

JO-CARROLL ENERGY, INC. (NFP)
March 30, 2022
Board Meeting Minutes Summary

The regular board meeting of Jo-Carroll Energy, Inc. (NFP) was held on Wednesday March 30, 2022.

A Safety Moment was provided by Director Larry Carroll on motor vehicle safety driving distractions.

Approval of Agenda – A motion was made, seconded, and carried unanimously to approve the agenda.

Consent Agenda – A motion was made, seconded, and carried unanimously to approve the consent agenda

Presentation – A presentation was provided by Mark Prouhet of BKD CPAs & Advisors. Mark provided a high-level presentation of the annual independent audit that is conducted of Jo-Carroll Energy. BKD issued a clean unmodified opinion and no issues with accounting policies, management practices or information provided by staff. The Independent Auditor's Report and Consolidated Financial Statements for Dec. 31, 2021, and 2020, are located on the Jo-Carroll Energy website.

Governance Topics & Board Policy Review

Bylaw Amendments – A motion was made, seconded, and carried unanimously to approve suggested changes to the bylaws under **Article V Meetings of Directors, Section 8**. In addition, **Article IV Directors, Section 3**, will be referred to the Governance Committee for further review. The bylaw change will be presented to the full membership during the annual meeting on June 2, 2022, for approval by the members.

Board Issues and Action Items

Approve Audited Financials – A motion was made, seconded, and carried unanimously to approve the audited financials.

Approve Large Load Rate Policies 902, 903 & 904 – A motion was made, seconded, and carried unanimously to approve Rate Policy 902. A motion was made, seconded, and carried unanimously to approve Rate Policy 903. A motion was made, seconded, and carried unanimously to approve Rate Policy 904.

USDA RUS Community-Oriented Connectivity Broadband Grant IL1404-B23

Agreement Resolution – A motion was made, seconded, and carried unanimously to approve the USDA RUS Community-Oriented Connectivity Broadband Grant IL 1404-B23.

Confirm CFC Forum Attendees – CFC Forum Attendees were selected.

Select AIEC Annual Meeting Attendees – Attendees for the AIEC Annual Meeting were selected.

CEO/Financial Operating Report

CEO Report – President and CEO Casper provided an update on Natural Gas (NG) pricing, noting that prices continue to increase due to demand and energy prices in general. Jo-Carroll’s finance team continues to seek opportunities to purchase gas forward at more favorable prices. In addition, Casper commented that the Illinois Public Energy Agency (IPEA), who Jo-Carroll Energy is a member, reviewed proposals from NG marketing firms to provide purchasing services for their Illinois NG members.

Financial Operating Report – Chuck Woods, Chief Financial Officer provided a summary of the financial operating report for February. Revenue for February is approximately \$12.8 million vs. a budgeted amount of approximately \$12.2 million. Total operations and maintenance expenses were approximately \$535,287 under budget. Margins are approximately \$2.1 million vs. a budgeted amount of approximately \$865,310. By general consent, the board moved to file the financial operating report with the auditor.

Operations and Regulatory/Legislative Update

Operations Update – Kyle Buros, Senior V.P. and Chief Operating Officer provided an update on a new city ordinance that the City of East Dubuque approved regarding tree trimming. Buros also commented on the Burns Road natural gas infrastructure rebuild, noting that JCE will be replacing portions of the pipe this year and portions in 2023. Letters will be sent out notifying members, along with phone calls. In addition, Buros included a broadband status update and noted which fiber communities are in the construction phase. Status of fiber communities can be found on Connectsp.com.

Employee Update - V.P. of Human Resources, Merri Sevey discussed the National Rural Electric Cooperative Association (NRECA) Power Exchange Annual Meeting and the benefit for those employees that were able to attend. Sevey remarked on the educational opportunities and commented that the content was very informative.

2022 Initiatives – Jennifer Meyer, V.P. of Member Services provided a high-level overview/roadmap of JCE’s 2022 goals and initiatives and provided an update on the Illinois Shines Program.

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 and the NRECA Power Exchange Annual Mtg.

American Public Gas Association (APGA) Report – Director Carroll discussed the various topics within the natural gas (NG) industry including new regulations and potential available infrastructure funding. President & CEO Casper shared highlights from the APGA Direct Use Taskforce Group (DUTG) meeting.

Dairyland Power Cooperative (DPC) – Director Mattingley provided highlights from the March DPC board meeting. President & CEO Casper provided an update from the DPC

manager's meeting. Adding that DPC continues to evaluate their top enterprise risks and ways to mitigate.

Prairie Power Incorporated (PPI) Report – Director Kuhns provided a summary of the PPI Board Meeting and generation report.

Executive Session – None.

Out of Executive Session – None.

Action Resulting from Executive Session – None.

Other Business – None.

Adjournment – Chairman Senn adjourned the meeting at 11:58 A.M.