

Jump River Electric Cooperative, Inc.
Wisconsin 57 Rusk
83rd Annual Meeting of the Membership
April 24, 2021

The 83rd Annual Meeting of the Jump River Electric Cooperative, Inc. (hereinafter referred to as the “Cooperative”) was held at the Ladysmith High School Auditorium, Town of Ladysmith, Rusk County, Wisconsin on Saturday, April 24, 2021. Registration began at 9:30 a.m.

Chairman Myron Brooks called the meeting to order at 10:00 a.m. Brooks asked those who have served or are currently serving in the Military to stand to be recognized. Brooks then asked the rest of the membership to stand for the National Anthem and Pledge of Allegiance.

Chairman Brooks welcomed the cooperative members to the 83rd Annual Meeting.

Chairman Brooks reviewed the voting rules, explaining that returned absentee ballots could only be counted if they were returned by April 23rd and that the only ballots that would be collected and counted today would be the ones turned in during registration prior to the opening of the meeting.

Chairman Brooks announced Attorney Niles Berman would act as Parliamentarian of the meeting.

Secretary-Treasurer Joe Lorence reported there were 48 members registered and declared there was an insufficient number to constitute an in-person quorum. Lorence then read the certificate of meeting.

Attorney Berman reported that despite the lack of a quorum in attendance at the annual meeting, that the membership could conduct certain business due to Wisconsin statute which allows the cooperative to count absentee and electronic ballots towards a quorum on the specific subjects of those absentee or electronic ballots. Berman stated that there were more than 50 votes cast for election of each of the Directors, more than 50 votes cast on each of the proposed bylaw amendments, more than 50 votes cast on the advisory resolution, and more than 50 votes cast on approval of the 2019 and 2020 annual meeting minutes.

Attorney Berman reviewed the affidavit of mailing received from the Wisconsin Electric Cooperative Association confirming that the notice of meeting and the director election ballots were mailed to members on March 29, 2021. Berman stated that the rules of the meeting were published in the annual report and given to members at registration.

Attorney Berman introduced the current directors, being District 1, Jane Reich; District 2, Myron Brooks; District 3, Joe Lorence; District 4, Jerry Carow; District 5, Bill van Doorn; District 7, Jason Weaver; District 8, Walter Kruk; and District 9, Sandy Schara.

Attorney Berman introduced and thanked the Election Inspectors who were Jerry Geisler, Jackson Reeder, Kathy Titera, Doug Dicus, Gene Ludvigsen, and Richard Gilbertson.

Attorney Berman introduced the current director candidates being District 1 – incumbent Jane Reich, Sheldon, and John Fitzl, Gilman; District 5 – incumbent Bill van Doorn, Ladysmith, and Arian Knops, Bruce; and District 6-Bill Amery, Hayward, running unopposed. Candidates were given an opportunity to address the membership.

Attorney Berman next stated that there were two proposed bylaw amendments, printed in the annual report on pages 16B and 16C, that were reviewed and recommended by the Rules and Resolutions Committee for approval. Berman opened to the membership the opportunity for comments or questions about the proposed bylaw amendments. Berman then reviewed the advisory resolution that was proposed by a member to recommend a five-year moratorium on rate increases. Berman stated that the Rules and Resolutions Committee, on a vote of 1 in favor of the resolution and 8 opposed, voted not to recommend adoption of the advisory resolution by the membership. Berman called for questions or comments about the advisory resolution. There were no questions or comments.

Attorney Berman asked the membership if there were any questions or comments on the 2019 annual meeting minutes or the 2020 annual meeting minutes as they were published in the annual report, on pages 16H and 17. There were none.

Chairman Brooks reported on COVID 19, No Rate Increase, LCO Easement Update, and Strategic Planning Objectives.

CEO Anderson reported on looking to the future with the Membership Growth in 2020 and 2021, Capital Credit Returns, New Headquarters, and the Drive-Thru Events held throughout the year. Anderson recognized the 37 years of service and retirement of Operations Manager, Sam Howard, the 20 years of service of CSR Denise Zimmer, and the 5 years of service for CSR Gayle Huseh and Lineman Marcus Olesiak. Anderson introduced other attending staff being John Moravec, Vicky Ringstad, Tammy Bloomer, Kurt Harris, Lori Davis, Dawn Zahurones, Sebastian Halmstad, and Jennifer Belk.

Attorney Berman read the external auditor's report prepared by Jim Halverson of CliftonLarsonAllen.

Attorney Berman introduced the Chairman of the Election Inspectors, Gene Ludvigsen to report on the results of the voting.

Ludvigsen reported the election results as follows:

- District 1, Jane Reich receiving 293 votes to John Fitzl 173, re-electing Jane Reich
- District 5, Bill van Doorn receiving 325 votes to Arian Knopps 133 votes, re-electing Bill van Doorn
- District 6, Bill Amery ran unopposed, received 406 votes, and was elected
- Proposed Bylaw Amendment 1 was approved on a vote of 443 in favor and 27 opposed
- Proposed Bylaw Amendment 2 was approved on a vote of 413 in favor and 43 opposed
- Advisory Resolution 1 was approved on a vote of 329 in favor and 145 opposed,
- 2019 Annual Meeting Minutes were approved as printed on a vote of 425 in favor and 14 opposed, and
- 2020 Annual Meeting Minutes were approved as printed on a vote of 420 in favor and 13 opposed.

Attorney Berman thanked the Rules Committee, the inspectors, and staff and all of the candidates.

Brooks and Anderson addressed the following questions that were submitted prior to the start of the meeting and questions from the floor: Reasoning for the change in the ballot mailout process, the cost of the change, and clarification on the results of the advisory resolution result.

Attorney Berman stated that consistent with past practice, the ballots would be held for 30 days following the meeting and destroyed after that retention time unless directed differently by the membership. No objection or comments were made.

Berman, Brooks, and Anderson conducted prize drawings for five \$100 energy credits with winners being: Arian Knops, Jeff Allard, Zola Gesiler, Annette Wicktiewicz, John Fitzl, Don Ohlfs, and Tom/Sue van Doorn.

The grand prize winner of a \$500 energy credit was Sam and Debbie Stewart.

Chairman Brooks called for unfinished business. There was none.

Chairman Brooks called for new business. There was none.

Being there was no further business to come before the meeting, Chairman Brooks adjourned the meeting at 10:35am. Final registration was 48 members.

Joe Lorence, Secretary – Treasurer

(CORPORATE SEAL)