



Roseville Economic Development Authority (REDA)

Agenda

Monday, January 22, 2024

6:00 PM

City Council Chambers

(Any times listed are approximate – please note that items may be earlier or later than listed on the agenda)

- 6:00 p.m. **1. Roll Call**
Voting & Seating Order: Groff, Strahan, Etten, Schroeder, and Roe
- 6:02 p.m. **2. Pledge of Allegiance**
- 6:03 p.m. **3. Approve Agenda**
- 6:04 p.m. **4. Public Comment**
- 5. Business Items**
 - 6:05 p.m. a. Annual Election of Officers of the Roseville Economic Development Authority
 - 6:08 p.m. b. Recognize recipients of annual Roseville Sustainable Steward Award
 - 6:15 p.m. c. Consider Memorandum of Understanding (MOU) with Center for Energy and Environment (CEE) regarding energy audit services
- 6:20 p.m. **6. Adjourn to City Council**

ROSEVILLE
REQUEST FOR COUNCIL ACTION

Date: 1/22/2024
Item No.: 5.a.

Department Approval



City Manager Approval



Item Description: Annual Election of Officers of the Roseville Economic Development Authority

Background

Minnesota State Statute 469.096, Subdivision 2 requires an Economic Development Authority to elect a President, a Vice President, a Treasurer, Secretary and an Assistant Treasurer at an annual meeting. The Roseville Economic Development Authority bylaws designate that the office of the Secretary be held by the Executive Director, who delegates duties to other City staff as needed, and the Assistant Treasurer be held by the City's Finance Director. A Commissioner may not serve as President and Vice President at the same time, but the other offices may be held by the same Commissioner. The officers elected in 2023 were:

- President - Member Dan Roe
- Vice President - Member Jason Etten
- Treasurer - Member Julie Strahan
- Secretary - Patrick Trudgeon
- Assistant Treasurer - City Finance Director, Michelle Pietrick

Policy Objectives

The annual election of officers is required per Minnesota State Statute 469.096 Subdivision 2.

Racial Equity Impact Summary

This is a procedural action, therefore there are no racial equity impacts.

Budget Implications

Not applicable

Staff Recommendations

Staff recommends Commissioners elect members for the following officer positions per Minnesota State Statute 469.096, Subdivision 2:

- President -
- Vice President -
- Treasurer -

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The following positions are dictated by the REDA bylaws and are as follows:

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Secretary - Executive Director, Patrick Trudgeon

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Assistant Treasurer - City Finance Director, Michelle Pietrick

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Requested Council Action

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Motion to elect a President, Vice President, and Treasurer of the Roseville Economic Development Authority.

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Prepared by: Jeanne Kelsey, Housing and Economic Development Program Manager

Attachments: 1. EDA Bylaws

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BYLAWS OF THE
ECONOMIC DEVELOPMENT AUTHORITY

ARTICLE I - THE AUTHORITY

Section 1. Name of Authority. The name of the Authority shall be the “Roseville Economic Development Authority.”

Section 2. Office of Authority. The office of the Authority shall be at the City Hall in the City of Roseville, State of Minnesota, but the Authority may hold its meetings at such other place or places as it may designate by resolution.

Section 3. Seal of Authority. The seal of the Authority shall be in the form of a circle and shall bear the name of the Authority and the year of its organization.

Section 4. Establishment. The Roseville Economic Development Authority is established pursuant to Minnesota Statutes, Section 469.090 to 469.1081, as amended (the “Act”), as memorialized in the City of Roseville Resolution Enabling the Creation of the Roseville Economic Development Authority dated November 30, 2015 and as it may be amended (the “Enabling Resolution”). The provisions of these Bylaws are intended to be consistent with the terms of the Act and Enabling Resolution, and in the case of any actual or apparent conflict, the terms of the Act and Enabling Resolution shall control.

ARTICLE II - THE COMMISSIONERS

Section 1. Appointment, Terms, Vacancies, Pay, and Removal. Shall be in accordance with the Enabling Resolution.

ARTICLE III - THE OFFICERS

Section 1. Officers. The Authority shall elect a president, a vice president, a treasurer, a secretary, and an assistant treasurer at the annual meeting. A commissioner must not serve as president and vice president at the same time. The other offices may be held by the same commissioner. The offices of secretary and assistant treasurer need not be held by a commissioner.

Section 2. President. The President shall preside at all meetings of the Authority. Except as otherwise authorized by resolution of the Board of Commissioners, the President and the Executive Director (the Assistant Treasurer, in the Executive Director’s absence or incapacity) shall sign all contracts, deeds, and other instruments made or executed by the Authority, except that all checks of the Authority shall be signed by the President and Assistant Treasurer. At each meeting the President shall submit such recommendations and information as he or she may consider proper concerning the business, affairs, and policies of the Authority.

Section 3. Vice President. The Vice President shall perform the duties of the

President in the absence or incapacity of the President, including signing all contracts, deeds, and other instruments executed by the Authority; and in the case of the resignation or death of the President, the Vice President shall perform such duties as are imposed on the President until such time as the Board shall select a new President.

Section 4. Secretary. The Secretary shall keep minutes of all meetings of the Board and shall maintain all records of the Authority. The office of Secretary shall be held by the Executive Director, who may delegate duties to other City staff as required.

Section 5. Treasurer's Duties. The Treasurer:

- (1) shall receive and is responsible for Authority money;
- (2) is responsible for the acts of the Assistant Treasurer;
- (3) shall disburse Authority money by any Authority-approved method, including without limitation check, wire transfer, or credit card;
- (4) shall keep an account of the source of all receipts and the nature, purpose, and authority of all disbursements;
- (5) shall file the Authority's detailed financial statement with its Secretary at least once a year at times set by the Authority; and
- (6) shall prepare and submit an annual report describing the Authority's activities and providing an accurate statement of its financial condition to the City of Roseville.

All duties of the Treasurer shall be performed in accordance with the Enabling Resolution and the provisions of Section 469.100 of the Act.

Section 6. Assistant Treasurer. The Assistant Treasurer has the powers and duties of the treasurer if the treasurer is absent or incapacitated. The City Finance Director shall be designated as Assistant Treasurer of the Authority.

Section 7. Public Money. Authority money is public money.

ARTICLE IV - EXECUTIVE DIRECTOR

As provided in the Enabling Resolution, the City Manager shall be designated as Executive Director of the Authority.

Section 1. Duties. The Executive Director shall have general supervision over the administration of the Authority's business and affairs subject to the direction of the Authority. The Executive Director in his or her own name and title shall keep the records of the Authority, shall act as recorder of the meetings of the Authority and record all votes, and shall keep record

of the proceedings of the Authority in a journal of proceedings to be kept for such purpose, and shall perform all duties incident to the office. Except as otherwise authorized by resolution of the Board of Commissioners, the Executive Director shall, with the President, sign all contracts, deeds, and other instruments executed by the Authority. The Executive Director shall keep in sole custody the seal of the Authority and shall have power to affix such seal to all contracts and instruments authorized to be executed by the Authority.

Any person appointed to fill the office of Executive Director, or any vacancy herein, shall have such terms as the Authority fixes, but no commissioner of the Authority shall be eligible to serve as the Executive Director.

ARTICLE V - MEETINGS

Section 1. Regular Meetings. Regular meetings shall be held pursuant to the calendar of meetings set by the Authority at its final meeting of the year preceding each such calendar.

Section 2. Annual Meeting. The annual meeting of the Authority shall be held at the regular meeting place of the Authority on the date of the first regular meeting of the Authority, pursuant to the calendar established as described in Section 1.

Section 3. Special Meetings. Special meetings of the Authority may be called by the President, two members of the Authority, or the Executive Director for the purpose of transacting any business designated in the call. All commissioners of the Authority shall be notified.

Section 4. Quorum. At any meeting of the Authority, the presence of three commissioners shall constitute a quorum. If a quorum is not present at any meeting, those present shall have power to adjourn the meeting from time to time without notice other than announcement at such meeting until the requisite number of votes shall be present to constitute a quorum. At any such adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the meeting as originally called. Any resolution, election, or other formal action of the Authority shall be adopted upon the affirmative vote of a majority of the Authority membership.

Section 5. Rules of Procedure. Unless otherwise specified in the Enabling Resolution or in these bylaws, all meetings of the Authority shall be conducted in accordance with Rosenberg's Rules of Order.

Section 6. Manner of Voting. The voting on all questions coming before the Authority shall be voice unless the President calls for a roll call vote. The yeas and nays shall be entered upon the minutes of such meetings.

ARTICLE VI - EMPLOYEES; SERVICES; SUPPLIES

Section 1. Employees. Subject to limits set by the appropriations or other funds made available, the Authority may employ such staff, technicians, and experts as may be deemed proper and may incur such other expenses as may be necessary and proper for the conduct of its

affairs.

Section 2. Contract for Services. The Authority may contract for services of consultants, agents, public accountants, and other persons needed to perform its duties and exercise its powers.

Section 3. Legal Services. The Authority may use the services of the city attorney or hire a general counsel for its legal needs. The city attorney or general counsel, as determined by the Authority, is its chief legal advisor.

Section 4. Supplies. The Authority may purchase the supplies and materials it needs to carry out its function pursuant to Minnesota Statutes, Sections 469.090 to 469.1081.

Section 5. City Purchasing. The Authority may use the facilities of its city's purchasing department in connection with construction work and to purchase equipment, supplies, or materials.

Section 6. City Facilities, Services. The City may furnish offices, structures and space, and stenographic, clerical, engineering, or other assistance to the Authority.

Section 7. Delegation Power. The Authority may delegate to one or more of its agents or employees powers or duties as it may deem proper.

ARTICLE VII - POWERS

Section 1. Functions, Powers, and Duties. Shall be in accordance with the Enabling Resolution.

Section 2. Limitations of Power. Shall be in accordance with the Enabling Resolution.

ARTICLE VIII - AMENDMENTS

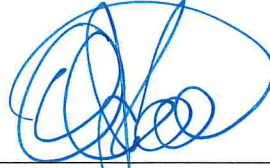
Section 1. Amendment to Bylaws. The bylaws of the Authority shall be amended by a majority vote of the Authority membership at a regular or special meeting. The amendments must be in written form.

Section 2. Conflicts. In any instance where these bylaws are in conflict with the Enabling Resolution, the Enabling Resolution shall control.

Section 3. Effective Date. These bylaws are effective upon their adoption by the Authority.


Dated: January 9, 2017.

Signed:

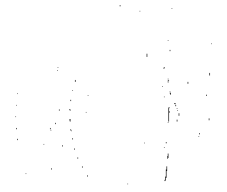


President

(Seal)



Executive Director



ROSEVILLE
REQUEST FOR COUNCIL ACTION

Date: 1/22/2024

Item No.: 5.b.

Department Approval

Janice Gundlach

City Manager Approval

Samuel Truogler

Item Description: Recognize recipients of annual Roseville Sustainable Steward Award

Background

In 2022, the Roseville Economic Development Authority (REDA) and Public Works staff worked together to revise the Roseville Green Award program to make the application process less daunting for interested parties to apply (Attachment 1) and to re-brand the program as the Roseville Sustainable Steward Award. Marketing efforts have continued through the Roseville newsletter, social media, and direct contact with businesses and residents where possible. In addition, staff identified potential projects and did a direct mailing through building permit requests. In 2023, a total of nine applications were received from residents. Unfortunately, staff are not aware of any businesses that have completed sustainable improvements in 2023. Many of the applicants have been working on sustainable efforts over the past several years, including completion of an energy audit in conjunction with commencing any major improvements, including solar, heat pumps, tankless water heaters, etc.

Based on the applications received, and the work that was conducted, staff has identified three recommendations for financial awards, which are listed below. A summary of the sustainability actions of each recipient is provided as Attachment 3.

- Gold Award of \$500: James Rue and Susan Nelson, 510 Reservoir Woods Circle
- Silver Award of \$250: Bruce and Suan Calhoun, 1666 Ridgewood Lane N.
- Bronze Award of \$100: John Mulley, 1816 Dale Court

The President of the REDA should recognize and present to each of the parties a certificate and check.

The remaining applicants are recommended to receive window clings and/or a yard sign (Attachment 2), naming them as a Roseville Sustainable Steward.

Public Works and REDA staff will be in attendance to help answer any questions regarding the program and the projects staff have recommended for recognition.

Policy Objectives

As a community, Roseville aspires to be environmentally responsible and has identified sustainability as a strategic priority. The Roseville Sustainable Steward Award aims to bring recognition to commercial and residential projects that honor this mission and priority.

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Racial Equity Impact Summary

There are no identified racial equity impacts related to this request.

Budget Implications

The REDA budgets \$850 annually to recognize sustainability efforts in Roseville.

Staff Recommendations

Staff recommends the REDA recognize the following properties with a Roseville Sustainable Steward financial award:

- Gold Award of \$500: James Rue and Susan Nelson, 510 Reservoir Woods Circle
- Silver Award of \$250: Bruce and Susan Calhoun, 1666 Ridgewood Lane N.
- Bronze Award of \$100: John Mulley, 1816 Dale Court

Requested Council Action

By motion, recognize the listed properties with the Gold, Silver and Bronze Sustainability Steward financial awards for 2023.

Prepared by: Jeanne Kelsey, Housing and Economic Development Authority
Noelle Bakken, Sustainability Specialist

- Attachments:**
1. Sustainable Steward application
 2. Sign logo
 3. Summary of sustainability actions per recipient

Roseville Sustainable Steward Application



Date: _____

Applying as: Resident Business

Name or Business: _____

Property Address: _____

Phone number: _____

Email address: _____

If the applicant is a builder, landscaper, or contractor, please complete the following:

Contractor Name: _____

Contractor Address: _____

Contractor Phone Number: _____

Contractor Email address: _____

Completing on behalf of: Resident Business

The Roseville Sustainable Steward program is funded and supported by the City of Roseville, and is intended to recognize and reward residents and businesses for incorporating sustainability and energy efficiency best practices in the City of Roseville.

Your actions or project may be eligible for our Sustainable Steward Annual Award, at the gold (\$500) silver (\$250) or bronze (\$100) level! To be considered, applications must be submitted on or before December 31st. Winning residents, buildings, or properties will be highlighted by the City of Roseville.

Application Guidelines:

- A property is eligible for only one Sustainable Steward Award.
- Properties must be in full compliance with City ordinances and codes and have all required permits.
- All Annual Award winners must agree to allow pictures of their home or business, including the address, displayed by the City of Roseville.
- A contractor may submit an application, but the homeowner or business owner must also agree to all contest requirements.
- Applications for the Annual Award are due by December 31 (postmarked); winners are notified in mid-January.
- Properties that use a combination of the following best practices will rank higher:
 - ✧ Energy Efficiency ✧ Water Conservation ✧ Indoor Environmental Quality
 - ✧ Site and Community Impact ✧ Renewable Energy
- **Applicant does not need to meet all criteria listed in application.**

Application Instructions:

- If the application is submitted by a builder or landscaper, the homeowner or business owner must also sign the application indicating they comply with all contest requirements.
- All applications must include "Before" and "After" images. Please attach images as well as any additional pages needed to describe improvements.

Please indicate which of the following example sustainable actions you have taken, or use the "Other" box on the next page to provide details about actions not represented in these lists. There is no minimum number of activities or requirement to do things in multiple categories to earn recognition.

Community involvement

- Volunteer at city sustainability/park events (Event & Date: _____)
- Serve on a sustainability-related church or volunteer service group (Name of group or committee: _____)
- Adopt a Storm Drain (Location: _____)
- Other: _____

Energy Efficiency

- Have a Home Energy Squad (residents) or Energy Smart (businesses) audit completed Date: _____
- Complete a recommended energy project following an energy audit Date: _____
- Complete a home/building insulation project Date: _____
- Install a programmable and/or smart thermostat Date: _____
- Replace an inefficient appliance with an Energy Star rated appliance Date: _____
- Air-source or ground-source heat pump installed to replace or augment a gas furnace Date: _____
- Other: _____

Renewable Energy

- Subscribe to at least 50% of your energy usage from renewable energy (WindSource®, Renewable*Connect®, or Solar*Rewards Community®): Date subscribed: _____
- Install rooftop or ground-mount solar panels Date: _____ kW installed _____
- Battery backup/storage installed Date: _____
- Geothermal system installed Type: _____ Date: _____
- Other: _____

Responsible and pollinator-friendly lawn care/landscaping

- Switch to electric lawn care equipment Date: _____
- Plant a pollinator garden Date: _____
- Native and climate-appropriate plantings used in new landscaping Date: _____
- Replace or reduce turf coverage Date: _____
- Alternatives to herbicides and pesticides are used in yard maintenance
- Large exterior windows or doors are treated with bird-safe coatings, etchings, window clings, etc.
- Other: _____

Water savings and stormwater management

- Dual flush or low-flow (WaterSense labeled) toilets installed Date: _____
- Tankless water heater installed Date: _____
- Install a rain barrel or other rainwater harvesting system Date: _____
- Install a rain garden Date: _____
- Install a smart irrigation system controller Date: _____
- Reduced impermeable surfaces on the site with permeable materials (pavers, etc.) Date: _____
- Other: _____

Transportation

- Drive an electric or hybrid vehicle
- Bike, walk, or take transit to replace a regular car trip
- Install an EV charging station Date and charge level: _____
- Other: _____

Recycling

- Recycle organic waste/food scraps (Location: _____)
- Backyard/home compost system (residents) or provide labeled onsite organics disposal (businesses)
- For large remodel projects, deconstruction techniques were used to salvage materials suitable for reuse
- Other: _____

For businesses – sustainable business practices:

- Incentivize green practices for customers (reusable bags, paperless billing, etc.) Please specify: _____

- (Restaurants) Compostable and/or recyclable takeout containers used
- Food scrap and organic waste receptacles are available on-site and clearly labeled
- Phone/web conferences used in place of face to face meetings
- Bicycle racks or secure bicycle parking is available for employees and customers
- EV or hybrid vehicles used for company fleet
- Two-sided printing is the default
- Company has a “green committee” to involve employees
- Company is a certified B-corporation
- Sponsor, host, or donate in-kind services or products to community organizations/events. Please specify: _____

Other:

Section for additional comments/narrative

Applicant Signature: _____ **Date:** _____

Award preference: Window Cling Yard Sign

Would you be willing to have your property or project featured on a map, tour, and/or in City News? (We would contact you prior to any mention on our website, news, or otherwise.) Yes No

Applications may be mailed or electronically submitted to:

City of Roseville – Sustainable Steward Award **OR** eda@cityofroseville.com
 Attn: Community Development
 2660 Civic Center Drive
 Roseville, MN 55113

Questions?
 Call: 651-792-7015
 Email: eda@cityofroseville.com



ROSEVILLE

SUSTAINABLE STEWARD

Gold Award - \$500: James Rue and Susan Nelson, 510 Reservoir Woods Circle

Sustainable Actions

- Community Involvement - Volunteer at city sustainability/park events
 - Most recently assisted with Buckthorn drag and stack on 11/18/23
- Energy efficiency
 - Install a programmable and/or smart thermostat Date: 12/3/21
 - Replace an inefficient appliance with an Energy Star rated appliance Date: 12/3/21
- Renewable energy
 - Install rooftop or ground-mount solar panels Date: 9/28/23 kW installed: 11.44 with 26 solar panels
- Responsible and pollinator-friendly lawn care/landscaping
 - Switch to electric lawn care equipment Date: 6/22
 - Plant a pollinator garden Date: 9/26/22
 - Native and climate-appropriate plantings used in new landscaping Date: 5/16/23
 - Replace or reduce turf coverage Date: 9/26/22 and 5/16/23
 - Other: electric snow thrower
- Water savings and storm management
 - Install a rain barrel or other rainwater harvesting system Date: 9/23
 - Install a rain garden Date: 9/26/22
 - Install a smart irrigation system controller Date: was previously installed by previous owner
- Transportation
 - Use electric bike to run errands close to home
- Recycling
 - Recycle organic waste/food scraps (Location: Dale Street Roseville)
- Other
 - The third and final phase of the landscaping project will take place the summer of 2024. The aim of this project has been to reduce the amount of turf, increase the number of native plants, and provide habitat for pollinators, birds, and other wildlife.
 - We have replaced most incandescent and fluorescent bulbs with LEDs.
 - We have had a single plot at the Rice Street Gardens for the past two years. We use no herbicides, pesticides, or commercial fertilizer to produce fruits and vegetables.

Silver award \$250 – Bruce and Susan Calhoun, 1666 Ridgewood Lane N.

Sustainable Actions

- Community Involvement - Volunteer at city sustainability/park events
 - Reservoir Woods Restoration – December 17, 2022
 - Adopt a storm drain. Location: Ridgewood Lane N in front of 1678
- Energy efficiency
 - Have a home energy squad visit Date: March 2022
 - Install a programmable and/or smart thermostat Date: December 2017
- Renewable energy
 - Install rooftop or ground-mount solar panels Date: September 2023 kW installed: 13 panel array
- Responsible and pollinator-friendly lawn care/landscaping
 - Switch to electric lawn care equipment Date: May 2019
 - Native and climate-appropriate plantings used in new landscaping Date: June 2020

- Water savings and storm management
 - Install a rain barrel or other rainwater harvesting system Date: June 2020
 - Install a rain garden Date: June 2022

Bronze Award - \$100: John Mulley, 1816 Dale Court

Sustainable Actions

- Community Involvement - Volunteer at city sustainability/park events
 - Adopt a storm drain Location: 1816 Dale Court
- Energy efficiency
 - Install a programmable and/or smart thermostat Date: 2019
 - Replace an inefficient appliance with an Energy Star rated appliance Date: 2019 - Furnace
- Renewable energy
 - Subscribe to at least 50% of your energy usage from renewable energy (WindSource®, Renewable*Connect®, or Solar*Rewards Community®): Date subscribed: August 2022
 - Install rooftop or ground-mount solar panels Date: August 2023 kW installed: 7,837
- Responsible and pollinator-friendly lawn care/landscaping
 - Switch to electric lawn care equipment Date: 2019
- Water savings and storm management
 - Dual flush or low-flow (WaterSense labeled) toilets installed Date:2018
 - Reduced impermeable surfaces on the site with permeable materials (pavers, etc.) Date: Paver driveway 2001
- Transportation
 - Drive an electric or hybrid vehicle
 - Bike, walk, or take transit to replace a regular car trip

ROSEVILLE
REQUEST FOR COUNCIL ACTION

Date: 1/22/2024
Item No.: 5.c.

Department Approval

City Manager Approval



Item Description: Consider Memorandum of Understanding (MOU) with Center for Energy and Environment (CEE) regarding energy audit services

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2 **Background**

3 The Roseville Economic Development Authority (REDA) previously approved a three-year
4 contract for reimbursing energy audit services with the Center for Energy and Environment
5 (CEE) for years 2021-2023. CEE conducts these audits in Roseville (as well as many other
6 communities) on behalf of Xcel Energy. Given the REDA's current contract expired at the
7 end of 2023, REDA staff engaged with CEE on renewal but learned CEE is unable to enter
8 into another three-year contract as their contract with Xcel Energy concluded. Apparently,
9 Xcel Energy is completing its procurement process for contracting a service provider to
10 perform energy audits on their behalf and it is yet to be determined if CEE will be the
11 provider and/or what the contract terms will be. The REDA budgets \$12,000 a year for
12 energy audit reimbursements and has been subsidizing \$50 of the \$60 total cost of the
13 audit. Given this service is something Roseville residents continue to use and value, the
14 attached Memorandum of Understanding (MOU) will ensure the current program can
15 remain in place until Xcel Energy and CEE have finalized their contractual arrangement.
16 Once their agreement is formalized, a contract for professional services between the REDA
17 and CEE will be advanced to the REDA for consideration.

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19 **Policy Objectives**

20 The REDA's role is to coordinate and administer housing, economic development and
21 redevelopment efforts for the City of Roseville.

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23 **Racial Equity Impact Summary**

24 There are no identified racial equity impacts related to this request.

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26 **Budget Implications**

27 The REDA budgets \$12,000 a year to assist with the cost of the energy audits for Roseville
28 residents.

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30 **Staff Recommendations**

31 Adopt a resolution authorizing the President and Executive Director to enter into a
32 Memorandum of Understanding for continuation of reimbursement for energy audit services
33 with CEE until May 31, 2024 or until a new contract for professional services can be
34 adopted by the REDA.

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Requested Council Action

By motion, adopt a resolution authorizing the President and Executive Director to enter into a Memorandum of Understanding for continuation of reimbursement for energy audit services with CEE until May 31, 2024 or until a new contract for services can be adopted by the REDA.

Prepared by: Jeanne Kelsey, Housing and Economic Development Program Manager

- Attachments:**
- 1. Memorandum of Understanding
 - 2. Resolution

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MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding (this “MOU”), dated as of January 12, 2024 (the “Effective Date”), sets forth certain agreements and understandings between the Center for Energy and Environment, a Minnesota nonprofit corporation (the “Consultant”), and the Rosedale Economic Development Authority, a body corporate and politic under the laws of the State of Minnesota (“REDA” and, together with the Consultant, the “Parties”), related to the Standard Agreement for Professional Services between the Parties, dated January 1, 2021 (the “Agreement”).

BACKGROUND

WHEREAS, pursuant to the Agreement, the Consultant has been providing certain professional services related to energy audits and conservation (the “Work”) for eligible properties within the City of Roseville, Minnesota (the “City”); and

WHEREAS, as part of the Work, the Consultant partners with Xcel Energy (“Xcel”) to implement recommended energy improvements; and

WHEREAS, the Consultant and Xcel are still formalizing their partnership for 2024 and future years; and

WHEREAS, the Agreement expired on December 31, 2023, and the Parties desire to extend the Agreement until such time that the Consultant and Xcel have finalized their partnership, and a new agreement can be executed.

NOW THEREFORE, in consideration of the foregoing and of the mutual covenants and obligations set forth herein, the Parties hereby agree as follows:

AGREEMENT AND UNDERSTANDING

1. The Parties agree to extend the termination date of the Agreement from December 31, 2023, to the earlier of May 31, 2024 or the date on which REDA executes a new contract with the Consultant or another individual or organization to perform the Work. If a new contract for the Work is not executed by May 31, 2024, the Agreement and this MOU shall terminate. Except as amended above, all other terms and conditions of the Agreement shall remain in full force and effect. Except as otherwise defined herein, capitalized terms shall have the meanings ascribed to them in the Agreement.

2. This MOU may be terminated by either party at any time upon 30 day’s written notice to the other party for any reason.

3. The Consultant agrees to indemnify, defend and hold harmless REDA, the City and their officers, employees, agents and representatives from and against any claims, demands, suits, costs, expenses (including reasonable attorneys' fees) actions or other proceedings whatsoever by any person or entity whatsoever arising or purportedly arising from the actions or inactions of the Consultant (or if other persons acting on its behalf or under its direction or control) under this MOU,

or the transactions contemplated hereby. This indemnity shall be continuing and shall survive the performance, termination or cancellation of this MOU. Nothing in this Agreement shall be construed as a limitation of or waiver by REDA or the City of any immunities, defenses, or other limitations on liability to which REDA or the City are entitled to by law, including but not limited to the maximum monetary limits on liability established by Minnesota Statutes, Chapter 466.

4. Notice or demand or other communication between or among the Parties shall be sufficiently given if sent by mail, postage prepaid, return receipt requested or delivered personally:

- (a) As to REDA
Roseville Economic Development Authority
Attn: Executive Director
2660 Civic Center Drive
Roseville, MN 55113

- (b) As to the Consultant:
Center for Energy and Environment
Attn: _____
212 3rd Avenue North, Suite 560
Minneapolis, MN 554001

5. This MOU may be executed simultaneously by manual or electronic signature in any number of counterparts, all of which shall constitute one and the same instrument.

6. This MOU shall be governed by and construed in accordance with the laws of the State of Minnesota. Any disputes, controversies, or claims arising out of this MOU shall be heard in the state or federal courts of Minnesota, and the Parties to this MOU waive any objection to the jurisdiction of these courts, whether based on convenience or otherwise.

IN WITNESS WHEREOF, the undersigned parties have entered into this Agreement as of the date set forth above.

**ROSEVILLE ECONOMIC
DEVELOPMENT AUTHORITY**

**CENTER FOR ENERGY AND
ENVIRONMENT**

By: _____
Its: President

By: _____
Its: _____

By: _____
Its: Executive Director

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2 **EXTRACT OF MINUTES OF MEETING**
3 **OF THE**
4 **ROSEVILLE ECONOMIC DEVELOPMENT AUTHORITY**

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8 Pursuant to due call and notice thereof, a regular meeting of the Board of Commissioners
9 (the “Board”) of the Roseville Economic Development Authority (“REDA”) was duly
10 held on the 22nd day of January, 2024, at 6:00 p.m.

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12 The following members were present:

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14 and the following were absent: .

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16 Member introduced the following resolution and moved its adoption:

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18 **RESOLUTION No.**

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20 **RESOLUTION APPROVING A MEMORANDUM OF**
21 **UNDERSTANDING BETWEEN THE ROSEVILLE**
22 **ECONOMIC DEVELOPMENT AUTHORITY AND THE**
23 **CENTER FOR ENERGY AND ENVIRONMENT**

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25 WHEREAS, REDA and the Center for Energy and Environment (“CEE”) executed a
26 certain Standard Agreement for Professional Services, dated January 1,
27 2021 (the “Agreement”), whereunder CEE agreed to provide certain
28 professional services related to energy audits and conservation (the “Work”)
29 for eligible properties within the City of Roseville, Minnesota; and
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31 WHEREAS, as part of the Work, CEE partners with Xcel Energy (“Xcel”) to
32 implement recommended energy improvements; and

33 WHEREAS, CEE and Xcel are still formalizing their partnership for 2024 and future
34 years; and

35 WHEREAS, the Agreement expired on December 31, 2023, and CEE and REDA desire
36 to extend the Agreement until such time that CEE and Xcel have finalized
37 their partnership, and a new agreement can be executed, and there is
38 presented to the Board a Memorandum of Understanding (the “MOU”)
39 between REDA and CEE which extends the termination date of the
40 Agreement from December 31, 2023, to the earlier of May 31, 2024, or
41 the date on which REDA executes a new contract with CEE or another
42 individual or organization to perform the Work.

43 NOW, THEREFORE, BE IT RESOLVED as follows:
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45 1. The MOU as presented to the Board is hereby in all respects approved,
46 subject to modifications that do not alter the substance of the transaction
47 and that are approved by the President and Executive Director, provided
48 that execution of the MOU by such officials shall be conclusive evidence
49 of approval. The President and Executive Director are hereby authorized
50 to execute, on behalf of REDA, the MOU.

51 2. REDA staff and officials are authorized to take all actions necessary to
52 perform REDA's obligations under the MOU and under the Agreement as
53 a whole, all as described in the MOU and Agreement.
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56 The motion for the adoption of the foregoing resolution was duly seconded by Member

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58 , and upon a vote being taken thereon, the following voted in favor thereof:

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60 and the following voted against the same:

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62 WHEREUPON said resolution was declared duly passed and adopted.
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I, the undersigned, being duly appointed Executive Director of the Roseville Economic Development Authority, Minnesota, hereby certify that I have carefully compared the attached and foregoing resolution with the original thereof on file in my office and further certify that the same is a full, true, and complete copy of a resolution which was duly adopted by the Board of Commissioners of said Authority at a duly called and regular meeting thereof on January 22, 2024.

I further certify that Commissioner _____ introduced said resolution and moved its adoption, which motion was duly seconded by Commissioner _____, and that upon roll call vote being taken thereon, the following Commissioners voted in favor thereof:

and the following voted against the same:

whereupon said resolution was declared duly passed and adopted.

Witness my hand as the Executive Director of the Authority this __ day of January, 2024.

Patrick Trudgeon, Executive Director
Roseville Economic Development
Authority