

CLOVERLAND ELECTRIC COOPERATIVE
REGULAR MEETING OF THE BOARD
BEST WESTERN | SAULT STE MARIE, MI
DECEMBER 11, 2018

Call to Order

A regular meeting of the board of directors of Cloverland Electric Cooperative was held on Tuesday, December 11, 2018 at Best Western in Sault Ste Marie, Michigan.

Vice Chairperson Sawruk called the meeting to order at 10:00 a.m. and led the board in the Pledge of Allegiance.

The board recited the mission statement.

Roll Call

Roll Call was taken, and the following directors were present: Vice Chairperson Sawruk, Secretary/Treasurer Bonacci, Directors Monroe, Provo, Nettleton, Oberle and LaLonde. Director Legault was unable to attend the meeting due to health reasons. Chairperson St. Onge and Director LaLonde arrived at 10:23 a.m. due to travel complications.

Agenda

There were no modifications to the agenda.

Minutes

A motion was made by Director Provo, supported by Director Monroe to accept the minutes of the November meeting as written. All directors voted in favor and the motion passed unanimously.

Public Comment

There was no public comment.

Board Concerns

Secretary/Treasurer Bonacci discussed the contract CEC has with the City of Sault Ste. Marie regarding the walking trail along the canal. Vice Chairperson Sawruk asked that Aaron Wallin and board attorney Erin Evashevski review the current contract and report on any future liability for costs if the trail is impacted by canal work.

The board discussed their budget with regards to funding for board training.

Interim CEO Report

Interim CEO Aaron Wallin presented the CEO report to the board of directors. Mr. Wallin discussed staff's draft of the 2019 Cloverland Electric Cooperative Values and Goals.

Mr. Wallin discussed House Resolution No. 457 with the board of directors.

Chairperson St. Onge and Director LaLonde entered the board meeting at 10:23 a.m.

Mr. Wallin dispersed legal documents filed by Mr. Dan Dasho pertaining to a claim against the cooperative. There are also subpoenas for former board members and a request for release of information packets as well. Cloverland has notified our insurance provider.

Mr. Wallin discussed the situation between Cloverland and AT&T. Mr. Wallin also discussed the possibility of a membership with MECA once the new CEO has been hired. Director Provo asked that Mr. Wallin and Ms. Wendy Malaska investigate the cost for joining, as well our current cost for Energy Optimization and safety programs.

Mr. Wallin will delegate his duties as Interim CEO to Director of Engineering Brian Lavey while he is out of the country on vacation.

Mr. Wallin has requested that going forward, member requests and concerns filter through member services first, then management, then finally to the CEO office.

Public Comment

Sault Ste Marie City Commissioner Abby Baker made a presentation to the board as a leader of the local Youth Advisory Council to request that Cloverland allow and assist with hanging banners on utility poles.

Finance, Power Supply and PSCR

Mr. Wallin discussed the financials, power supply, check register and PSCR as previously presented to the board of directors.

Consent Agendas

A motion was made by Secretary/Treasurer Bonacci, supported by Director Oberle to approve the consent agendas. A roll call vote was taken, all directors voted in favor and the motion passed unanimously.

Chairperson of the Board Report

The Chairperson did not have a report to give.

Old Business

Board Attorney Ms. Erin Evashevski confirmed that under Policy 104, the board may establish/appoint special temporary committees to address the four specified matters, as well as other issues, as the policy is written. Her recommendation regarding Policy is to amend the policy as a single unit, specifically to clear up any ambiguities and confusion.

New Business

A motion was made by Director Monroe, supported by Director Nettleton to approve the estate retirements in the amount of \$7823.52. A roll call vote was taken, all directors voted in favor and the motion passed unanimously.

Executive Session

A motion was made by Director LaLonde, supported by Secretary/Treasurer Bonacci to enter into executive session at 11:45 a.m. to conduct interviews for the President and CEO position.

The board returned to regular session.

New Business

A motion was made by Director Monroe, supported by Director Nettleton to allow Interim CEO Aaron Wallin to prepare information to be filed as required by MISO related to interconnecting generation in Cloverland's service territory. A roll call vote was taken, all directors voted in favor and the motion passed unanimously.

A motion was made by Vice Chairperson Sawruk, supported by Secretary/Treasurer Bonacci to offer a one-time \$20,000 payment to Aaron Wallin for serving as Interim CEO. A roll call vote was taken, all directors voted in favor and the motion passed unanimously.

Adjournment

A motion was made by Director LaLonde, supported by Vice Chairperson Sawruk to adjourn the meeting. All directors voted in favor and the motion passed unanimously.



Secretary/Treasurer Carmine Bonacci