

JO-CARROLL ENERGY, INC. (NFP)
Board Meeting Minutes Summary
April 30, 2015

The board met on Wednesday, April 30, 2015, at the Jo-Carroll Energy Headquarters. The following is a summary of the meeting activities. The Agenda and the Consent Agenda were approved.

JDCF Presentation – The board heard a presentation by Christie Trifone-Simon of JDCF regarding the “Sunshine Acres” program for at-risk kids.

Chairman’s Report – Chairman Senn thanked the staff and directors who helped make the annual meeting of the Cooperative, held in Geneseo, a huge success.

Dairyland Report – Director Stadel reported that Dairyland’s margins are trending positive so far. DPC is investigating alternative retirement plan options and the board also approved looking at a target equity number of 25% for the cooperative by 2020.

APGA Report – Director Carroll reported on his attendance at the recent APGA Legislative Conference.

Monthly Committee Review

(a) Policy Report – Policy 138 – Arbitration Procedures – Approved unanimously as is.

CEO’s Report - The CEO reported on the following in addition to his written report:

- a. **Financial Operating Report** – Hastings reported that the Cooperative had an unaudited margin of \$187,000 in March, which was below budget. The Board accepted the March Financial Operating Report for filing by general consent.
- b. **Power Supply Report** - CEO Hastings reported on meetings with Rentech and Interstate Power & Light.
- c. **CFO Report** – Vice President and Chief Financial Officer Heidenreich reported to the board on preliminary results of reallocating certain broadband assets and expenses among the other business units to which they are attributed.
- d. **Sr. Vice President and Assistant General Manager Report** – Sr. Vice President and Assistant General Manager Buros reported on various operations projects.
- e. **Culture of Excellence and Communications** – Merri Sevey, Vice President of Human Resources informed the board of numerous positions currently open at the Cooperative, as well as announcing that recipients of the Cooperative’s scholarships have been chosen.
- f. **Member Services** – Jennifer Skien, Vice-President of Member Services, was absent. CEO Hastings informed the board that V.P. Skien was recently successful in obtaining a \$90,000 USDA grant for energy audits.
- g. **External Affairs Update** – Chris Allendorf, Corporate Counsel, reported on various legislative matters, including bills in Illinois that would create a subsidy for Exelon’s nuclear fleet and another that would privatize most of the state’s economic development efforts. Allendorf also updated the board on the current work being done by TCEDA.

Board Issues

- a. **Cyber Security** – Staff presented to the board on current cyber-security topics and initiatives at the Cooperative.
- b. **FS Presentation** – Representatives from the Stephenson Service Co., also a cooperative, made a presentation to the board asking them to apply on their behalf for a USDA RED loan for an upcoming project.
- c. **Board Committee Assignments** – Directors were assigned to committees.
- d. **NRECA International Foundation** – A donation of \$1000 to the NRECA International Foundation was approved unanimously.
- e. **Delegates to Dairyland's Annual Meeting** – Any director who is attending the Dairyland Annual Meeting is considered a delegate.
- f. **PPI Delegate/Alternate** – Director Holesinger was selected as the delegate and Director Hallendorff as the alternate for the PPI Annual Meeting.
- g. **PPI Director/Director/Alternate Director** – Director Hallendorff was selected as the PPI Director, with Director Kuhns as the alternate.
- h. **October 28, 2015 Open Board Meeting** – The board selected October 28, 2015 as the date for the next open board meeting.
- i. **Policy Committee Meeting Date** – The board chose a date for the next policy committee meeting.
- j. **JDCF Donation/Match with CoBank** – The board unanimously approved a donation to the JDCF, to be used for the Sunshine Acres program, which will be matched by CoBank.
- k. **CoBank Proxy Authorization** – The board unanimously approved filing the necessary proxy authorization paperwork for the CoBank Annual Meeting.

Financial Statement – Troy Swinford of BKD reported to the board on the Cooperative's 2014 financial statements.

Executive Session

Executive Session was held to discuss pending and possible litigation and employment matters.

Consideration of Matters discussed in Executive Session – The board unanimously approved a motion to exercise an option to purchase certain real estate in Carroll County, while letting another option on different real estate expire.

Reports – Reports were heard on: Member Meeting, Galena, Congresswoman Bustos event, Jo-Carroll Energy Annual Meeting, APGA Government Relations Conferences, and Employee Breakfast.

Upcoming Meetings – Legislative Conference

Other Business - None

Adjournment – The meeting was adjourned at 2:15 P.M.