

# JO-CARROLL ENERGY, INC. (NFP)

## February 1, 2024

### Board Meeting Minutes Summary

The regular board meeting of Jo-Carroll Energy, Inc. (NFP) was held on Thursday, February 1, 2024.

**Safety Moment** – Director Dan Tindell discussed the potential danger associated with Power Lines.

**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** – None.

#### **Governance Topics and Board Policy Review**

**Governance Talk Video** – A Governance Talk Video “*The Risks of Micromanagement by the Board*” was shared with the board and staff. After the video, a discussion was had further clarifying roles.

**Board Policy Review** – None.

#### **CEO/Financial Operating Report**

**CEO Report** – President and CEO Mike Casper reviewed our strategic objectives and associated initiatives in preparation for strategic planning in April. He also emphasized the importance of remaining focused on our priorities.

**Financial Operating Report** – Chuck Woods, Chief Financial Officer, provided a summary of the December financial operating report. Revenue year-to-date (YTD) is approximately \$66 million. Total operations and maintenance expenses are approximately \$52.4 million, which is (\$4,094,150) under the budget of \$56.5 million. Margins are approximately \$4.3 million versus a budgeted amount of \$2,230.560 million and amounts to \$2,077,044 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 Right of Way Maintenance activities, specifically tree trimming in Galena and Hanover, beginning February 9th. Buros noted that members will be notified of tree trimming in their area. Additional information will be posted on the JCE CO-OP website.

**Member Services Update** – V.P. of Member Services, Jennifer Meyer, provided an update on the Affordable Connectivity (ACP) Program, noting that the program cannot accept new enrollees after February 8. All current ACP households enrolled in the program as of February 7<sup>th</sup> will be able to remain through the final month of service and not required to de-enroll under the Federal Communications Commission (FCC) rules. Members are encouraged to contact their internet company to learn more about how the end of the ACP will impact their internet service and bill.

**Human Resources Update** – Kyle Buros, Senior V.P. and Chief Operating Officer and President and CEO Mike Casper provided information on new hires at JCE CO-OP and future growth of the cooperative.

**Executive Assistant Update** – Amy Johnston, Executive Assistant, provided information on the upcoming NRECA Power Exchange Annual Meeting.

**External Affairs/Legislative Update** – General Counsel, Terry Kurt noted that his presentation on proposed legislation and bylaw amendments will be held in Executive Session.

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

**Deferred Revenue Resolution** – A motion was made, seconded and carried unanimously to defer up to \$2 Million in excess operating margins booked in 2023 to be recognized in 2024 to help stabilize Members' rates over that period.

**Select Directors Conference Attendees** – Attendees were selected to attend the NRECA Directors Conference. Directors will have the chance to participate, collaborate, share new ideas and address the evolving challenges facing electric cooperatives.

**Select Dairyland District Meeting Attendees** – Directors were selected to attend Dairyland District Meeting. The meeting will focus on 2023 accomplishments, challenges and navigating a sustainable future.

**Select Northwest Illinois Economic Development (NWILED) Annual Meeting Attendees** – Attendees were selected to attend the NWILED Annual Meeting. The Annual Meeting provides a year-end review of the accomplishments and future opportunities that NWILED seeks.

**Position Statement/Resiliency and Sustainability** – The Resiliency and Sustainability Position Statement was reviewed, which focuses on the reliability and resiliency of the cooperative.

### **Executive Session**

**Into Executive Session** – A motion was made, seconded, and carried unanimously to go into Executive Session at 11:12 AM.

**Out of Executive Session** – A motion was made, seconded, and carried unanimously to come out of Executive Session at 11:48 AM.

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

## **Reports/Updates**

**Association of Illinois Electric Cooperatives (AIEC) Report** – Chairman Senn provided highlights from the AIEC board meeting, noting they would have a special guest speaker in August.

**Dairyland Power Cooperative (DPC)** – Director Mattingley provided highlights from the Dairyland Board Meeting, sharing that DPC was awarded the U.S. Department of Energy (DOE) Battery Storage Grant for Rural Communities. The award will strengthen grid reliance by bringing long-duration energy storage opportunities to rural communities. In addition, Mattingley noted that natural gas (NG) prices have fallen.

**American Public Gas Association (APGA) Report** – President and CEO Casper shared highlights from the APGA Legislative Summit that he, Director Mattingley, and Director Carroll recently attended. This meeting provided an opportunity to meet with members of congress to discuss issues affecting the natural gas industry and its impact on cooperatives. Director Carroll will provide the APGA marketing update at the next board meeting, February 28<sup>th</sup>.

**Prairie Power Incorporated (PPI) Report** – Director Kuhns provided a summary from the PPI power supply report and provided the most recent generation numbers. In addition, provided highlights from the PPI Board of Directors board meeting.

**Strategic Planning Roundtable Discussion** – Directors shared highlights from the Board Leadership course on Strategic Planning, noting that the information received will be beneficial during the upcoming JCE CO-OP Strategic Planning sessions set for April.

**Other Business** – None.

**Adjournment** – Chairman Senn adjourned the meeting at 12:15 PM.

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Secretary