

# Minutes

## Board of Directors July 23, 2025

- CONVENE** The meeting of the Cooperative Light & Power (CLP) Board of Directors was convened at 9:00 a.m. at CLP, Two Harbors, Minnesota, on July 23, 2025.
- CALL TO ORDER** President Peterson called the meeting to order at 9:02 a.m.  
All directors were present at the start of the meeting. Interim CEO & Member Services/HR Manager Carey Hogenson, Shannon Haveri, Finance Manager, Ken Jones, Energy Services Manager, Brian Bentler, Operations Manager, were present for all or parts of the meeting, and Adam Riggle took the minutes. CLP Attorney Chad Felstul attended via video conference. One member-owner was also present.
- AGENDA** The agenda had no changes. Osadjan made a motion to approve the agenda, which was seconded by Weideman. The motion passed.
- MINUTES** The minutes of the June 25, 2025, CLP Board of Directors Meeting were accepted as presented. Weideman made a motion to approve the board minutes, which was seconded by Willemarck. The motion passed.
- CONSENT AGENDA** The consent agenda, which included the following items, was reviewed. Willemarck made a motion, seconded by Josephson, to accept the Consent Agenda. The motion passed.
- ▶ Monthly Payments – Check Register
  - ▶ Correspondence
- MEMBER QUESTIONS** A member spoke to the board, sharing a positive interaction they had with the CLP team.
- BOARD EDUCATION** NRECA Governance Talk: Setting Director Compensation
- ▶ The board discussed director compensation and updating the policy with new language.
- FINANCIALS** Finance Manager Haveri provided an overview of the May 2025 financials.
- ▶ Operating Margin for the month of May was a positive \$154,367 as compared to a budgeted figure of a negative \$103,055 for a positive variance of \$257,422.
  - ▶ Non-Operating Margins-Interest for the month of May was positive \$4,092 as compared to a budgeted figure of positive \$7,272 for a negative variance of \$3,180.
  - ▶ Non-Operating Margins-Other for the month of May was a negative \$1,341 as compared to a budgeted figure of a negative \$450 for a negative variance of \$891.
  - ▶ Other Capital Credits & Patronage Other for the month of May was zero as compared to a budgeted figure of zero, for a neutral variance. This resulted in a total margin for the month of May of a positive \$157,119 as compared to a budgeted figure of a negative \$96,233 for a positive variance of \$253,352.

- A motion was made by Osadjan and seconded by Willemarck to approve the March financials. The motion passed.

#### FINANCE MANAGER'S REPORT

Finance Manager Haveri provided a report for the board and responded to any questions. This included:

- NISC Meetings / Training / Conferences
- MN Dept of Commerce report 7610
- Meeting at Wells Fargo to update singers/name change.

#### MEMBER SERVICES/HR MANAGER'S REPORT

Member Services/HR Manager Hogenson provided a report for the board and responded to any questions. This included:

- Applications, Transfers, and Terminations
- Contributions
- Member & Community Events:
  - CLP will sponsored the Ice cream social at the Two Harbors Band Concert. On June 26<sup>th</sup> at 6 pm.
  - CLP will sponsored the Twins Youth Baseball/Softball Clinic on Wednesday, July 9<sup>th</sup>, at Odegaard Park in Two Harbors.
  - CLP took part in both the Bay Days parade on July 11<sup>th</sup> and the Heritage Days parade on July 12<sup>th</sup>.
- Updates to the Emergency Response Plan.

#### ENERGY SERVICES MANAGER'S REPORT

Energy Services Manager Jones provided a report for the board and responded to any questions. This included:

- Time of Use meters
  - Working on contacting interested members.
- Eaton Load controllers
  - Are projected to be shipped on July 25<sup>th</sup>
- Community Solar array & GRE Solar array
  - Reviewing the contract and maintenance agreement.
- The Amped program with Zero Homes.
  - CLP will soon be able to offer a virtual energy audit to our members through Zero Homes.
- EV Charger Maintenance and CLP EV Charger

#### OPERATIONS MANAGER'S REPORT

Operations Manager Bentler provided a report for the board and responded to any questions. This included:

- Reviewed services restored post-wildfires.
- RESAP walk-through
  - It is set for August 26
- Star Energy
  - Will be conducting pole inspections in the Waldo, Silver Creek, and Split Rock areas.
- New bucket truck
  - It is going to be built around Nov/Dec.
- Federated Insurance visit
  - The visit went well, and two claims will be dropping off soon.

#### CEO REPORT

Interim CEO Hogenson went over her report with the board. This included updates on:

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ADJOURN

There being no further business to come before the board, Josephson made a motion to adjourn, and Osadjan seconded it. The meeting was adjourned at 12:11 p.m.

  
Jessica Willemarck, Secretary

CORPORATE SEAL

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**RESOLUTION  
CAPITAL CREDIT ALLOCATION**

WHEREAS, Annually the Board of Directors of Cooperative Light & Power Allocates Margins from the previous years business to its members, and

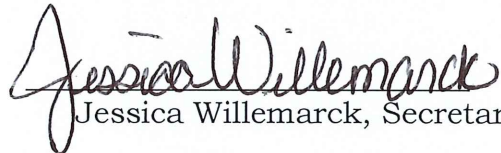
WHEREAS, the Board of Directors has determined that: the total margin of \$427,214.06 be allocated at this time for the year 2024. The 2024 G&T margin is \$237,020.82 and the 2024 Coop margin is \$190,193.24.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of Cooperative Light & Power directs management and staff to execute and cause the allocation notices to be generated and mailed during the month of September 2025.

**CERTIFICATION**

I, Jessica Willemarck, Secretary of Cooperative Light & Power, certify that the foregoing resolution was adopted by the Board of Directors of Cooperative Light & Power at a regular meeting of the Board of Directors held on this 27<sup>th</sup> day of August 2025.

(SEAL)

  
Jessica Willemarck, Secretary