

# JO-CARROLL ENERGY, INC. (NFP)

## September 29, 2021

### Board Meeting Minutes Summary

The regular board meeting of Jo-Carroll Energy, Inc. (NFP) was held on Wednesday, September 29, 2021, at 9:00 A.M.

A Safety Moment was provided by Director Russ Holesinger.

**Presentation** – Jesse Shekleton, Director of Broadband Operations, presented on Fiber Grant funding opportunities that Jo-Carroll Energy (JCE) has applied for and is considering in the future. Shekleton also noted that JCE recently added our 2,000<sup>th</sup> fiber member subscription.

**CEO Report** – President and CEO Casper provided an overview of JCE's 2021 achievements and highlighted JCE's Strategic Objectives. Casper also provided a membership engagement overview. In addition, Casper shared information from the American Public Gas Association (APGA) Strategic Planning Meeting he recently attended.

**Financial Operating Report** – Chuck Woods, Chief Financial Officer provided a summary of the financial operating report for August. Year to date (YTD) revenue is approximately \$44 million vs. a budgeted amount of \$42.8 million. Total operations and maintenance expenses were approximately \$555,650 under budget. YTD margins are approximately \$3.8 million vs. a budgeted amount of approximately \$1.5 million. By general consent, the board moved to file the financial operating report with the auditor. In addition to the financial operating report, Woods provided a summary on JCE's Key Ratio Trend Analysis (KRTA's) as well as the status of the Cooperative Finance Corporation (CFC) preliminary working fiber capital facility.

#### **Operations and Regulatory Update**

**Operations Update** – Kyle Buros, Senior V.P. and Chief Operating Officer provided an update on a recently completed pipeline inspection. Buros commented that the results came back favorable. Buros also noted that a portion of the ITC Midwest transmission upgrade was completed, which will improve reliability to the area. In addition, Buros remarked that JCE has been focusing on enterprise risk management in preparing for possible material shortages.

**COVID-19/Employee Update** – Merri Sevey, V.P. of Human Resources, provided information on covid mandates and an update on newly hired JCE employees.

**External Affairs/Legislative Update** – Outside General Counsel, Terry Kurt provided an update on external affairs and legislative issues that are happening locally and statewide. In addition, Kurt discussed a recent broadband legal seminar that he attended.

#### **Reports/Updates –**

**Association of Illinois Electric Cooperatives (AIEC) Report** – Chairman Senn noted that there was no AIEC meeting this month due to the Region 5&6 meeting. Senn

commented that the presentations given during the Region 5&6 Meeting were very informative on cooperative issues and governance.

**American Public Gas Association (APGA) Report** – Director Carroll discussed the latest topics within the natural gas (NG) industry that included pipeline regulations and various other topics relevant to the industry.

**Dairyland Power Cooperative (DPC)** – Director Mattingley provided a summary of Dairyland’s ongoing strategic planning, commenting on their CEO’s role in the planning process; sharing that DPC is leveraging their resources to increase revenue to assist in stabilizing the cost of wholesale power. Mattingley also discussed organizational change, financial operations, and communications, noting the DPC staff is continuing to maximize efficiencies within the organization.

**Prairie Power Incorporated (PPI) Report** – Director Kuhns provided a summary of the most recent generation numbers. In addition, Kuhns commented on a tentative power purchase agreement that PPI made with a solar developer.

**Governance Topics and Board Policy Review** – None

**Board Issues and Action Items** –

A discussion was had to move the October board meeting to October 29<sup>th</sup>.

A motion was made, seconded, and carried unanimously to authorize President and CEO Mike Casper and Chief Financial Officer, Chuck Woods to execute loan documents from Illinois Bank and Trust (IB&T), with previous notice duly given to the Board of Directors of such action, and carried by a vote of 9-0. Director Joe Mattingley excused himself from the discussion and abstained from voting.

A motion was made, seconded and carried unanimously to approve Rate Policy 808/VOIP.

Directors were selected to attend the NRECA 2022 Power Exchange Meeting.

Jennifer Meyer, V.P. of Member Services offered a presentation on the FirstCall Medical Monitoring Service that JCE provides. A motion was made, seconded, and carried unanimously to approve the sale of equipment and dissolution of FirstCall Medical Monitoring as a Jo-Carroll provided service by May 2023.

**Executive Session** – A motion was made, seconded, and carried unanimously to go into executive session at 11:57 A.M.

**Out of Executive Session** – A motion was made, seconded, and carried unanimously to come out of executive session at 11:59 A.M.

**Action resulting from Executive Session** – None.

**Other Business** – None.

**Adjournment**

Chairman Senn adjourned the meeting at 12:00 P.M.