

.MILLE LACS ENERGY COOPERATIVE
Aitkin, MN 56431

The regular meeting of the Board of Directors of the Mille Lacs Energy Cooperative was held at its office in Aitkin, Minnesota on April 25, 2024. All board members except Derik Midthun were present.

President Harold Harms called the meeting to order at 9:15 a.m.

All team leaders were present for their reports. Logan Stall, MLEC Accountant, represented the Accounting and Finance Department. Everyone joined in the Pledge of Allegiance.

These minutes being transcribed by or under the direction of Secretary/Treasurer, Aileen DeMenge, the following proceedings were had: (all action being first duly moved and seconded, and all action taken being upon the unanimous vote of the Board, or without dissenting vote or abstention, unless otherwise stated).

M/S/P to approve the Consent Agenda Items - Expense vouchers for the period ending April 25, 2024, agenda of the April 25, 2024 regular board meeting, and minutes of the March 28, 2024 regular board meeting.

The team reports and financial statement for the month of March 2024 were reviewed and accepted upon motion.

M/S/P to approve the recommended electric write-offs for this month in the amount of \$5,790.90.

BOARD RESOLUTION

M/S/P to approve a resolution to apply for a Border-to-Border of Lower-Density Population Broadband Infrastructure Grant.

Said resolution is attached to these minutes.

2023 Capital Credit Allocation – M/S/P to accept and approve the recommendation of the Management Team to allocate capital credits for 2023. MLEC coop allocation is in the amount of \$1,831.734 and Great River Energy allocation is in the amount of \$1,002,298.

MLEC 990 Review

As part of the board's due diligence, the 990/990T Tax Report was reviewed prior to filing. M/S/P to approve the 2023 990/990T Tax Report.

BANKING AUTHORIZATION RESOLUTION CHANGES

Resolutions were presented to remove Lincoln Messner from our financial accounts and

add Mark Vosacek, MLEC Accountant.
M/S/P on said resolutions. Resolutions are attached to these minutes.

CoBank
CFC
RUS
Deerwood Bank – Lock Box Account
Neighborhood National Bank –
 General Fund Account
 Capital Credit Account
 Flex Spending Account
 E-Bill Account
 Billing Direct Deposit Account
Security State Bank – Construction Account

MLEC's recently updated Emergency Restoration Plan was presented by Kassie Peterson to the board.

VOTING

2.1 Policy Review

M/S/P to approve the following revised policies:

- Policy No. 304 – Physical Examinations
- Policy No. 305 – Equal Employment Opportunity and Nondiscrimination
- Policy No. 306 - Retirement
- Policy No. 307 – Employee/Director Recognition
- Policy No. 308 – Employee's Expense Vouchers
- Policy No. 309 – Use of Cooperative's Equipment, Loan Programs and Employee Purchases

2.2 Activity Reports

GRE – The April 2024 GRE Board Report submitted by Harold was reviewed.

Harold gave a verbal report on May 2024 GRE board meeting.

MREA – MREA March 2024 Board Meeting Minutes were reviewed.

MREA 2024 First Quarter Report was reviewed.

MREA Legislative Bulletins from April 5 and 12, 2024 were reviewed.

RUS – None

CFC – None

NRECA – None

MAC – None

FEDERATED – Federated March 2024 Member Update was reviewed.

NRTC – None

RESCO – None

NISC – None

OTHER – None

M/S/P to accept the activity reports.

2.3 Articles of Incorporation and ByLaws Resolution

M/S/P to approve a resolution to adopt updated Articles of Incorporation and ByLaws. The first amendment is to update the physical address of MLEC. The second amendment is to clarify that each member has one vote. The additional amendments are to clarify each member has one vote, is entitled to return of excess paid over the cost of service (capital credits), that MLEC shall make a diligent effort to extend service to all unserved persons within MLEC service area and clarify where members may access the Articles of the ByLaws.

Articles of Incorporation and ByLaw Amendments will be voted on at our 2024 director elections.

Said resolution is attached to these minutes.

REPORTS

3.1 Safety Control

Deanna Soderberg of PLS presented Hazard Recognition training for all employees on April 17th. The next safety training is scheduled for May 1st with MREA presenting Bird Dog Trailing and May 23rd with Deanna Soderberg conducting a Field Audit.

The 2024 Safety Meeting Scheduled was reviewed.

The 2024 Safety Cross was reviewed.

3.2 Quarterly Articles/By-laws Review

The quarterly update included the final third of the By-Laws.

3.3 MLEC Community Trust Board Update

Per Article XXI of the Trust Board's Bylaws, the Trust Board's Annual Audit Report and expenditures were reviewed.

SCHEDULED MEETINGS

4.1 Aitkin Chamber of Commerce Annual Meeting

Friday, April 26, 2024

Attending: Harold Harms, MLEC employees Lori Packer, Scott Nutting and Michelle Johnson

4.2 GRE Annual and Monthly Meeting

June 5 - 6, 2024

A guest director is invited to attend. Attending: Mike Reem

GRE Certificate of Nomination and Certificate of Appointment:

M/S/P to nominate Harold Harms to GRE's Board of Directors.

M/S/P to appoint Harold Harms as GRE Delegate to the June 5, 2024 Annual Meeting, and to appoint Mike Reem as GRE Alternate.

- 4.3 MREA District 2 Meeting
Friday, July 12, 2024, Lake Country Power, Cohasset, MN
Attending: Harold Harms, Mike Reem, Bruce Robinson, and Mark Anderson.
Aileen DeMenge will be attending as MREA Director.
- 4.4 NRECA Legal Seminar
July 15 – 17, 2024, Traverse City, MI
Attending: Henry Brucker
- 4.5 CoBank Energy Director's Conference
July 17 – 19, 2024, Boston, MA
Attending: No one
- 4.6 MREA Energy Issues Summit
August 7 – 8, 2024, Bloomington, M
Attending: Harold Harms, Mark Anderson, Mike Reem, and Bruce Robinson.
Aileen DeMenge will be attending as MREA Director.
- 4.7 NRECA Regional Meeting
September 16 – 18, 2024, Minneapolis, MN
Attending: Decision will be made at a future meeting.
- 4.8 NRECA Credentialed Cooperative Director Training
December 4 – 5, 2024
Wednesday – Thursday, Maple Grove
Attending: Derik Midthun
- 4.9 Other Meeting Information

Three months look ahead @ MLEC Board meeting NON-Reoccurring Agenda Items:

- May 23rd:
 - NRECA Governance Video or Article
- June 27th:
 - Board Fees
 - NRECA Governance Video or Article
- July 25th:
 - NRECA Board Governance Video or Article

Remaining MREA 2024 Board Meeting Dates:

- Tuesday/Wednesday - June 18 - 19
- Tuesday/Wednesday - August 8 - 9

- Tuesday/Wednesday - October 15 – 16
- Tuesday/Wednesday – December 10 - 11

NOTE: If anyone is interested in attending a MREA Board meeting, please let Deb Chute and Director Aileen DeMenge know so arrangements can be made

4.10 Board Meeting Dates

- Thursday, May 23, 2024
- Thursday, June 27 2024
- Thursday, July 25, 2024

4.11 2024 MLEC Annual Meeting and Open House

Thursday, September 19, 2024, MLEC New Headquarters

Neighboring Cooperative Annual Meetings

Crow Wing Power, Saturday, June 15, 2024

Lake County Power, Mountain Iron, MN, Thursday, April 25, 2024

M/S/P to approve director participation at all scheduled meetings.

Confidential Discussion/Update

Sarah updated the Board on confidential issues.

The meeting adjourned at 12:00 noon.

Aileen DeMenge, Secretary/Treasurer

Harold Harms, President