

**Minutes of the Regular Board Meeting of the
Jump River Electric Cooperative, Inc.**

September 25, 2018

A regular meeting of the Board of Directors of the Jump River Electric Cooperative, Inc. was held on Tuesday, September 25, 2018, at the Hayward outpost building in Hayward, Sawyer County, Wisconsin.

- A. President Jerry Carow called the meeting to order at 9:00 a.m.
- B. **Roll Call.** Carow stated that all board members were present, being as follows: Jane Reich, District 1; Myron Brooks, District 2; Joe Lorence, District 3; Jerry Carow, District 4; William van Doorn, District 5; John Cerman, District 6; Lori Taguma, District 7; Walter Kruk, District 8; and Sandra Schara, District 9. Also present were General Manager James Anderson and Executive Assistant Tammy Bloomer.
- C. The **Pledge of Allegiance** was recited.
- D. Motion by van Doorn, and seconded by Kruk, to **accept the Agenda** as presented. Unanimously carried.
- E. **Open Comment Session.** No one in attendance.
- F. **Safety Moment – Jane.** Reich’s safety tip for the month: Pay close attention when meeting and or traveling behind a school bus. Also, watch for children standing at the end of their driveway.
- G. **August Regular Board Meeting Minutes** were presented and reviewed. Motion made by Reich, and seconded by Lorence, to approve the August Regular Board Minutes as presented. Unanimously carried.
- H. **Financial Report.** Anderson reviewed the Monthly ACH Money Transfer and the Cooperative’s check numbers 83971 – 83973, 84023 – 84113, and 84115 – 84153 for the period 8-06-18 through 9-5-18. The August financials will be reviewed next month. Anderson updated the Board on CFC investment funds. A motion was made by Kruk, and seconded by Schara to approve sending the financial report to the Cooperative Auditors. Unanimously carried.
- I. **Operations Report.** Anderson reviewed the Operations Report, highlighting the following: ROW spraying is complete, Osrose still testing poles, Push Inc. has all the wire and enclosures installed on CR-D with cut-over to start the month of October, both areas are working on service upgrades, and still very few new, Hayward – changing meters as fill in work, and Power Systems Engineering (PSE) was in Hayward the week of September 17th – to begin work on the audit of our lines on the LCO property. Motion made by Schara, and seconded by Kruk, to approve the Operations Report. Unanimously carried.
- J. **General Manager Report.** Anderson reviewed the Membership Refund List, Membership Application List, Employee Safety & Activity Report, and the Outage Report for August. Anderson also reviewed NISC, Supervisor Control and Data Acquisition (SCADA) Study, Employee Review and Job Descriptions, Budget, and Region 5 & 6 Annual Meeting. Reich made a motion, and seconded by Cerman, to accept the Manager Report. Unanimously carried.
- K. **DPC Director Report.** Reich was at DPC on September 13th for the Board Governance Meeting and reported on the following: CEO evaluation / compensation guidelines, new board policies, and board education. On September 21st, Reich attended the Dairyland Meeting and reported on rate making, new membership (Board Source), strong August with revenue and volume up, fuel cost and purchase power above budget, and no Power Cost Adjustment (PCA). A motion was made by van Doorn to approve the DPC Director Report. Second by Schara. Unanimously carried.
- L. **Director Reports.** Director Reports were uploaded to the Board-Paq prior to the meeting. Carow circulated Thank you cards from Sheldon Full Gospel, Hayward Community Food Shelf, Emma Warner, Rusk County Junior Fair, Glen Flora Community Club, Blue Hills Trail Association, Chippewa Valley Council, Boy Scouts of America, John Greene and Nicki Trott.

M. **Unfinished Business.**

1. **Resolution to Retire Capital Credits**, a copy of which is attached hereto and marked Exhibit A, totaling \$416, 883.53. Discussion held. At the last meeting the Board approved to retire 100% of 1988 and 2% of 1989-2017 capital credits. Motion made by van Doorn, seconded by Kruk to sign the Resolution to Retire Capital Credits. Unanimously carried.

The Board moved to Item 9 - Executive Session.

N. **New Business.**

1. **Wisconsin Electric Cooperative Association (WECA) Annual Meetings** are scheduled for November 14 – 15, 2018, in La Crosse, WI. Kruk, Carow, Brooks, Schara, van Doorn, and Lorence are interested in attending the WECA Annual Meeting. Discussion held. A motion was made by van Doorn to send those interested in attending the Wisconsin Electric Cooperative Association (WECA) Annual Meeting. Seconded by Cerman. Unanimously carried.
2. **Voting Delegates.** Delegates for the WECA Annual Meeting were discussed.
 - a. **Wisconsin Electric Cooperative Association (WECA).** The Board nominated Kruk as the WECA voting delegate and Brooks as the alternate.
 - b. **Federated Youth Foundation (FYF).** The Board nominated Brooks as the FYF voting delegate and Kruk as the alternate.

Motion made by Schara to close nominations and to cast a unanimous ballot for the same. Seconded by Cerman. Unanimously carried.

3. **Ladysmith Building Review / Discussion.** This item was discussed under Item 9 - Executive Session. Architect Linda Powers from River Valley Architect entered the meeting at 12:15 p.m. Powers left the meeting at 1:32 p.m.
4. **Annual Meeting.** Anderson reviewed the Annual Meeting Agenda. Discussion held. Motion made by Schara, seconded by Lorence to accept agenda as presented. Unanimously carried.
5. **Charging Station.** Anderson brought to the Board's attention that charging stations will be installed at both locations and that one will be available for viewing at the Annual Meeting. Anderson also indicated that an electric vehicle will be on display as well.
6. **Member Engagement**
 - a. **Finalize Community Cents – Logo / ByLaws / Meeting.** Discussion held on Community Cents Logo. Both options were reviewed, and suggestions were made. Schara made a motion, seconded by Reich to approve option one (1) with the following change: change the yellow cent signs to green. Unanimously carried. A discussion was also held on the bylaws.
 - b. **Electric Vehicle Incentives.** Discussion held on Electric Vehicle incentives. Incentive is to offer home charging stations, (we would control with a load control device), free of charge to our members. This will be conducted on a trial basis with ten (10) chargers available. Member will sign a three (3) year contract and maintain an active account. If member leaves the line, they will need to return the charger. Motion made by van Doorn, seconded by Reich to announce, at the Annual Meeting, an introduction of a futuristic program as an incentive to provide electric car chargers to our members. Unanimously carried.
7. **Rate Comparisons.** Anderson reviewed and discussed rate comparisons of every cooperative and IOU's within the state.
8. **Policy Review.** Attorney Niles Berman of Wheeler, Van Sickle & Anderson, S.C. joined the meeting by conference call at 2:14 p.m. Berman reviewed the revised

policies with the Board. Discussion held on each. Berman will revise the policies as needed and re-present at a later date. Berman disconnected from the meeting at 3:57 p.m.

Kruk left the meeting at 3:12 pm.

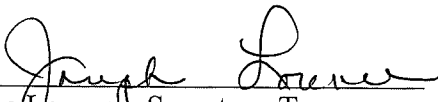
The board moved back to Item 1 – Wisconsin Electric Cooperative Association (WECA)

9. **Executive Session.** A motion was made by Kruk to go into Executive Session to discuss approval of Executive Minutes, Legal Matters, Union Negotiations, Governance, and Ladysmith Building Review / Discussion. Seconded by Cerman. Unanimously carried. Anderson and Bloomer left the meeting at 10:32 a.m. Anderson re-entered the meeting at 11:11 a.m. A motion was made by van Doorn and seconded by Reich to move out of Closed Session at 2:14 p.m. Unanimously carried. Action was taken and is recorded in the Executive Session minutes. Bloomer re-entered the meeting at 2:15 p.m.

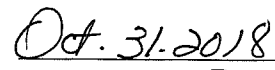
The Board recessed for break at 1:32 p.m. and reconvened at 1:38 p.m. and went back into Executive Session.

The Board moved to Item 8 – Policies.

A motion was made by Schara, and seconded by van Doorn, to adjourn the meeting at 4:48 p.m. Unanimously carried.



Joe Lorence, Secretary-Treasurer



Dated

(CORPORATE SEAL)

I have been visiting with our members in all different areas and find them to be comfortable with JREC and the management of it. I also spoke with a member from the JUMP RIVER area and he had questions on a high-power bill and I let Jim know on this and he is taking care of it. Other than that, I look forward to remaining on this board but if that doesn't happen I want you all to know that I have very positive thoughts on this board and on Jump River Electric. It has been a pleasure serving our community and all the members.

Jane Reich
District 1

September 23, 2018

Directors Report District # 3
Joe Lorence

I have had a pretty quiet month. I did have a few people call me up and ask about the voting to make sure they were doing it correctly.

Wish the 4 Director candidates good luck in the election and looking forward to a good Annual meeting.

JUMP RIVER ELECTRIC COOPERATIVE BOARD OF DIRECTOR ACTIVITIES-SEPTEMBER 2018

DISTRICT FOUR BOARD MEMBER JERRY CAROW

September was a month with no additional scheduled meetings.

A request from the Jump River Electric Cooperative Headquarters regarding check signing for loans was answered with a visit and action.

Another request for a visit to the headquarters was received regarding the video taping of the monthly meeting and necessitated setting up a phone conference with the Executive Committee to discuss governance issues regarding the issue. That phone conference took place as a meeting with all members of the Executive Committee at the Headquarters where governance decisions were made.

Additional visits were made to the Headquarters building to:

- finalize the upcoming agenda for the September monthly Board meeting to be held in Hayward
 - deal with other Board governance issues
 - prepare for the Annual Meeting
- set the agenda for the Annual Meeting to be reviewed by the Board at the September monthly meeting

Relatively few questions were asked by member/owners during the month and they were mostly dealing with questions about the resolutions to be voted on at the Annual Meeting and the process of the upcoming meeting. However, there were several comments in agreement with the operation of the Cooperative over the last year.

JREC Director Report
District 5
Bill van Doorn

September 2018 had little activity as far as normal business. With the release of committee approved resolutions, members asked my opinions on all. I noted that the committee probably had more in depth discussion on those issues than I, but I did not disagree with any of their recommendations.

I hope for a large turn out in this years annual meeting. What I want is an informed and involved membership.

Respectfully submitted
William van Doorn

Report on attending the 2018 NRECA regional meetings for regions 5 & 6
In Minneapolis, MN.

On Sept. 18 my first meeting was region 5 nominating committee.

My second meeting was general session 1.

First there was a talk by Minnesota Senator David Osmeck.

He spoke of the importance of electric coops to work with Washington.

Second presentation was from NRECA CEO Jim Matheson.

Jim spoke about board directors communicating with coop members
and listening to their concerns.

Third presentation was from Jan Ahlen, Amanda Groethe and
Lynn Moore on the future of electric cars.

My next session that day was about "What does cheap energy actually
cost"

The presentation was from Jon Brekke vice president and chief market
officer from Great River Energy.

On Sept. 19 my first session was on global electrification in third world
countries.

The presentation was given by Ron Schwartau.

Next was the region 5 business meeting called to order by Lynn Jacobson.

At this meeting the eleven resolutions were read and the resolution
committee gave their suggestions on passing or rejecting the resolutions.

My next meeting was on voting on the eleven resolutions.

The resolutions that the committee recommended to be passed were
passed.

Wally Kruk

Director Dist. 8

Director Report
Lori J. Taguma
District 7
Jump River Electric Cooperative
Sept. 24, 2018

Thank you Jump River employees and fellow Board members, for the beautiful Birthday card. I appreciate each of you for sharing your enthusiasm, compassion, and experience. I truly enjoy working with you as a Board member.

During the month of September, I attended the NRECA regional meeting in Minneapolis, Minnesota, for Regions 5 and 6. The speakers throughout the event were motivating, knowledgeable, and excited about bringing good service to Cooperative members while building communities. I attended the meeting with Jump River General Manager James Anderson and Jump River Board member Walter Kruk.

The first day, I attended "Strategic Technologies and their Impact on the Cooperative." The course instructor spoke about strategizing for the paradigm shift, which will include alternative energy resources and the developments which will take place in the near future. Discussion included strategic technologies and how they fit into the member owned organizations as "trusted energy partners." He spoke to the heart of what providing energy resources will be in the near future, and partnering with organizations such as third party utilities. Energy moved through micro grids and substations are now more common. He spoke about residential, utility scale and commercial alternative energy projects, and how the costs for those applications are dropping.

During the General Sessions, Phil Carson, NREC President Illinois, spoke about how good governance begins with building trust, (will it pass the newspaper test), followed by conscientious management. The NRECA North Dakota Director Lynn Jacobson, spoke about federal partnerships and rural infrastructure. Ron Schwartau, President in NRECA International, Global Electrification, shared how electrification changes quality of life for so many in the world.

During the NRECA regional meeting, I represented the Jump River Electric Cooperative as a Voting Delegate for two Annual Meeting groups: CFC, Cooperative Financial Services, and Resco, Rural Electric Supply Cooperative. It was a pleasure to attend both group meetings, and to hear about the hard work that goes into providing electric service for rural and urban communities. Jump River Board Member Walter Kruk was the alternate representative, as I was for his delegations. We also attended a CoBank event with other cooperative members.

Larry Becker, Region 5 Executive Committee Presiding Officer, and Dairyland's Steve Friese, led the District 5 Business meeting and vote on Proposed Resolutions. Many hours of diligent conscientious work went into the resolutions passed.

Regards, *Lori J. Taguma*