

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

January 30, 2018

A regular meeting of the Board of Directors of the Jump River Electric Cooperative, Inc. was held on Tuesday, January 30, 2018, at the outpost building in Hayward, Sawyer County, Wisconsin.

1. President Carow called the Meeting to order at 9:02 a.m.
2. **Roll Call** was taken with all Board members 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 Communications Coordinator Denise Zimmer. Joe Cramer from Cramer Consulting was also present.
3. The **Pledge of Allegiance** was recited.
4. Lorence made a motion, and seconded by Brooks, to **accept the Agenda** as presented. Unanimously carried.
5. **Open Comment Session.** No members present.

A motion was made by Reich, and seconded by Cerman, to move into recess to review iPad setup. Unanimously carried. The board reconvened at 9:41 a.m. Cramer left the meeting at 9:41 a.m.

6. **Regular December Board Meeting Minutes** was presented and reviewed. Discussion held. Motion made by Brooks, and seconded by Schara, to approve the Regular Board Meeting Minutes as presented. Unanimously carried.

The board moved to item 8 – Operations Report

7. **Financial Report.** Peterson stated the December Operating Report was not available. The board reviewed check numbers 82847 - 82994 for the period 12-06-17 through 1-05-18. Peterson also reviewed the Automated Clearing House (ACH) report and Money Transfers report and discussion held on presentation of these documents. Board consensus was to place these reports on BoardPaq in the future if they can be removed following the regular board meeting in which they are being viewed. Motion made by Kruk, and seconded by Taguma, to approve sending the report to the Cooperative's auditor. Unanimously carried. Peterson and Donnellan left the meeting at 10:15 a.m.

8. **Operations Report.** Line Superintendent Joe Donnellan and Finance Manager Scott Peterson entered the meeting at 9:42 a.m. and reviewed the Operations Report. Discussion held on inventory, line patrol and maintenance, PCB testing, projects planned, and update on installing the Radio Frequency (RF) system in the Round Lake area. Motion by Kruk, and seconded by Cerman, to approve the Operating Report.

The board moved back to item 7 – Financial Report.

9. **General Manager Report.** Anderson reported on the following: Operation Community Change, December 2017 financials, annual audit, budget committee, appliance department, appliance part inventory, update on the SEDC computer system, seasonal rates, a member comment, member credit checks and fees, and employee per diems. Board consensus was to have Anderson present policy changes on the credit checks and fees, and employee per diems in the future. Zimmer presented an update on Exede by ViaSat. Anderson continued to report on ACRE, orientation paperwork, motel confirmations, NRECA Annual Meeting, Cooperative Response Center (CRC) patronage capital received, energy rate comparison sheet distributed, member applications and refunds, employee safety & activity report, monthly outage log, and director expenses. Lorence made a motion, and seconded by Taguma, to accept the Manager Report. Unanimously carried.

10. **DPC Director Report.** Reich reported on the DPC Governance Committee and Board Meetings and highlighted the following: employee pension plans, DPC Wholesale Symposium book, bylaw and policy language, compensation and retainer fees for board members, background checks for board members, No Power Cost Adjustment (PCA) for January, DPC surcharge, decommissioning of digester, CEO compensation, compensation information

available from National Rural Electric Cooperative Association (NRECA), LACBWR decommissioning, combustible fly-ash, strategic facility study, and employees right to stand-down. Motion by van Doorn, and seconded by Cerman, to approve the DPC Director Report. Unanimously carried.

11. Director Reports.

van Doorn commented on the budget committee meeting and future appliance sales.

Brooks reported on the Legislative Committee.

Cerman reported on the Board Leadership classes he attended; The Evolution of Electric Cooperative Power Supply and Maximizing Your Grassroots Strategy.

Taguma reported on the Board Leadership classes she attended; The Evolution of Electric Cooperative Power Supply and Maximizing Your Grassroots Strategy. Taguma also commented on the LCO tribal council meeting.

Kruk commented on the budget committee meeting and reported on the Board Leadership classes he attended; The Evolution of Electric Cooperative Power Supply and Maximizing Your Grassroots Strategy

Schara had nothing to report.

Reich reported on the Evolution of Electric Cooperative Power Supply and commented on meeting employees, and future education meetings.

Those attending the above-mentioned Wisconsin Electric Cooperative Association (WECA) classes expressed their dissatisfaction in the training received and consensus was that the value received did not meet the cost spent. Kruk will bring the concerns mentioned back to WECA.

Lorence relayed member comments, commented on the Cooperative Christmas party and upcoming Rusk County board meeting.

Carow reported on the Board Leadership classes he attended; The Evolution of Electric Cooperative Power Supply and Maximizing Your Grassroots Strategy. Carow also read thank you's from The Welsh Family, Eli Arnett, Ladysmith Middle School, City of Ladysmith & Greater Ladysmith Chamber of Commerce, Feed My People Food Bank, Laura & Doug Johnson, Dave & Anita Kroening, Alisha Berg & Kayla Cooper, ADRC – Rusk County, Women with Courage, WRHFH Staff, Habitat for Humanity, Rusk County Community Foundation, Wildlife Restoration Association & Ladysmith Lions Club, and Children's Miracle Network.

A motion was made by Cerman, and seconded by Reich, to approve the Director Reports. Unanimously carried.

A motion was made by Reich, and seconded by van Doorn to recess for lunch at 12:14 p.m. The board reconvened back into the meeting at 12:34 p.m.

The board moved to item 13A – Board Education.

12. Unfinished Business.

- A. **Policy 70 – Inspection of the Coop's Books & Records** was distributed, and proposed changes reviewed by Anderson. Discussion held. Kruk made a motion, and seconded by Reich, to approve Policy 70 – Inspection of the Coop's Books & Records as amended with additional amendments to be made to the application forms by the General Manager and cooperative attorney. Motion carried with one opposed.
- B. **Policy 85 – Attendance by Members at Regular Meetings of the Board of Directors** was distributed, and proposed changes reviewed by Anderson. Discussion held. Motion made by Kruk, and seconded by van Doorn, to approve Policy 85 – Attendance by Members at Regular Meetings of the Board of Directors as presented. Unanimously carried.

The board moved to item 13G – Executive Session.

13A. **Board Education.** Attorney Niles Berman of Wheeler, Van Sickle & Anderson, S.C. joined the meeting by conference call at 12:34 p.m. Berman presented board training on the board responsibilities and duties.

The board moved back to 12A – Unfinished business.

13B. **2018 JREC Annual Meeting.** Anderson reviewed possible dates for the 2018 JREC Annual Meeting. Discussion held. Kruk made a motion, and seconded by van Doorn, to hold the annual meeting on September 29, 2018. Unanimously carried.

13C. **2018 Member Appreciation Days.** Possible dates were discussed. Board consensus was to hold the 2018 Member Appreciation Days on July 10 – 13, 2018, with the addition of a fourth day to be held in the LCO area.

13D. **Policy 81 – Hazard Communication Program and Procedure.** Anderson reviewed changes made to Policy 81. A motion was made by Reich, to approve the changes to Policy 81 – Hazard Communication Program and Procedure as presented. Second by Schara. Unanimously carried.

13E. **Policy 101 – Bloodborne Pathogens.** Anderson reviewed Policy 101 and recommended adoption of this new policy. A motion was made by Brooks, to approve the adoption of Policy 101 – Bloodborne Pathogens as presented. Second by Lorence. Unanimously carried.

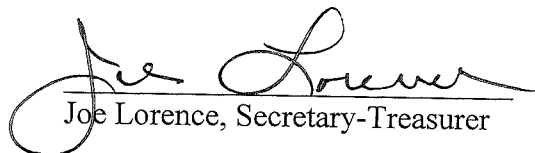
13F. **Donation – Sawyer County/LCO Economic Development.** Anderson presented a donation request of \$2500 for Sawyer County/LCO Economic Development. Discussion held. Motion made by Kruk, and seconded by Schara, to donate \$250 to Sawyer County/LCO Economic Development. Discussion held. Motion carried with one opposed.

Anderson reviewed having Carow and possibly one other board member attend the February regular board meeting of the Barron Electric Cooperative. A motion was made by Reich and seconded by Lorence to have Carow and one other board member attend the Barron Electric Cooperative board meeting. Unanimously carried.

13G. **Executive Session.** A motion was made by van Doorn, to go into Executive Session to approve the Executive Session Minutes and discuss legal matters. Seconded by Cerman. Unanimously carried. Zimmer left the meeting at 2:23 p.m. A motion was made by van Doorn, and seconded by Schara, to move out of Closed Session at 3:26 p.m. Unanimously carried. No action taken. Berman left the meeting at 3:26 p.m. Zimmer re-entered the meeting at 3:31 p.m.

The board moved to item 13B – 2018 JREC Annual Meeting.

Being there was no further business to come before the meeting, a motion was made by Reich, and seconded by Cerman, to adjourn the meeting at 4:02 p.m. Unanimously carried.


Joe Lorence, Secretary-Treasurer

(CORPORATE SEAL)

02/20/2018
Dated

The Evolution of Electric Cooperative Power Supply

9% wind and solar nationally

Lower cost in wind energy

storage is no more than 2 hrs.

cars are not polluters not ^{coal} power plants

DPC 70% coal 6% hydro 15% green

coal generates 54% of energy in nation

Co-op serve 12% of population

42% of land in U.S.

5% of total power supply in U.S.

electric industry is not growing

how MISO works