

Cooperative Light & Power
Two Harbors, Minnesota

Regular Meeting of the Board of Directors

1.

A regular meeting of the Cooperative Light & Power (CLP) Association of Lake County Board of Directors was held at the Office of the Association at Fifteen Fifty-Four, Highway Two, on Wednesday, April 21, 2021, with the participation of Greg Lien, Pat Schmieder, Alis Stevens, and Scott Veitenheimer. The directors attended the meeting by means of video conference to comply with Minnesota Department of Health social distance and meeting guidelines.

Four directors were present at the time the meeting was called to order at 9:03 a.m. Also present for all or parts of the meeting were General Manager/CEO Hal Halpern, Member Services Manager Ken Jones, and Communications Manager Kevin Olson.

Present

2.

A motion was made by Alis Stevens and seconded by Greg Lien to approve the agenda with the addition to review 990 Form corrections. Motion carried.

Agenda

3.

A motion was made by Greg Lien and seconded by Scott Veitenheimer to approve the board meeting minutes from March 17th, 2021. Motion carried.

Minutes

4.

A motion was made by Greg Lien and seconded by Alis Stevens to move the meeting to executive session at 9:05 a.m. to discuss a personnel matter. Motion carried. At the conclusion of the discussion, a motion was made by Scott Veitenheimer and seconded by Greg Lien to exit the session at 10:56 a.m. Motion carried.

Executive Session

5.

The Board discussed the timing of the Strategic Plan and Key Performance Indicators (KPI) review meeting. A proposal to discuss suggested 2021 KPI'S during a special meeting and also set up SP meeting on 5/13/2021 was assessed. The meeting will serve to go over the Strategic Plan, list of staff suggestions and final KPI recommendations with the CEO.

Strategic Plan

6.

The board reviewed the need for electronic signature capability. Hal Halpern and Kevin Olson are to verify cost and alternatives to DocuSign.

E- Signature

Secretary

<p style="text-align: center;">7.</p> <p>The Dropbox containing board documents as well as Board Box needs to be reviewed and organized to enable rapid search and placements to all reports, minutes, motions, resolutions, and background information. Alis Stevens, the Board Secretary, will update electronic folders and make necessary changes by the end of May.</p> <p>The question was raised if and how the board was being notified of member concerns and corrective actions. Current member concerns notifications and follow-up procedure will be identified and evaluated during the May's meeting. Consequently, a policy will be drafted to improve multiple aspects of communications with members.</p> <p>The Board tabled the evaluation of 2020 expenses until May's board meeting, at which time highest expense categories and top paid contractors will be evaluated with focus on working relations, contracts, and risk mitigation.</p>	<p>Board Reviews</p>
<p style="text-align: center;">8.</p> <p>The Right-of-Way (ROW) clearing subcommittee (consisting of Pat Schmieder and Alis Stevens) updated the board on the activities of the Members Advisory Group.</p>	<p>ROW Clearing Subcommittee</p>
<p style="text-align: center;">9.</p> <p>A motion was made by Greg Lien and seconded by Alis Stevens to move the meeting to executive session at 1:54 p.m. to discuss personnel and financial matters. Motion carried. At the conclusion of the discussions a motion was made by Alis Stevens and seconded by Greg Lien to exit the session at 2:27p.m. The motion carried.</p>	<p>Executive Session</p>
<p style="text-align: center;">10.</p> <p>A motion was made by Greg Lien and seconded by Alis Stevens to accept the revised Drug and Alcohol Policy. Motion carried.</p> <p>The Board requested the CEO draft written procedures, detailing the proper processes for handling grievances and harassment claims, including the role of managers in counseling, and educating employees and attempting to resolve issues before they rise to the level of a formal complaint.</p>	<p>Written Procedures</p>
<p style="text-align: center;">11.</p> <p>Review 990 Form. The Board requested corrections before accepting CLP's 990.</p>	<p>990 Form</p>
<p style="text-align: center;">12.</p> <p>The Board requested a draft of Annual Meeting Report for their review and approval prior to publishing.</p>	<p>Annual Meeting</p>
<p style="text-align: center;">13.</p> <p>A motion to accept the financial report was made by Alis Stevens and seconded by Scott Veitenheimer. Motion carried.</p>	<p>Financials</p> <hr/> <p>Secretary</p>

<p style="text-align: center;">14.</p> <p>The consent agenda consisting of the following was reviewed. A motion was made by Alis Stevens and seconded by Greg Lien to accept the consent agenda. Motion approved.</p> <ul style="list-style-type: none"> • Applications and Terminations • Monthly Payments • Correspondence <p>Applications for Membership and Termination of Electric Service were presented for consideration.</p> <p>NEW SERVICE-4</p> <p>TRANSFER OF OWNERSHIP-10</p> <p>TERMINATION OF MEMBERSHIP (Name Change Only)-0-</p> <p>TRANSFER OF RENTER-1</p> <p>TRANSFER OF SERVICE-Class</p> <p>-0-</p> <p>TERMINATION OF MEMBERSHIP-18</p>	<p>Consent Agenda</p> <p>Applications and Terminations</p>
<p style="text-align: center;">15.</p> <p>The list of expenses was reviewed with some discussion on the check register.</p>	<p>Monthly Payments</p>
<p style="text-align: center;">16.</p> <p>The following correspondence was included in the consent agenda: A thank you note from the family of Stanley Nelson for the flowers sent to his funeral and a thank you note/letter from REPAC for the CLP's contribution along with an award for recognition for enrolling in the REPAC program.</p>	<p>Correspondence</p>
<p style="text-align: center;">17.</p> <p>The Operating Margin for the month of February was a negative \$124,207 as compared to a budgeted figure of a negative \$5,368 for negative variance of \$118,839.</p> <p>Non-Operating Margins-Interest for the month of February was a positive \$4,488 as compared to a budgeted figure of a positive \$10,814 for a negative variance of \$6,326. Non-Operating Margins-Other for the month of February was a negative \$14,296 as compared to a budgeted figure of a negative \$21,670 for a positive variance of \$7,374. Other Cap Credits & Patronage for the month of February</p>	<p>Manager's Report</p> <hr/> <p>Secretary</p>

<p>was \$0 as compared to a budgeted figure of \$0 for a negative variance of \$0. This resulted in a total margin for the month of February of a negative \$134,014 as compared to a budgeted figure of a negative \$16,224 for a negative variance of \$117,790.</p>	
<p style="text-align: center;">18.</p> <p>A General Manager Report from Hal Halpern was discussed with a suggested format for future reports to provide more updates to the Board.</p>	<p>General Manager</p>
<p style="text-align: center;">19.</p> <p>A final decision of The Westholm Memorial recipients has been postponed for further Board review. A potential update of the Board Policy II-5 to accommodate gap year applicants will be evaluated for future applications.</p>	<p>The Westholm Memorial</p>
<p style="text-align: center;">20.</p> <p>Board discussed the Fixed Wireless service with Communication Manager, Kevin Olson. Upon confirming that all impacted members are covered by alternative solutions, the Board evaluated the discontinuation of services effective September 1st, 2021. The members will be notified accordingly, to allow ample time to switch to other existing wireless options. A Resolution to discontinue the Fixed Wireless Service will be reviewed and voted on during the May’s Board meeting.</p>	<p>Communication</p>
<p style="text-align: center;">21.</p> <p>Member Service Manager Ken Jones, briefed the board on the L.P. EV forklift and the LP/NRG Generator updates. A proposal received from a solar developer, which required significant changes, was reviewed, and deemed not feasible. A motion by Greg Lien and seconded by Scott Veitenheimer to follow staff recommendations to not go ahead with the developer’s solar agreement as proposed. Motion passed. Ken Jones will contact ACRT, a right-of-way consulting group, to present their services to the Board sub-committee of ROW and the ROW Members Advisory Group.</p>	<p>Member Services</p>
<p style="text-align: center;">22.</p> <p>The Board requested more information on easements being reviewed or developed.</p>	<p>Operations</p>
<p style="text-align: center;">23.</p> <p>There being no further business to come before said meeting, a motion was made by Scott Veitenheimer, seconded by Greg Lien to adjourn the meeting at 4:38 p.m. Motion carried.</p>	<p>Adjournment</p>
<p>CORPORATE SEAL</p>	<p style="text-align: center;">_____ Roger Peterson, Secretary</p> <p style="text-align: right;">_____ Secretary</p>