



# Minutes

## Annual Meeting April 12, 2025

**CONVENE** The 88th Annual Meeting of The Cooperative Light & Power Association of Lake County (hereinafter called "CLP") was held at the Two Harbors High School, Two Harbors, Minnesota, on Saturday, April 12<sup>th</sup>, 2025. Scott Veitenheimer, President of CLP, called the meeting to order at 10:03 a.m.

**CALL TO ORDER** President Veitenheimer announced to the membership that it must be determined whether there is a quorum. President Veitenheimer called upon Secretary Jessica Willemarck to make that announcement. Secretary Willemarck announced that there were 255 members registered. President Veitenheimer stated that the 255 members met the requirement of 50 for a quorum. He called the meeting to order.

The Pledge of Allegiance was recited, and the National Anthem was sung.

President Veitenheimer announced that Chad Felstul, CLP's attorney, will act as parliamentarian.

President Veitenheimer introduced the cooperative's Board of Directors and other presenters: Zac Ruzycki, Director of Resource Planning at Great River Energy, and Jim Graham, a director on the Operation Round-Up Board.

President Veitenheimer called Secretary Willemarck to read the Notice of the Meeting and Proof of Publication.

**NOTICE OF MEETING** Secretary Willemarck read the Notice of the Meeting and Proof of Publication.

**ROLL CALL** President Veitenheimer declared that, as each member had an opportunity to register and their membership was verified, a motion could be made to dispense with the roll call. A motion was made and seconded. The motion was carried to dispense with the roll call.

**MINUTES OF THE 87<sup>TH</sup> ANNUAL MEETING** President Veitenheimer announced that the 87<sup>th</sup> Annual Meeting was held on April 17, 2024, and the minutes for this meeting were included in the Annual Report. He called for a motion to dispense with the reading of the minutes of the 87<sup>th</sup> Annual Meeting and to approve it as presented. A motion was made and seconded. The motion passed to dispense with the reading of the minutes of the 87<sup>th</sup> Annual Meeting and approve it as presented; the motion carried.

**NOMINATIONS  
AND VOTING FOR  
DIRECTORS**

President Veitenheimer stated that the bylaws state that nominations for directors be made at nominating meetings or may be made from the floor at the Annual Meeting if notice of the Members' intention to run was received at the office of the CLP at least 15 days prior to the Annual Meeting. Districts 2 & 5 are the districts in which the three-year term of their director expires at this meeting.

**INTRODUCTIONS  
OF NOMINEES  
FOR DISTRICT 2**

Secretary Willemarck announced nominations and voting for directors. She stated that Scott Veitenheimer and Justin Osadjan were nominated at the District #2 nomination meeting held on February 10th, 2025, at the CLP office. Secretary Willemarck asked for a motion to nominate Scott Veitenheimer. A motion was made and seconded. The motion carried. Then, Secretary Willemarck asked for a motion to nominate Justin Osadjan. A motion was made and seconded. The motion carried. No names of nominees were received in writing 15 days prior to the Annual Meeting. Both members were invited to address the membership.

**Scott Veitenheimer:**

Gave a description of his background and his experience serving on the CLP board. With nine years of experience as a director, he has undertaken classes to earn his certification and has acquired significant expertise. He talked about the role of directors and their responsibilities in meeting their fiduciary obligations to the co-op and its members.

He reflected on the size of our Co-op, CLP, which has only 6,500 members, in contrast to our neighbor, Lake Country, with 52,000 members. For instance, among other GRE co-op members, CLP was positioned 23rd out of 26 in electric revenue in 2023. Despite the limitations of our co-op's resources, we have achieved significant success. We have effectively responded to current demands and challenges while planning for the future.

Secretary Willemarck thanked Scott Veitenheimer and then welcomed Justin Osadjan to the podium.

**Justin Osadjan:**

Described his background and work with the local community. He founded the Clover Valley Farm Trail and helped run the Clover Valley Farm Fest. He addressed the members, asking for their vote to be on the CLP board to represent them as member-owners. It's important to him to be receptive to community input, to understand how the community wants CLP to move into the future, and to support CLP employees.

Mr. Osadjan stated that a key subject for him is the high power rates; he acknowledges that there isn't much they can do to reduce them, but he is interested in how we can influence our power bills. He would like to see CLP take advantage of programs where we can make our homes more energy efficient so that the bill at the end of the month is much less. He would also like to source our power from the most affordable types of power generation possible to prevent future rate increases.

---

ELECTION OF DIRECTORS FOR DISTRICT 2	Secretary Willemarck stated that there are 118 registered voters from District 2. There is a quorum; only District 2 members will vote. The members voted, and tellers convened in the community room to count the ballots.
INTRODUCTIONS OF NOMINEES FOR DISTRICT 5	Secretary Willemarck stated that Roger Peterson was nominated at the District #5 nomination meeting held on February 11th, 2025, at the Claire Nelson Community Center. No names of nominees were received in writing 15 days prior to the Annual Meeting. Roger Peterson is running unopposed. Secretary Willemarck asks for a motion to elect Roger Peterson by acclamation. There was a motion and a second. Roger Peterson was elected for a three-year term representing District 5. Roger was invited to address the membership.
ACCEPTANCE ADDRESS	Roger Peterson addressed the members, thanking them for their support and expressing his eagerness to serve for three more years.
OPERATION ROUND UP REPORT	President Veitenheimer introduced Community Trust Board Member Jim Graham, who presented checks to the Spring 2025 grant recipients. This year's total grants amounted to \$25,000. The Operation Round-Up board received 23 grant applications and funded 17 projects this spring. Community Trust Board Member Jim Graham awarded checks to the Spring 2025 grant recipients.
WASHINGTON D.C. YOUTH TOUR	President Veitenheimer introduced Ava Oswald Swenson, the 2024 Washington, D.C. Youth Tour Delegate. Unfortunately, Ms. Oswald Swenson was unable to attend the meeting but provided a video presentation for the members. Ms. Oswald Swenson thanked CLP and the members for the opportunity to learn more about our country. Ava described her trip across Washington, D.C., where she visited national monuments and met with Minnesota State Representatives. On the third day, they attended the NRECA youth banquet, where they learned how the local NRECA interacts with the government and rural communities. Oswald Swenson stated that she had a great experience, learned so much, and had the opportunity to meet others from across Minnesota and the country.
GRE SPEAKER	<p>President Veitenheimer introduced Zac Ruzycski, Great River Energy's Director of Resource Planning. Mr. Ruzycski began by providing the members with a brief overview of Great River Energy (hereinafter called "GRE"), including details about their partnerships and the communities they serve. He informed the membership that GRE has built a diverse portfolio of resources and characteristics to offer members efficiency, risk mitigation, and sustainability, including 44% carbon-free energy.</p> <p>Mr. Ruzycski went into further detail on GRE's energy capacity, explaining that GRE has combustion gas turbine units that kick on during the heaviest usage times, the coldest days in the winter, and the hottest days in the summer. With GRE's capacity coming from gas and energy from wind, it gives a well-rounded profile. With their resources across the Midwest, they benefit from geographically diverse power generation and marketing hedging.</p> <p>Additionally, they can switch those turbines to fuel oil to keep costs down while still providing the necessary load capacity. When those generators are running, it's because the Mid-Continent Independent System Operator (MISO), which GRE</p>

---

is a member of, instructs asset owners and market participants to turn those units on because the system needs them.

He concluded his presentation by discussing how GRE prepares for Data Centers to be built on the grid and how GRE remains competitive against other regional wholesale competitors. GRE has also been acquiring assets in anticipation of future needs, having purchased them at a lower cost than their current market value. President Veitenheimer thanked Mr. Ruzycki for his presentation.

#### FINANCIAL REPORT

President Veitenheimer announced that the Financial Report can be found on pages 10 and 11 of the annual report, along with the comparative income and expenses displayed on the screen. He informed the members they had the right to have it read to them, but suggested that everyone in attendance had the opportunity to read it. He called for a motion to dispense with the reading of the financial report and to approve it as presented. A motion was made and seconded. The motion passed to dispense with the reading of the financial report and approve it as presented; the motion carried.

#### CEO REPORT

President Veitenheimer introduced CLP CEO Joel Janorschke, who presented his report. Janorschke welcomed everyone to the 88th Annual Meeting and began by outlining CLP's accomplishments for the year. He highlighted a 99.92% reliability rate, the completion of 960 service orders, and the company's receipt of the Minnesota Safety Council's Governor's Workplace Safety Award. Janorschke provided further details about the service availability charge and its components. He explained how this charge supports the organization's daily functions and operations and compared our costs to investor-owned utilities and other cooperatives in Minnesota.

Janorschke updated the membership regarding the land purchase from last November. This land is adjacent to our Waldo Substation, allowing CLP to expand and optimize our energy distribution. Janorschke also informed the membership about the two grants awarded to CLP this year. Janorschke concluded his report by thanking the CLP employees and introducing three new hires to the CLP team.

#### MEMBER QUESTIONS / RESPONSE

President Veitenheimer stated that no member questions had been submitted before the Annual Meeting. He reminded the membership that if they had any questions for the CEO, Legal Counsel, GRE Representative, Staff, or Board, they would be available in the auditorium for questions after the prize drawing and the reorganization of the board meeting adjourned.

#### ELECTION RESULTS

Secretary Willemarck announced the voting results. Willemarck stated that Survey Ballot Systems is the professional third party that conducted the voting process for the Articles of Incorporation and Bylaw amendments. Members had the option to mail their ballots to Survey Ballot Systems or return them here at the meeting today. The mail-in and in-person ballots have been tabulated, and the vote counts for the Articles of Incorporation and Bylaw amendments garnered 834 votes in favor and 181 against, resulting in their approval.

---

In the election for District Two, director Scott Veitenheimer received 42 votes, while Justin Osadjan received 69 votes. Justin Osadjan was elected to serve a three-year term representing District Two.

Secretary Willemarck asked Justin Osadjan if he would address the membership. Mr. Osadjan then addressed the membership, thanking everyone for their votes and expressing gratitude to Scott for his nine years of service.

OLD BUSINESS President Veitenheimer asked if there was any old business. There was none.

NEW BUSINESS President Veitenheimer asked if there was any new business. There was none.

ADJOURMENT President Veitenheimer thanked the staff and employees of CLP for organizing today's events and business meeting, the Lions Club for providing us with a great breakfast, the Two Harbors Ukulele Band for the great entertainment, the Two Harbors Soccer Team for organizing games in the gym for the kids, and anyone else he may have missed that helped make today an enjoyable event. President Veitenheimer asked for a motion and a second to adjourn the meeting. A motion was made and seconded to adjourn the 88th Annual Meeting. The motion carried.

---

Jessica Willemarck, Secretary

CORPORATE SEAL

