

**Minutes of the Regular Board Meeting of the
Jump River Electric Cooperative, Inc.
Tuesday, January 28, 2025**

A Regular Meeting of the Board of Directors of the Jump River Electric Cooperative, Inc. was held on Tuesday, January 28, 2025, at the Cooperative headquarters building in Ladysmith, Rusk County, Wisconsin.

Thank you cards from American Red Cross, Dairyland Power Cooperative, Adam Draeger, Flambeau Valley Arts Association, Northwoods Humane Society of Hayward, Mike and Deb Schaefer & family, and St. John's Lutheran Church were circulated by Chairman van Doorn.

1. **Call the Meeting to Order.** Chairman van Doorn called the Regular Board Meeting to Order at 9:01 a.m.
2. **Roll Call.** Chairman van Doorn stated that the following Board Members were in person at the start of the meeting: Jane Reich, District 1; Christine Beadles, District 2; Joe Lorence, District 3; Jay Waeltz, District 4; Bill van Doorn, District 5; Bill Amery, District 6; Walter Kruk, District 8 and Sandy Schara, District 9, with District 7 being vacant. Also present in person was General Manager/CEO, Kurt Harris; Finance Manager, Dawn Zahurones; Operations Manager, Jordan Behreandt; and Executive Assistant, Virginia Jacobs.
3. The **Pledge of Allegiance** was recited.
4. **Acceptance of the Agenda.** A motion was made by Schara and seconded by Waeltz to accept the agenda. Unanimously approved.
5. **Open Comment Session.** No one in attendance.
6. **Safety Moment.** Lorence presented on space heater fire statistics and space heater safety, including purchase a good quantity heater, maintain a 3-to-4-foot clear diameter around the heater, and do not leave the heater on in an unoccupied room or overnight.
7. **December Minutes.** A motion was made by Beadles and seconded by Reich to approve the December Board minutes as presented. Unanimously approved.
8. **Check Register.** Discussion held. A motion was made by Reich and seconded by Schara to approve the December Check Register as presented. Unanimously approved.
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 Reich and seconded by Lorence to approve the consent agenda items as presented. Unanimously approved.
10. **Operations Report.** Operations Manager Behreandt reported on pole exchange, new services, new 3 phase projects, service changes, brushing and provided an AED how-to presentation. Discussion held. A motion was made by Waeltz and seconded by Kruk to approve the Operations Report as presented. Unanimously approved.
11. **General Manager Report.** General Manager/CEO Harris reported on Monthly updates – Charter make-ready work update, audit preparation, ROFR postcard and support, development of internal SharePoint site, no GM expenses this month, comparison of electrical cost increase vs. inflation, and updated goals for 2025. Discussion held. A motion was made by Schara and seconded by Waeltz to approve the General Manager Report. Unanimously approved.
12. **Dairyland Power Cooperative (DPC).** Reich reported on policy review, buy all/sell all process, annual meeting discussion, corporate services report, renewable energy risks, no PCA for the month, yearly load and RVA & PCA review, New ERA status and employee recognition. A motion was made by Waeltz and seconded by Beadles to approve the DPC Director Report as presented. Unanimously approved.

The Board took a break from 10:15 a.m. to 10:26 a.m.

Zahurones and Behreandt exited the meeting at 10:15 a.m.

The Board moved to Item 15. Unfinished Business, a. Directory Vacancy.

The Board recessed for lunch from 11:35 a.m. to 12:07 p.m.

Zahurones re-entered the meeting at 12:07 p.m.

13. **Wisconsin Electric Cooperative Association (WECA).**

- a. **Education & Lobby Days.** A motion was made by Reich and seconded by Amery to approve sending Beadles, Lorence, Schara and Harris to WECA Lobby Days in April 2025. Unanimously approved.

14. **National Rural Electric Cooperative Association (NRECA).**

- a. **CCD (2600) Course Summary.** Director Waeltz reported on the CCD 2600: Director Duties and Liabilities course. Discussion held.

15. **Unfinished Business.**

- a. **Director Vacancy.** Directory Vacancy Interviews for District 7 were conducted. Potential candidates were asked a series of questions. Mike Gardner entered the meeting at 10:27 a.m. and exited at 10:46 a.m. Lori Taguma entered the meeting at 10:50 a.m. and exited at 11:11 a.m. Discussion held amongst the Directors after the interviewing process was completed. A motion was made by Lorence and seconded by Amery to seat Mike Gardner as the new District 7 Director. Unanimously approved.

The Board returned to Item 12. Dairyland Power Cooperative (DPC).

16. **New Business.**

- a. **2025 Ethics Disclosure.** Signed form required by all Directors.
- b. **Policy Revision.**
 - i. **Cooperative Policy No. 101:** Capital Credits, language clarification proposed for estate heirs and duly authorized representatives and additional language proposed to allow the board the discretion to make special retirement of estate capital credits. Reviewed new Election and Agreement Form for Capital Credits. Discussion held. A motion was made by Reich and seconded by Lorence to approve the changes as presented. Unanimously approved.
- c. **Dairyland Power Cooperative District Meeting.** Discussion held. A motion was made by Reich and seconded by Waeltz to send Beadles, Lorence, Schara and Harris to the February 10th district meeting at The Florian Gardens in Eau Claire. Unanimously approved.
- d. **Rules and Resolutions Committee.** Harris reviewed a list of past committee members. Discussion held. A motion was made by Beadles and seconded by Waeltz to reach out to past committee members to serve again this year. Meeting to be held at the Cooperative headquarters in Ladysmith.
- e. **Member Appreciation Day.** Harris proposed the following days: June 25 (Jump

River), June 26 (Hayward) and June 27 (Ladysmith). Discussion held. Board consensus to hold Member Appreciation Days June 25-27.

17. **Next Meeting Date.** The February board meeting date was scheduled for February 25, 2025.

A motion was made by Lorence seconded by Schara to **Adjourn the Meeting at 1:09 p.m.** Unanimously approved.


Joe Lorence, Secretary-Treasurer

2/25/25
Dated

(CORPORATE SEAL)

January 2025 Report

District 5 Director

William van Doorn

Christmas is in the past and I hope all our members had a blessed family time celebrating the birth of Christ.

Winter is now upon us temperature wise, but snow accumulation is minimal. Outages have been minimal, which is so much more important in winter weather. This is why the dependability and then affordability are so important to our Coop.

Above I mentioned family time which reminded me that some of us attended a funeral visitation for Mike Schaefer's daughter Anne Fleegel. She battled a rare form of cancer for some time. Mike was our interim manager a couple years back. I find it difficult to console someone who has lost a child.

On a much different subject, it appears our Coop is on a stable course ahead and if prices of material also stabilize, we members can take a deep breath of relief as we all adjust or catch up to the changing times. At my older age I sometimes find it difficult to accept the changes as we move forward into more modern times.

Respectfully Submitted

District 5 Director

Bill van Doorn

Jay Waeltz
District 4 Director Report
January 2025

On January 22, 2025, I attended the NRECA Director Duties and Liabilities course. The instructor was Kevin Sump. It was done by teleconference in the JREC Boardroom.

The course objectives were:

- Recognize the values and principles of the electric cooperative business model.
- Distinguish the cooperative business model from other forms of electric utilities.
- Discuss the legal and regulatory matters that impact electric cooperatives
- Identify the roles and responsibilities of the board.
- Recognize the fiduciary duties and expectations of the membership.
- Recognize the standards required for the operation of an electric utility.

My key takeaways are:

Directors are the eyes and ears of the members. We need to direct the co-op using what we see and hear from them as a guide, because we are an elected board and are held accountable to the members. We need to advocate for the members and make it easy for them to want to do business with us. We need to help them understand this is a friendly, not adversarial environment.

Respectfully submitted,

Jay Waeltz