

JO-CARROLL ENERGY, INC. (NFP)

January 28, 2022

Board Meeting Minutes

The board meeting of Jo-Carroll Energy, Inc. (NFP) was held via ZOOM at Jo-Carroll Energy Headquarters in Elizabeth, IL on Friday, January 28, 2022. The meeting convened at 9:00 A.M. Board members present were Dave Senn, Pat Smith, Larry Carroll, Tom Lundy, Dan Tindell, Russ Holesinger, Bob Kuhns, Jerry Meyer, Joe Mattingley and Marcy Stanger. A quorum was established. Others present were Mike Casper, President and CEO, Kyle Buros, Senior V.P. and Chief Operating Officer, Chuck Woods, Chief Financial Officer, Terry Kurt, Outside General Counsel, V.P. of Human Resources, Merri Sevey, Jennifer Meyer, V.P. of Member Services, and Amy Johnston, Recording Secretary.

A Safety Moment was provided by Director Dan Tindell on seatbelt safety.

Approval of Agenda – A motion was made by Director Kuhns to approve the meeting agenda, as amended, which was seconded by Director Smith and carried unanimously.

Consent Agenda – A motion was made by Director Stanger to approve the Consent Agenda items, including the December 7, 2021, Board Meeting Minutes, AIEC Report, written reports from the CEO and staff, Safety Report, Discounted Estate Retirements, correspondence, and the board expense summary, which was seconded by Director Carroll and carried unanimously.

Presentation – Kyle Buros, Senior V.P. and Chief Operating Officer provided a summary of the 2021 goals review.

Financial Operating Report – Chuck Woods, Chief Financial Officer provided a summary of the financial operating report for December. Year to date (YTD) revenue is approximately \$64.7 million vs. a budgeted amount of approximately \$63.9 million. Total operations and maintenance expenses were approximately \$1.9 million under budget. YTD margins are approximately \$5.9 million vs. a budgeted amount of approximately \$2.3 million. By general consent, the board moved to file the financial operating report with the auditor. In addition, Woods noted that the auditors were recently onsite to perform their yearly audit.

CEO Report – President and CEO Casper commented on the American Public Gas Association (APGA) Legislative meeting that he recently attended, noting that he met with U.S. Senators Tammy Duckworth, Dick Durbin and U.S. Congresswoman Cheri Bustos offices asking for legislation to prevent future extreme weather energy market crisis and to reform Section 5 of the Natural Gas Act.

Board Issues and Action Items

Approve 2022 Electric and Natural Gas Rates – A motion was made by Director Mattingley to approve the 2022 electric and natural gas rates, which were approved by Director Kuhns and carried unanimously.

Authorize to Retain the Firm (DAY PITNEY, LLP) for Representation of the NGPL Intervenor Group – A motion was made by Director Mattingley to approve Jo-Carroll Energy’s President and CEO to sign the engagement letter authorizing DAY PITNEY, LLP to represent Jo-Carroll Energy as part of a client coalition.

2022 BKD Service Contract – A motion was made by Director Holesinger to approve the 2022 BKD Service Contract, which was seconded by Director Stanger and carried unanimously.

Select Attendees for the NRECA Course 2640 Financial Decision Making – Attendees were selected to attend NRECA Course 2640/Financial Decision Making. In addition, attendees were selected to attend NRECA Course 953/Improving Board Decision Making Quality.

Certify Voting Delegate/Alternate Voting Delegate for the NRECA Annual Member Business Meeting – Voting Delegates were selected for the NRECA Annual Member Business Meeting.

Select Voting Delegate/Alternate Voting Delegate for the NRTC Business Meeting (in conjunction with the NRECA Annual Member Business Meeting) – Voting Delegates were selected for the NRTC Business Meeting.

Select Attendees for the Dairyland District Meeting – Attendees were selected to attend the Dairyland District Meeting in February.

Operations and Regulatory/Legislative Update

Operations Update – Kyle Buros, Senior V.P. and Chief Operating Officer provided a summary of the 2022 Strategic Plan, describing the goals and their key results to be achieved once completed.

COVID-19/Employee Update – V.P. of Human Resources, Merri Sevey provided an update on Covid-19 procedures and statistics.

Fiber Messaging Update – Jennifer Meyer, V.P. of Member Services provided an overview of the fiber expansion messaging map, highlighting the ways in which we seek opportunities through grants and member interest to build out fiber-to-the-premise internet services in Northwest Illinois.

External Affairs/Legislative Update – None.

Governance Topics and Board Policy Review – None.

Reports/Updates

Association of Illinois Electric Cooperatives (AIEC) Report – Chairman Senn provided highlights from the AIEC Board Meeting. In addition, President and CEO Casper noted that the Illinois Electric Cooperative Distributed Generation (DG) Policy Review Committee recently met to develop net metering recommendations.

American Public Gas Association (APGA) Report – Director Carroll discussed the various topics within the natural gas (NG) industry. Casper noted that twelve new members joined APGA. Several were from Illinois.

Dairyland Power Cooperative (DPC) – Director Mattingley provided highlights from the DPC Board Meeting.

Prairie Power Incorporated (PPI) Report – Director Kuhns provided a summary of the PPI Board Meeting. Casper reported that in 2021 the Prairie State Energy Facility had nearly a 91 percent equivalent availability factor, the best year of operation since being commissioned.

Executive Session – A motion was made by Director Smith to go into executive session at 11:21 A.M., which was seconded by Director Kuhns and carried unanimously.

Out of Executive Session – A motion was made by Director Kuhns to come out of Executive Session at 11:27 A.M., which was seconded by Director Smith and carried unanimously.

Action Resulting from Executive Session – None.

Other Business – None.

Adjournment – Chairman Senn adjourned the meeting at 11:28 A.M.

Secretary