

**Minutes of the Regular Board Meeting of the
Jump River Electric Cooperative, Inc.
Tuesday, October 29, 2024**

A Regular Meeting of the Board of Directors of the Jump River Electric Cooperative, Inc. was held on Tuesday, October 29, 2024, at the Cooperative headquarters building in Ladysmith, Rusk County, Wisconsin.

Thank you cards from Cooperative Family Fund (CFF), Kiwanis Club of Medford Bucktober Fest, Veteran's Memorial Association Car & Cycle Show and Westboro Volunteer Fire Department, were circulated by Chairman van Doorn.

1. **Call the Meeting to Order.** Chairman van Doorn called the Regular Board Meeting to Order at 8:58 a.m.
2. **Roll Call.** Chairman van Doorn stated that the following Board Members were in person at the start of the meeting: Christine Beadles, District 2; Joe Lorence, District 3; Jay Waeltz, District 4; Bill van Doorn, District 5; Bill Amery, District 6; Jason Weaver, District 7; Walter Kruk, District 8 and Sandy Schara, District 9. Also present in person was General Manager/CEO, Kurt Harris; Finance Manager, Dawn Zahurones; and Executive Assistant, Virginia Jacobs.

The Board moved to Item 4 - Acceptance of the Agenda.

3. The **Pledge of Allegiance** was recited.
4. **Acceptance of the Agenda.** A motion was made by Kruk and seconded by Lorence to accept the agenda. Unanimously approved.
5. **Open Comment Session.** No one in attendance.

The Board moved back to Item 3 - The Pledge of Allegiance.

6. **Safety Moment.** Schara presented on fall and winter clean up precautions, especially do not bend over while using a backpack leaf blower and be aware of traffic as you work at the end of your driveway or near the road.
7. **September Minutes.** Discussion held. Approval of the minutes was postponed until after Executive Session was complete.
8. **Check Register.** Discussion held. A motion was made by Kruk and seconded by Beadles to approve the September Check Register as presented. Unanimously approved.

Jane Reich, District 1 entered the meeting at 9:08 a.m.

9. **Consent Agenda.** Member refunds, membership applications, outages, director expense reports, and director reports were posted to Call of Order prior to the meeting for review by the Board. Discussion held. A motion was made by Schara and seconded by Weaver to approve the consent agenda items as presented. Unanimously approved.
10. **Operations Report.** General Manager/CEO Harris reported on pole exchange, new and change services, URD conversion, Highway A project status, pole testing on LCO, substation and circuit testing, brushing, Aiken Electric Coop ROPE assistance and Rock Energy fatality and injury. Discussion held. A motion was made by Kruk and seconded by Waeltz to approve the Operations Report as presented. Unanimously approved.
11. **Financial Report.** Finance Manager Zahurones reported on the income statement comparison, monthly margins, year-to-date margins, tier/o-tier, year-to-date balance sheet summary, equity, year to date highlights, monthly kilowatts sold, year-to-date kilowatts sold, operating statement, balance sheet and supplemental data for September 2024. Discussion held. A motion was made by Reich and seconded by Schara to approve the Financial Report as presented. Unanimously approved.

12. **General Manager Report.** General Manager/CEO Harris reported on Monthly updates - meeting with Representative Rob Summerfield, DPC's RVA charge, storage building repairs, infrastructure grant agreement status, no expenses for the month and Strategic Plan Updates, including completion of LCO project, pole inspection, hosting our first blood drive, participation in Cooperative Day of Service and our upcoming Halloween Trunk or Treat event. Discussion held. A motion was made by Beadles and seconded by Waeltz to approve the General Manager Report. Unanimously approved.
13. **Dairyland Power Cooperative (DPC).** Reich reported on Cardinal-Hickory Creek officially in service, USDA PACE Award for Renewable Energy & Battery Storage for Jackson Electric Cooperative and Jump River Electric Cooperative, Stag Moose Solar, Kevin Nordt's Corporate Strategy, Planning & Analysis, Nuclear SMR Basics, MISO Carbon Footprint, and no PCA credit. Discussion held. A motion was made by Schara and seconded by Kruk to approve the DPC Director Report as presented. Unanimously approved.
14. **Wisconsin Electric Cooperative Association (WECA).**
 - a. **2025 Skill Builders.** A motion was made by Reich and seconded by Lorence to approve pre-purchase of thirty (30) skill builder credits. Unanimously carried.

The Board took a break from 10:31 a.m. to 10:37 a.m.

- b. **Voting Delegate.** A motion was made by Weaver and seconded by Schara to appoint Beadles as voting delegate for the 2025 Federated Youth Foundation Annual Meeting. Unanimously approved.
15. **New Business.**
 - a. **Broadband.** General Manager/CEO reported on broadband feasibility. Discussion held. No action was taken.
 - b. **FYF Scholarships and Donations.** Discussion held. A motion was made by Reich and seconded by Waeltz to offer \$33,000 in scholarships and keep FYF donation budget as \$15,000 in 2025. Unanimously approved.
 - c. **Form 990.** A motion was made by Reich and seconded by Schara to approve signing of the 2023 Form 990. Unanimously carried.
 - d. **Major Expenditure Budget.** Major expenditure budget was presented to the Board. Discussion held. A motion was made by Reich and seconded by Waeltz to approve the vehicles and equipment purchases as presented. Unanimously carried.
 - e. **Annual Budget.** Preliminary annual budget information presented to the Board of Directors. Discussion held. No action taken.
17. **Executive Session.** A motion was made by Reich and seconded by Beadles to enter into Executive Session at 11:46 a.m. to discuss Line Unit Union Contract, Office Union, NRECA Plan Amendment, and Employee Christmas gift. Unanimously approved.

Zahurones exited the meeting at 11:46 a.m.

A motion was made by Lorence and seconded by Schara in Executive Session, to approve the tentative Line Unit Union Contract with the changes as presented. Unanimously approved.

The Board recessed for lunch at 12:03 p.m. and reconvened in Executive Session at 12:29 p.m.

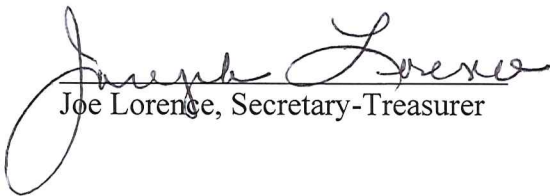
A motion was made by Weaver and seconded by Kruk in Executive Session to approve the NRECA Plan Amendment as presented. Unanimously approved. Jacobs exited the meeting at 12:32 p.m. Weaver exited the meeting at 1:12 p.m. Harris exited the meeting at 1:13 p.m. and returned to the meeting at 2:24 p.m. No other action was taken in Executive Session and a motion was made by Kruk and seconded by Beadles to return to open session at 2:33 p.m. Unanimously approved. Jacobs returned to the meeting at 2:34 p.m.

A motion was made by Beadles and seconded by Reich to approve the September Board minutes as presented. Unanimously approved.

A motion was made by Reich and seconded by Schara to approve a compensation increase for General Manager/CEO, Harris as discussed in Executive Session and reflected in a written confirmation of this action signed by the Board Chair and Secretary and placed in the personnel records. Unanimously approved.

18. **Next Meeting Date.** The November meeting date was scheduled for Tuesday, November 26, 2024.

Board Consensus to **Adjourn the Meeting at 2:35 p.m.** Unanimously carried.


Joe Lorence, Secretary-Treasurer

11/26/24
Dated

(CORPORATE SEAL)

October Directors Report

District # 3

Joe Lorence

This month has been a busy month for me but I managed to get in two Board Leadership classes that are the first I have attended this year. I am required to attend two each year to maintain my Director Gold Status in WECA (Wisconsin Electrical Cooperative Association) Both classes were held for 2 days on October 8 and 9 at The Lodge in Mauston, WI. The instructor was a well-seasoned instructor that has been around for a while and has been involved with co-ops for many years. His name is Adam Schwartz founder and principal of The Cooperative Way. His mission statement is to Help Co-ops succeed. I would rank him as one of the better instructors I have experienced.

Cour5se 905.1 Assessing Governance: Taking continuous improvement approach to give your cooperative. Putting governance assessment on your boards to do list may be a good idea. Similar to a boards performance evaluation a governance assessment is a thoughtful and thorough review of governance bylaws, policies, practices and legal require from time to time can help ensure that your co op is keeping up with evolving member needs and changes in the laws. By Laws are the "contract between the cooperative and its members". One of Adam's quotes was "We don't have electrical outages; We have electric appreciation days". The IRS is the only government agency that can determine if you have a co op or not. The class was well attended and we were divided into different teams quite often to insure team work on different scenario's

Class # 2 was 925.1 Co-op Bi-Laws: Guiding Principles and Current Issues. Basically, this class detailed how bylaws are the cornerstone of the co-op industry's business and governance model. It was recommended that every Director should review the bylaws on an annual basis. Bylaws need to evolve to meet the changing needs of the industry. Changing membership, diversified services, distributed generation and changes in state and federal regulations. We were given a copy of a Bylaw Revision Guide. It's a 140 page guidebook published by the National Rural Electric Cooperative Association. I am sure it will be very useful as we continue revisiting our bylaws.

Jason Weaver also attended these two classes. I am very satisfied with the instruction we received. I think these Board Leadership courses are well worth the effort and helpful at being a well informed Director.

Joe Lorence / Director

District # 3

JREC District #7
October Directors Report
Jason Weaver

Happy Fall and happy Halloween fellow cooperative members.

I attended an in-person training session this October on Co-Operative By Laws in Mauston. I have not been to a By Law Training course yet and it was very in depth. Although it is some dry material it was very interesting on how our Cooperative is governed and protected with our by laws.

Please take the time to get ready for winter and help your budget with some energy savings tips. Simply installing new furnace filters to reduce the amount of power your fan will need to move warm air through your home can help. Installing programable thermostats that lower heat at night and while your away at work yet have in cozy warm when you wake up and return from work. Checking the weather stripping around doors and windows and sealing up any openings from the outside. (great way to prevent rodents and bugs into the house too!)

Just Google energy saving tips or check the Jump River Coop Website at jrec.com and you will find a lot of ways to help you save some money and reduce your energy consumption year-round.

GO PACK GO!