

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 August 24, 2022, with the participation of Scott Veitenheimer, Pat Schmieder, Roger Peterson, Steve Josephson, Interim CEO Steve Shurts, Marketing Manager Carey Hogenson, and Haley Anderson to take the minutes. Attorney Chad Felstul, Kyle Weideman, and Business Office Manager Kevin Olson joined by means of video conference. Two member-owners were also present. One by means of video conference and the other in person.

Five directors were present at the time the meeting was called to order at 9:07 am.

2.

Scott Veitenheimer asked if there were any additions to the agenda. Scott would like to discuss meeting with Deb Englund regarding results with the behavioral interviews. Pat Schmieder would like to discuss the Right of Way (ROW) and upcoming herbicide application. Pat also suggested that the Board needs to act on policy I-7 which requires the Board to take action if they are going to pay for interview expenses. Pat would also like to talk about PAC's (Political Action Committee).

3.

A motion was made by Pat Schmieder and seconded by Roger Peterson to approve the agenda as modified. Motion passed.

4.

A motion was made by Steve Josephson and seconded by Roger Peterson to approve the July 27, 2022, minutes as modified. Motion passed.

Present

Additions to  
the Agenda

Agenda

Minutes

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Secretary

5.

Member-owner Mike Overend addressed the Board. He thanked the Board, Steve, and the staff of CLP for the job they do. He also congratulated CLP Employees for the Governors Safety Award. He described that there are major opportunities for rural electric co-op's to explore and to take advantage of in the Inflation Reduction Act (IRA). He asked that CLP recognize the opportunities and that the Board seek input from people to help us bring important benefits to the members as they become available. He would like CLP members to have input on the by-laws when they are updated or changed, possibly by forming a member group to advise the Board. Scott Veitenheimer said it is not something the Board is ready to discuss at this point in time, but the Board will be exploring means to review and revise the by-laws.

Member-owner Geoffrey Tolley addressed the Board. He would like the Board to consider redistricting in a way that would encourage more member participation and more contested director elections. Geoff then talked about member attendance policy, IV-36. This does not allow recording of Board meetings. He would like the Cooperative to be able to record the zoom meetings. This does not need to be accessible to the members, but for the Board so they can use it as a backup on double checking what was said in previous meetings. Geoff questioned the need to have a lawyer present during the entire Board meeting when he does not participate in many of the discussions to give legal opinions. This does not seem very cost effective. Instead, he could just join for Executive sessions to address any legal issues. Geoffrey also had concerns with CLP operating with only four Board members while Kyle Weideman was on a leave of absence from the Board. He would also like CLP bills delivered electronically. Carey Hogenson stated that CLP does encourage paperless billing and will be reminding members about this option as a revised App is rolled out. He also asked that CLP embrace the potential of the IRA. Geoff also mentioned the exit of Connexus as a GRE co-op and one place of a potential CLP impact in a slightly higher rate forecast over the long-term.

6.

The consent agenda consisting of the following was reviewed. A motion was made by Roger Peterson and seconded by Steve Josephson to accept the consent agenda. Motion passed.

Member-  
Owners

Consent  
Agenda

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Secretary





<p style="text-align: center;">10.</p> <p>A motion was made by Steve Josephson and seconded by Pat Schmieder to approve the 2022 Annual Meeting Minutes. Motion passed.</p>	<p>Annual Meeting</p>
<p style="text-align: center;">11.</p> <p>A motion is made by Roger Peterson and seconded by Kyle Weideman to approve Board policy IV-36 contingent on the changes as discussed at the August 24, 2022, Board meeting. Motion passed.</p>	<p>Policy IV-4</p>
<p style="text-align: center;">12.</p> <p>A motion was made by Roger Peterson and seconded by Steve Josephson to approve the Resolution that allows for Connexus to terminate its membership with GRE and to become a customer. Motion passed unanimously by roll call vote of all Directors. Scott is attending a special GRE board meeting via zoom next week. He will submit CLP's vote at that meeting.</p>	<p>Form of Resolution</p>
<p style="text-align: center;">13.</p> <p>Deb Englund asked via Scott that she wishes to meet with the Board regarding interviewing the CEO candidates. She is putting together her notes about her interviews and wants to schedule a discussion with the Board on August 31, 2022, at 8:30 A.M. At that meeting the Board will select three candidates to interview. This can be done virtually for everyone. Deb would like the Board to interview the candidates on September 20-21. She would also like to hold an in-person meeting with the Board on September 7, 2022, to discuss the interviewing process. She will offer instruction and guidance to the directors regarding the interview process, including selecting interview questions</p>	<p>CEO Hiring</p>
<p style="text-align: center;">14.</p> <p>To comply with the Board policy, the Board passed a motion to approve interview expenses for hiring of a new CEO, as made by Kyle Weideman, and seconded by Steve Josephson. The motion passes unanimously.</p>	<p>Interview Expenses</p>
<p style="text-align: center;">15.</p>	<hr/> <p>Secretary</p>

The Board discussed the date for the next Board meeting. The date is set for Wednesday, September 28, 2022, at 9:00am

16.

There being no further business to come before said meeting, adjournment was called for at 1:17 p.m. with a motion from Pat Schmieder and a second from Steve Josephson. Motion carried.

CORPORATE SEAL

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Roger Peterson, Secretary

Upcoming Meeting

Adjournment

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Secretary