

**JO-CARROLL ENERGY, INC. (NFP)**  
**April 27, 2023**  
**Board Meeting Minutes Summary**

The regular board meeting of Jo-Carroll Energy, Inc. (NFP) was held on Thursday, April 27, 2023.

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

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

**Presentation** – Representatives from an independent cybersecurity firm presented the results of an internal and external cybersecurity penetration test, which was an outcome of JCE's Enterprise Risk Management Plan. In addition, Dan Marcure, JCE Director of Technology, commented on the internal and external cybersecurity remediation measures for the few moderate vulnerabilities uncovered.

**Governance Topics and Board Policy Review**

**Governance Talk Video** – A Governance Talk Video was presented on *Key Ratio Trend Analysis* and the value that they can provide on tracking JCE's performance.

**Board Policy Review** – None.

**CEO/Financial Operating Report**

**CEO Report** – President and CEO Mike Casper provided the board an overview of the different communication channels that we use with our members, as well as the types of information that we share, such as where we are performing vegetation management.

**Financial Operating Report – Financial Operating Report** – Chuck Woods, Chief Financial Officer provided a summary of the financial operating report for March. Revenue year-to-date (YTD) is approximately \$18.1 million. Total operations and maintenance expenses are approximately \$14.1 million, which is approximately (\$1,224,111) under budget of \$15.4 million. Margins are approximately \$1.7 million vs. a budgeted amount of approximately (\$900,543) and amounts to \$2.6 million over budget. By general consent, the board moved to file the financial operating report with the auditor.

**Operations and Regulatory/Legislative Update**

**Operations Update** – Senior V.P. and Chief Operating Officer, Kyle Buros, provided an update on the recent flooding that affected portions of our JCE service territory. Kyle shared that measures were taken in advance and monitoring continues.

**Member Services Update** – There was nothing additional to report outside of the written report.

**External Affairs/Legislative Update** – Terry Kurt, General Counsel, reported on his visit to D.C. as part of the National Rural Electric Cooperative Association’s legislative conference. Terry along with President and CEO Casper, Jesse Shekleton, Director of Broadband Services and Chairman Senn had the opportunity to meet with legislators to discuss legislation to preserve reliable and affordable energy, expand rural broadband, and reauthorize rural development programs.

**Human Resources** – Merri Sevey provided the most recent new hire report.

**Executive Assistant** – Amy Johnston, Executive Assistant had nothing to add outside of her written staff report.

### **Board Issues and Action Items**

**Select Dairyland Power Cooperative DPC Annual Meeting Attendees** – Attendees were selected to attend the Dairyland Power Cooperative Annual Meeting.

**Select Attendees for BLC Course 927/Cybersecurity** – Attendees were selected to attend BLC Course 927/Cybersecurity.

**Select AIEC Annual Meeting Attendees** – Attendees were selected to attend the AIEC Annual Meeting.

**Select Attendees for BLC Course 929/Current Governance Issues in Policy Development** – Attendees were selected to attend BLC Course 929/Current Governance Issues in Policy Development.

**Designation of Prairie Power Inc. PPI Voting Delegate and Alternate Voting Delegate for Annual PPI Meeting** – The PPI Delegate and Alternate Voting Delegates were selected.

**Certification of Director and Alternate Director to serve on the Prairie Power Inc. (PPI) Board of Directors** – A Director and Alternate Director were selected to serve on the PPI Board of Directors.

**Approve Revisions to Rate Policy 730** – A motion was made by Director Meyer to approve revisions to Rate Policy 730, which was seconded by Director Stanger and carried unanimously. Rates were revised to reflect increased costs for after-hours reconnect & disconnects, as well as other service calls.

**Connect Illinois Board Resolution Funding Request** – A motion was made by Director Holesinger to approve the Connect Illinois Board Resolution Funding Request, which was seconded by Director Kuhns and carried unanimously. The resolution commits JCE resources to submit applications to the Connect Illinois Program for funds to improve broadband services in unserved and underserved areas of Whiteside County.

**Approve 2022 Margin Allocations** – A motion was made by Director Smith to approve 2022 operating margins to be allocated to members of \$2,707,562, which was seconded by Director Holesinger and carried unanimously.

**Into Executive Session** – None.

**Out of Executive Session** – None.

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

**Reports/Updates**

**Association of Illinois Electric Cooperatives (AIEC) Report** – Director Senn commented that there was not an April AIEC board meeting and had nothing to add outside of the written report.

**American Public Gas Association (APGA) Report** – Director Carroll shared information on various new and proposed regulations affecting the natural gas (NG) industry, noting a potential ban on NG stoves.

**Dairyland Power Cooperative (DPC)** – President and CEO Mike Casper shared that purchased power costs continue to be favorable to budget, which resulted in a power cost adjustment credit, which is being passed onto JCE members.

**Prairie Power Incorporated (PPI) Report** – Director Kuhns commented on the storm damage repair that was ongoing and noted that PPI is collaborating in a proposed utility-scale battery storage facility.

**Other Business** – None.

**Adjournment** – Chairman Senn adjourned the meeting at 11:40 AM.

  
Secretary