



Minutes

Board of Directors March 26, 2025

- CONVENE** The board of directors of Cooperative Light & Power meeting was convened at 9:01 a.m. at CLP, Two Harbors, Minnesota, on March 26, 2025.
- CALL TO ORDER** President Veitenheimer called the meeting to order at 9:01 a.m. All directors were in attendance at the start the meeting. CEO Joel Janorschke, Member Services/HR Manager Carey Hogenson, Brian Bentler, Operations Manager, Ken Jones, Energy Services Manager, and Shannon Haveri, Finance Manager, were in attendance, and Adam Riggle took the minutes. CLP Attorney Chad Felstul attended via video conference. One member-owner was also in attendance.
- AGENDA** The agenda had no changes. Weideman made a motion to approve the agenda, which was seconded by Willemarck. The motion passed.
- MINUTES** The minutes of the February 26, 2025, Cooperative Light & Power Board of Directors Meeting were accepted as presented. Peterson made a motion to approve the board minutes, which was seconded by Josephson. The motion passed.
- CONSENT AGENDA** The consent agenda, which included the following items, was reviewed. Peterson made a motion, seconded by Willemarck, to accept the Consent Agenda. The motion passed.
- ▶ Monthly Payments – Check Register
 - ▶ Correspondence
- MEMBER QUESTIONS** A member addressed the Board with a question regarding the policies being approved at this meeting. Since there is ongoing voting on the proposed changes to the bylaws, would that affect what they are currently voting on?
- ▶ CLP Attorney Felstul responded by saying that it's within the board's abilities to vote and make policy changes.
- 2024 AUDIT REVIEW** Mike Pederson, CPA, Esterbrooks Certified Public Accountants, joined the meeting in person at 9:15 am. Pederson went through Esterbrooks's findings, highlighting key points for the board.
- ▶ All findings were within Esterbrooks auditing standards, and CLP is in compliance with Generally Accepted Auditing Standards (GAAS) and Government Auditing Standards.

FINANCIALS	<p>Finance Manager Haveri provided an overview of the February 2025 financials.</p> <ul style="list-style-type: none"> • The Operating Margin for the month of January was a positive \$139,795 as compared to a budgeted figure of a positive \$147,141 for a negative variance of \$7,346. • Non-Operating Margins-Interest for the month of January was positive \$3,353 as compared to a budgeted figure of positive \$5,275 for a negative variance of \$1,922 Non-Operating Margins-Other for the month of January was a positive \$12,952 as compared to a budgeted figure of a negative \$1,050 for a positive variance of \$14,002. • Other Capital Credits & Patronage Other for the month of January was zero as compared to a budgeted figure of zero, for a neutral variance. • This resulted in a total margin for the month of January of a positive \$156,100 as compared to a budgeted figure of a positive 151,366 for a positive variance of \$4,734. • A motion was made by Willemarck and seconded by Weideman to approve the February financials. The motion passed.
FINANCE MANAGER'S REPORT	<p>Finance Manager Haveri went over her report with the board.</p> <ul style="list-style-type: none"> • 2024 Audit • NISC Meetings / Training / Conferences
MEMBER SERVICES/HR MANAGER'S REPORT	<p>Member Services/HR Manager Hogenson went over her report with the board.</p> <p>This included:</p> <ul style="list-style-type: none"> • Annual Meeting Discussion • Member & Community Events: Westholm Scholarship applications are due April 1st. CLP staff will be down at the Duluth Home Show next weekend. GRE selected CLP to sponsor a baseball clinic at Odegaard Field on Wednesday, July 9th. CLP will also be at the Two Harbors High School career fair.
ENERGY SERVICES MANAGER'S REPORT	<p>Energy Services Manager Jones went over his report with the board. This included:</p> <ul style="list-style-type: none"> • Energy Management • Battery backups • Rebates
OPERATIONS MANAGER'S REPORT	<p>Operations Manager Bentler went over his report with the board. This included updates on:</p> <ul style="list-style-type: none"> • Current projects, meters • Meetings attended • Right-of-way • Forester • Member letter
CEO REPORT	<p>CEO Janorschke went over his report with the board. This included updates on:</p> <ul style="list-style-type: none"> • Meeting attended • Grant update • GRE Board Meeting guest
MEETING REPORTS – GRE BOARD	<p>President Veitenheimer provided an update on meetings attended:</p> <ul style="list-style-type: none"> • GRE Board Report • GRE Board Meeting Minutes – March 2025 • GRE Board Meeting Summary – March 2025

MEETING
REPORTS – GRE
MMG

CEO Janorschke reported on:

- MMG Report

BOARD ACTION
REQUIRED

Approval of the 2024 Audit

- Weideman made a motion, seconded by Willemarck, to accept the 2024 audit results. The motion passed.

Board Policy II-6 Security Lighting

- Josephson made a motion, seconded by Peterson, to accept Policy II-6 Security Lighting. The motion passed.

Board Policy II-18 Retail Rates

- Weideman made a motion, seconded by Willemarck, to accept Policy II-18 Retail Rates. The motion passed.

Board Policy Rate Schedule GS1 General Single Phase Than 75 KVA

- Peterson made a motion, seconded by Josephson, to accept the Policy Rate Schedule GS1 General Single Phase Than 75 KVA. The motion passed.

Board Policy Rate Schedule GS3 General Three Phase Than 75 KVA

- Willemarck made a motion, seconded by Weideman, to accept the Policy Rate Schedule GS3 General Three Phase Than 75 KVA. The motion passed.

Board Policy Rate Schedule Large Power 500 KVA

- Josephson made a motion, seconded by Peterson, to accept the Policy Rate Schedule Large Power 500 KVA. The motion passed.

Board Policy Rate Schedule OP Off Peak

- Weideman made a motion, seconded by Willemarck, to accept the Policy Rate Schedule OP Off Peak. The motion passed.

Board Policy Rate Schedule DEM Demand

- Willemarck made a motion, seconded by Josephson, to accept the Policy Rate Schedule DEM Demand. The motion passed.

Board Policy Rate Schedule DF Dual Fuel

- Peterson made a motion, seconded by Weideman, to accept the Policy Rate Schedule DF Dual Fuel. The motion passed.

Board Policy Rate Schedule GENIR Interruptible with Generator

- Peterson made a motion, seconded by Willemarck, to accept the Policy Rate Schedule GENIR Interruptible with Generator. The motion passed.

Board Policy Rate Schedule EV Electric Vehicle Charging

- Josephson made a motion, seconded by Weideman, to accept the Policy Rate Schedule EV Electric Vehicle Charging. The motion passed.

Board Policy Rate Schedule TOU Time of Use

- Weideman made a motion, seconded by Willemarck, to accept the Policy Rate Schedule TOU Time of Use. The motion passed.

UNFINISHED
BUSINESS

There was no unfinished business.

NEW BUSINESS

There was no new business.

CLOSED MEETING

At 11:00 a.m., Josephson made a motion, seconded by Weideman, to enter into a Closed Meeting to discuss GRE rates & CEO Performance Review. The motion passed. At the conclusion of the discussion, Weideman made a motion, seconded by Willemarck, to exit the session at 12:25 p.m.

Weideman made a motion, seconded by Josephson, to accept the CEO Performance Review and salary adjustment. The motion passed.

NEXT MEETING

The next meeting of the Cooperative Light & Power Board of Directors will be held on April 23, 2025, at CLP.

ADJOURN

There being no further business to come before the board, there was a motion to adjourn by Weideman, and it was seconded by Willemarck. The meeting was adjourned at 12:25 p.m.

Jessica Willemarck, Secretary

CORPORATE SEAL

