Adams’s consolidated financials can be found in the 2024 Annual Report online or in the copies of the Annual Report that were available as everyone walked in this afternoon.

In conclusion, Garry stated that the Audit & Risk Committee is satisfied that the records accurately reflect Elevations Credit Union’s financial condition and that the operations are generally executed in accordance with Board policies and management procedures. He then returned the meeting to Chair Ray Martinez, who called Monica Stitt forward to deliver the report of the Governance & Nominating Committee.

- XI. REPORT OF GOVERNANCE & NOMINATING COMMITTEE** – Monica Stitt, a member of the Governance & Nominating Committee, thanked her fellow members Natalie Baumgartner, Todd Gleeson, and Manny Rodriguez for serving on the Committee. She stated that there are four positions open on the Board of Directors, adding that because Ms. Baumgartner is a nominee, she has recused herself from that portion of the nominating process that involved her own nomination. The Governance & Nominating Committee has nominated Natalie Baumgartner to a 3-year term, Kate Brown to a 3-year term, Jon Goodman to a 1-year term (in order to achieve staggered terms), and Ann Schmiesing to a 3-year term. The four nominees are currently serving on the Board. The bylaws of Elevations Credit Union provide for additional nominations by petition; none were received. Upon the conclusion of the Governance & Nominating Committee report, Ms. Stitt returned the meeting to Chair Martinez to conduct the election.
- XII. ELECTION OF DIRECTORS** – Because there are four nominated candidates for four open positions, and no nominations by petition, Chair Martinez declared that the four nominated candidates, Ms. Baumgartner, Ms. Brown, Mr. Woods and Ms. Schmiesing are elected by acclamation:
- Natalie Baumgartner – 3-year term ending at the annual meeting in 2028**
- Kate Brown – 3-year term ending at the annual meeting in 2028**
- Jon Goodman – 1 year term ending at the annual meeting in 2026**
- Ann Schmiesing – 3-year term ending at the annual meeting in 2028**
- Ray thanked the Governance & Nominating Committee for their service and congratulated Ms. Baumgartner, Ms. Brown, Mr. Goodman, and Ms. Schmiesing.
- XIII. UNFINISHED BUSINESS** – There was none.
- XIV. NEW BUSINESS** – There was none, and thus Ray invited Gerry to the podium to address questions from the membership.
- XV. MEMBER QUESTION AND ANSWER OPPORTUNITY** – CEO Gerry Agnes facilitated the discussion. Ron Spalding of Lafayette, Colorado, has been a member for 14 years. He had no question but appreciated the opportunity to share several very positive comments about his experience with Elevations Credit Union. He has his mortgage with Elevations, and after his son and daughter-in-law lost their home in the Marshall Fire, they, too, are now members with an ECU mortgage. He thanked everyone in attendance from Elevations and noted the high caliber professionals on the board of directors. He is very impressed with the organization and extremely pleased with the service he receives, especially from his financial advisor DeWayne Scott, and the team at the Lafayette branch.

Another member inquired about our strategy, to which Gerry responded that we have a five-year rolling strategic plan that is addressed and updated annually. He noted that digital transformation is extremely important to our future, and we are doing a lot of work in this space. We are also exploring opportunities for locations for new branches. The member followed up with a question about how Elevations is positioned to respond to the changes at the federal level. Gerry replied that every four to eight years, we experience a change in administration. We've been in business for over 70 years, and to every extent possible, we position ourselves well for any environment. We are federally tax exempt and have the most restrictive banking charter; he would like members to be aware of this fact and that we are actively advocating to retain that status.

Another member asked how the credit union would be affected by a possible dissolution of the

Federal Reserve, of which she has heard reports in the news. Gerry responded that he would be incredibly surprised if the Fed were ever to be shut down. Abolishing the Federal Reserve is not within the President’s power alone and would require a broad consensus and significant legislative action, which is unlikely, given the political and economic implications involved.

When there were no more questions or comments, Gerry thanked the members in attendance for their input and for their loyal membership.

**XVI. ADJOURNMENT** – Chair Martinez adjourned the business meeting at 3:49 p.m.

\_\_\_\_\_  
Ray Martinez, Chair                      Date

\_\_\_\_\_  
Monica Stitt, Secretary                      Date