

Since 1940

# WISCONSIN ENERGY *Cooperative* May 2024 NEWS



Your Touchstone Energy® Cooperative 

## POWERING LIFESTYLES

*Keeping it  
Balanced*



Jackson Electric Cooperative  
**87<sup>th</sup> Annual Meeting**

Tuesday, May 14, 2024 • 7:00 p.m. • Lunda Theatre, Black River Falls, Wis.

BRING THIS MAGAZINE  
TO THE ANNUAL MEETING  
FOR A CHANCE TO WIN  
A \$50 ENERGY CREDIT

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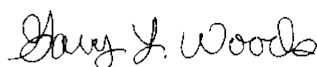
# CALL AND NOTICE

## of Annual Meeting of the Jackson Electric Cooperative, Black River Falls, Wis.

As president of the Jackson Electric Cooperative (hereinafter called the "Cooperative"), I do hereby call and give notice of the Annual Meeting of the members of the Cooperative for the year 2023 to be held at the Lunda Theatre in the City of Black River Falls, Wisconsin, on Tuesday, May 14, 2024, commencing at 7:00 p.m. for the purpose of acting upon the following matters:

1. Reading of the unapproved minutes of the 2023 meeting of the members of the Cooperative and the taking of necessary action thereon.
2. Presentation of reports of directors and committees.
3. Ratification of the report of the 2024 District Elections.
4. Consideration of proposed Amendments to the Bylaws.
5. Such other further business as may come before the meeting or any adjournment thereof.

Dated on this 29th day of April, 2024.



Gary Woods

# THIS MAGAZINE COULD BE A WINNER!

Bring it for a chance to win a  
\$50 energy credit.

To avoid additional annual meeting expense, we will not be printing extra annual meeting reports to have available at the meeting. We ask that you bring this magazine with you to the meeting so that you can follow the agenda on page 15.

# RULES OF THE ANNUAL MEETING

These rules are set in accordance with Jackson Electric Cooperative Bylaws, Article II, Section 7. Jackson Electric Cooperative's annual meeting will be held on Tuesday, May 14, 2024, at the Lunda Theatre in Black River Falls.

## Annual Meeting Rules

1. The meeting will be conducted in accordance with Roberts Rules of Order Newly Revised edition.
2. Any speaker must be recognized by the Chair before speaking.
3. Only members and duly registered guests will be recognized by the Chair; each person so recognized must give his or her name.
4. Unless otherwise approved by the Chair, those recognized are to limit their questions and comments to three minutes, with any rebuttal limited to two minutes.
5. Questions and comments from members and duly registered guests will be in order during old and new business sessions, and at the conclusion of the officer reports, if invited.
6. No resolution affecting Jackson Electric Cooperative may be submitted by any member, unless written copies have been received by Jackson Electric Cooperative by February 3, 2024. This will permit time for review by the Jackson Electric Cooperative Board of Directors to make its recommendation to the meeting as to approval or rejection.
7. No signs or handouts will be permitted within the building of the place of the meeting, except such handouts as required for the official conduct of the Annual Meeting. No handouts made available outside of the building will use the name of the Cooperative, its letterhead or logo to imply that the Cooperative supports or opposes any resolution.
8. No demonstrations shall be held within the building of the place of the meeting.

## Annual Meeting Voting Procedures

Voting may be by voice vote (one vote per membership)



# AGENDA

**Jackson Electric Cooperative**  
**87th Annual Meeting of the Members**  
**May 14 • 7:00 p.m.**  
**Lunda Theatre, Black River Falls, Wis.**

Doors open at 6:00 p.m.

Call to Order ..... Gary Woods, President  
Pledge of Allegiance ..... All Members  
Welcome ..... Gary Woods, President  
Reading of Notice of Meeting ..... David Peasley, Secretary  
Establish a Quorum ..... David Peasley, Secretary  
Reading of 2023 Meeting Minutes ..... David Peasley, Secretary  
President's Report ..... Gary Woods  
Guest Speaker ..... Derek Moslf, MISO  
Audit Report ..... CarlsonSV  
Mike Anderson Memorial ..... Kristi Hanson, Director  
General Manager/CEO Report ..... Kevin Babcock  
Ratification of Directors ..... Legal Counsel

## Elected Directors to be Ratified:

District 4 ..... Chris Curran  
District 5 ..... Dave Peasley  
District 7 ..... Brian Huber

Amendments to the Bylaws ..... Legal Counsel  
Old Business ..... Gary Woods, President  
New Business ..... Gary Woods, President

Question & Answer Session

Adjournment  
Prize Drawings

**\$10 energy credit for every registered membership in attendance**

*Bring this issue of the Wisconsin Energy Cooperative News and be entered for a chance to win a \$50 energy credit!*

**DOOR PRIZES**  
**15 - \$100 cash prizes**





## BOARD PRESIDENT'S MESSAGE

# POWERING LIFESTYLES – KEEPING IT BALANCED

Gary Woods, Board President

Nearly 90 years ago, Jackson Electric Cooperative put its first power poles in the ground and strung cable to provide electricity to rural Jackson County. It proved to be successful as we witnessed labor efficiencies and the growth of economic profitability throughout the years. To keep up with the need for reliable electricity due to today's lifestyles, grid infrastructure and reliable power generation must be addressed at a federal, state, and local level.

Today, electricity is a product that is expected to be delivered at a moment's notice. A power outage, planned and unplanned, causes disruption to many levels of productivity and livelihood. With today's lifestyles and society, there are many who don't understand the sizeable amount of infrastructure to distribute reliable electricity to the end-users and the cost and time associated with building that infrastructure.

Jackson Electric continues to improve its distribution infrastructure. This is a cost that is burdened by the entire membership but is necessary to provide reliable electricity to its members when they want it.

The country's grid reliability is something you hear about often. This is a concern for many including those who generate, transmit, and distribute power. It is our job, our commitment to our members, to distribute reliable electricity when it's needed and where it's wanted. The country's changing power generation mix is making this commitment to our members more difficult to meet.

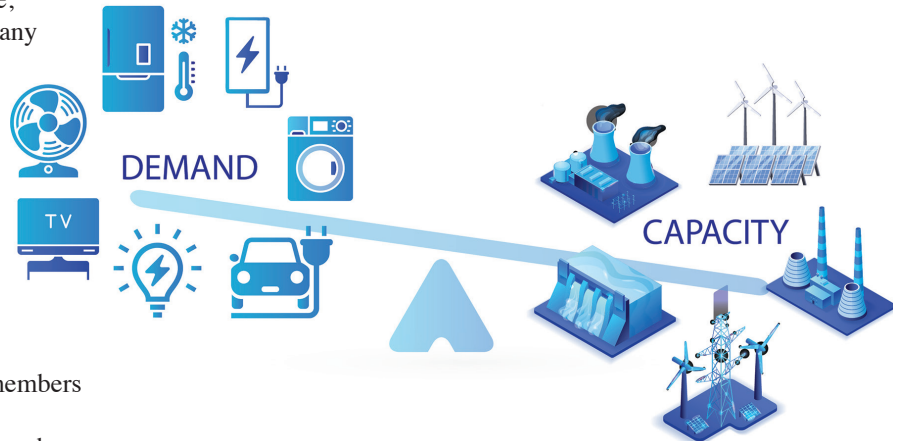
The power generation mix is shifting from dispatchable resources like nuclear, coal, and natural gas to non-dispatchable resources such as wind and solar. Dispatchable generation are sources of electricity that are available on demand when called upon. These types of generators may adjust their power output according to what is needed to provide reliable energy.

Non-dispatchable generation comes from weather-dependent technologies that have a limited ability to adjust their power output to match the demand for electricity. Solar and wind are non-dispatchable generation because the sun doesn't always shine, and the wind doesn't always blow.

At the annual meeting, a representative from Midcontinent Independent System Operator (MISO) will share with you his thoughts on future grid reliability and the impact the

generation mix will have on our lifestyles. MISO is the regional transmission organization that manages the flow of electricity across its region, and our power supplier, Dairyland Power, is a member of MISO. In other words, MISO dispatches available resources to keep the grid balanced so all of us have reliable power.

We'll use a see-saw metaphor for balance. As the see-saw pivots, there is a need to find equilibrium between competing forces. Success happens when balance is maintained.



Like the job of MISO, when the demand for electricity is high, they need to dispatch resources to balance the grid. If the generating capacity is not available, this may cause the grid to become unbalanced, which may lead to blackouts. The need for dispatchable resources, those that are available on demand, is imperative for the grid to remain reliable, especially with today's lifestyles requiring more demand for electricity.

The electrical grid is becoming less resilient and more fragile. We need to keep our voices heard for an adequately supported power generation mix so that our lifestyles can continue to be balanced, and that we can afford to have the lifestyles we so aspire to have.

I look forward to seeing you at your annual meeting on Tuesday, May 14, 2024, 7:00 p.m. at the Lunda Theatre in Black River Falls.

*Gary J. Woods*

Gary Woods,  
Board President





# 86<sup>TH</sup> ANNUAL MEETING OF JACKSON ELECTRIC COOPERATIVE

April 24, 2023, at 7:00 p.m.

1. The 86th Annual Meeting of Jackson Electric Cooperative was held at the Lunda Theatre in Black River Falls, Wisconsin, on April 24, 2023, at 7:00 p.m. President Gary Woods called the meeting to order. Other board members present were Les Dokkestul, Kristi Hanson, Jerry Huber, Chris Curran, David Peasley, Troy Torkelson, Brian Huber, and Daniel Smrekar. Jessica Shrestha, legal counsel, was also present.
2. President Woods led the Pledge of Allegiance.
3. Gary Woods welcomed all in attendance. He stated that the annual meeting rules were published in the April issue of the *Wisconsin Energy Cooperative News* and the meeting will be conducted in accordance with Roberts Rules of Order Newly Revised edition.
4. Member Relations Advisor Brandi Shramek presented the Youth Ambassador Scholarship to Joslyn Polenz, daughter of Jeff and Doni Polenz of Black River Falls.
5. The reading of the Call and Notice of Meeting was conducted by Secretary David Peasley. It was announced a quorum was present and the meeting would proceed.
6. The minutes for the 2022 Annual Meeting were published in the April edition of the *Wisconsin Energy Cooperative News*. It was noted that the minutes stated the incorrect year for Director Brian Huber's District Meeting. The minutes state 2022 and it should read 2021. Motion was made and seconded that Secretary David Peasley dispense with the reading of the minutes from the 85th annual meeting and that the minutes be approved with the amendment. Motion carried unanimously.
7. President Woods stated that Jackson Electric is challenged with balancing the increasing costs of wholesale power while maintaining members' retail energy rates. In 2022, 63 cents of every dollar paid for wholesale power. He stated that the demand for electricity continues to grow, while capacity is on the decline. He explained that shutting down energy efficient, clean coal-fired power plants and operating renewable energy sources have caused the price of energy to climb and that infrastructure needs to be constructed to carry reliable energy. He continued to talk about peak demand periods which will be issued by MISO and that coal will be needed as a reliable baseline source of energy to meet the capacity challenges.
8. The Redistricting Report was presented by Director Dan Smrekar. He noted that all districts have approximately equal representation.
9. Secretary/Treasurer David Peasley presented that a review of Jackson Electric's year 2022 financials was conducted by CarlsonSV and that all financial statements presented fairly.
10. Director Kristi Hanson presented the \$1,000 perpetual Mike Anderson Memorial to the Jackson County Playground Improvement Committee for the All-Abilities Playground.
11. Following the introduction of the board of directors, General Manager/CEO Kevin Babcock highlighted some of the operations of the cooperative. He briefly discussed the training the directors receive to keep updated on the changes with the energy industry. He introduced that Jackson Electric is a Generac generator dealer. He shared there will always be a demand for energy and the challenge will be generation and delivery. He noted that Jackson Electric may be called upon by Dairyland Power and MISO to shut down 25% of its load within two hours of notification to maintain grid integrity. Babcock went on to answer the most popular questions received at the district meetings by members including where our power will come from in the future, where electric vehicles will charge, where do you see Jackson Electric in five to ten years, and where does the cooperative get its money from and where does the money go.
12. On a motion duly made, seconded, and carried the following Resolution was approved, ratifying the director elections held for Districts 2, 3, and 8 for the year 2023.  
  
**BE IT RESOLVED**, that the election of Kristi Hanson as Director for District No. Two (2) on February 7, 2023, for a three-year term; the election of Jerry Huber as Director for District No. Three (3) on February 8, 2023, for a three-year term; and the election of Dan Smrekar as Director for District No. Eight (8) on February 9, 2023, for a three-year term; be and the same are hereby ratified and confirmed.
13. Old Business – none.
14. New Business – none.
15. One member asked about the commercial solar in the Shamrock area and another member thanked the crew for power restoration during the December 2022 and April 2023 snowstorms.
16. The meeting was adjourned at 7:50 p.m. without objection.
17. A \$50 energy credit was won by Leroy Wiersma of Black River Falls. Fifteen members won \$100 cash prizes. Each registered membership in attendance was given a \$10 energy credit to be applied on their next billing statement.
18. There were 116 registered members in attendance at the meeting. Total attendance was 161.

Respectfully submitted,  
David W. Peasley, Secretary

# 2023 FINANCIAL REPORT

## Statement of Operations

Dec. 31, 2023

Operating Revenue	
Electric Energy Sales .....	\$ 23,845,776
<b>Total Operating Revenue .....</b>	<b>\$ 23,845,776</b>

## Operating Expenses

Cost of Power .....	\$ 14,320,160
Distribution Expense – Operations .....	1,189,953
Distribution Expense – Maintenance .....	1,231,319
Consumer Accounts .....	327,265
Customer Service and Informational .....	161,406
Administrative & General .....	2,017,336
Depreciation .....	1,960,319
Tax Expense .....	319,990
Interest on Long-Term Debt (CFC) .....	844,361
Other .....	2,974
<b>Total Cost of Electric Service .....</b>	<b>\$ 22,375,082</b>

Operating Margins .....	\$ 1,470,695
Non-Operating Margins .....	576,628
DPC and Other Capital Credits .....	797,633
<b>Net Margins .....</b>	<b>\$ 2,844,956</b>

## Balance Sheet

Dec. 31, 2023

### Assets

Net Utility Plant .....	\$ 33,785,767
Long-Term Investments .....	11,900,106
Cash & Temporary Investments .....	2,709,359
Accounts Receivable .....	1,175,252
Materials & Prepayments .....	519,123
Other Assets & Deferred Debits .....	2,428,022
<b>Total Assets .....</b>	<b>\$ 52,517,629</b>

### Liabilities & Equity

Patronage Capital and Other Equities .....	\$ 25,295,640
Consumer Deposits .....	3,150
Long-Term Debt .....	21,997,113
Capital Leases and Operating Provisions .....	225,248
Accounts Payable .....	1,518,916
Other Current Liabilities and Deferred Credits .....	3,477,562
<b>Total Liabilities &amp; Equity .....</b>	<b>\$ 52,517,629</b>

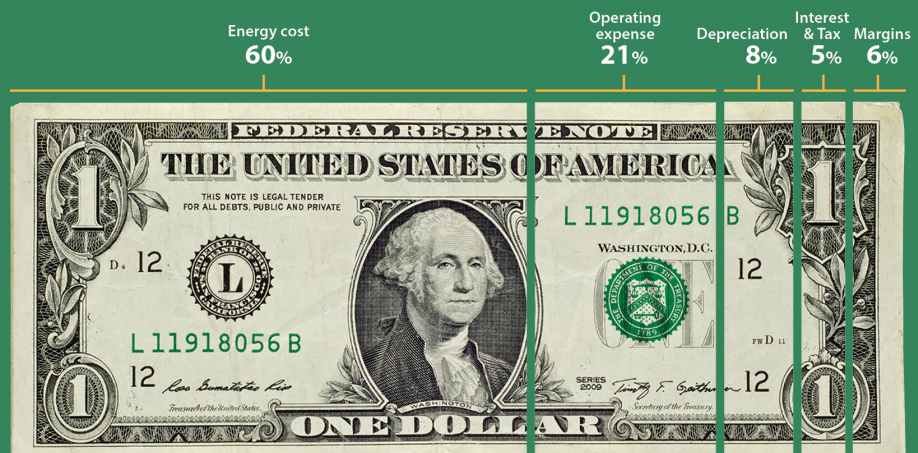
An audit of the financial records was conducted on March 8, 2024.

Energy cost is payment for wholesale energy. Dairyland Power provides wholesale electric service to 17 municipal utilities and 24 distribution cooperatives, including Jackson Electric Cooperative.

Jackson Electric does not generate electricity. Dairyland Power generates and/or buys electricity from the energy markets and Jackson Electric distributes the electricity to its members.

**HOW YOUR  
DOLLAR  
WAS SPENT**

**2023 EXPENSES**





# JACKSON ELECTRIC COOPERATIVE

## 2024 PROPOSED BYLAW AMENDMENTS

The following are proposed bylaw amendments that will be presented to Jackson Electric Cooperative's membership for action at the annual meeting on Tuesday, May 14, 2024.

The Board of Directors and management recommend adoption of the following changes to the Bylaws. Proposed deletions are shown in ~~red strike-through~~ and additions are shown in blue underlining.

**1. To clarify the qualifications of membership within the Cooperative, amend Article I, Section 1 of the Bylaws as follows:**

**Article I, Section 1. Qualifications and Obligations.**

- (a) To become or remain a member, any ~~Any~~ person, firm, corporation or body politic ("Person" in this Section) ~~may become a member in Jackson Electric Cooperative (JEC) by must:~~
- (1) Have the capacity to enter into legally binding contracts;
- (2) Agree ~~Agreeing~~ to purchase from JEC electric energy or, if not connected to JEC's electric distribution system, the other services that the board of directors determines to offer on a membership basis as hereinafter specified; and
- (3) Agree ~~Agreeing~~ to comply with and be bound by the articles of incorporation of JEC and these bylaws and any amendment thereto and such policies, rules and regulations as may from time to time be adopted by the board of directors.
- (b) Except as otherwise provided in these bylaws, a Person may not become or remain a member of JEC if the Person resides at, engages in a business at, owns, controls, or otherwise occupies ("Occupies") a residence, office, building, premise, structure, facility, or other location ("Location"), the provision of a JEC service to which Location is the basis of membership, and which Location is or was:
- (1) Occupied by a second Person, other than a landlord, tenant, or similarly related Person, who owes JEC for a JEC service provided to or for the Location, if the first Person Occupied the Location when JEC provided the JEC service; or

- (2) previously Occupied by an entity owned or controlled by the Person, which entity owes JEC for a JEC service provided to or for the Location.

- (c) No Person ~~person, firm, corporation or body politic~~ may own more than one (1) membership in JEC.
- (d) An application for membership of any ~~person~~ Person who is legally married shall automatically be deemed and become an application for membership by both spouses as joint members without further action of either spouse unless at the time of application for membership either spouse otherwise directs JEC in writing. The subsequent legal marriage of any existing member shall automatically be deemed and become a joint membership without further action of either spouse unless within 30 days after the date of marriage, either spouse otherwise directs JEC in writing. Immediate family members other than spouses, such as parent/child, siblings, etc. may also apply for a joint membership, provided such joint members likewise comply with the provisions above. Such joint membership shall be limited to two immediate family members.

**2. For consistency within the Bylaws, amend Article I, Section 2 of the Bylaws as follows:**

**Article I, Section 2. Purchase of Electric Energy.** Each member who is or desires to be connected to JEC's electric distribution system shall, as soon as electric energy is available, obtain from JEC all electric energy purchased on the premises specified in his application for membership, and shall pay therefor at rates which shall from time to time be fixed by the board of directors. Production or use of electric energy on such premises, regardless of the source thereof, by means of facilities which shall be interconnected with JEC

facilities, shall be subject to appropriate regulations as shall be fixed from time to time by JEC. It is expressly understood that amounts paid for electric energy in excess of the cost of service, are furnished by members as capital, and each member shall be credited with the capital so furnished as provided in these Bylaws. Each member shall pay to JEC such minimum amount regardless of the amount of energy as shall be fixed by the board of directors from time to time. Each member shall also pay all amounts owed by ~~him~~ the member to JEC as and when the same shall become due and payable.

**3. To include authority of the Board of Directors to create a policy relating to transfers of membership, amend Article I, Section 6(a) of the Bylaws as follows:**

- (a) Membership in JEC shall not be transferable, except as hereinafter otherwise provided and except as the board of directors may provide by policy. Upon the death, cessation of existence, expulsion or withdrawal or disconnection of service of a member without intention of reconnection within one year, the membership of such member shall thereupon terminate. Termination of membership in any manner shall not release the member from the debts or liabilities of such member to JEC.

**4. To allow for absentee, mail-in and electronic balloting, amend Article II, Section 5 of the Bylaws as follows:**

**Article II, Section 5. Voting.** Each member shall be entitled to one (1) vote and no more upon each matter submitted to a vote at any meeting of the members. If a member is qualified to vote, but is provided services in more than one district, the member may only vote in only one such district. If a member receiving service in more than one district has his or her residence (as may be defined by the board) in one of those districts, he or she may only vote in that district. If the member's residence is not in any of those districts, he or she may elect which district to vote in, however, the member may not change that designation unless and until he or she no longer receives service in that district. At all meetings of the members at which a quorum is present, all questions shall be decided by a vote of the majority of the members voting thereon at such meeting in person, except as otherwise provided by law, the articles of incorporation of JEC, or these bylaws. Two persons holding a joint membership shall jointly be entitled to one (1) vote and no more upon each matter submitted to a vote at a meeting of the members.

- (a) The board of directors, in its discretion, may make absentee ballots available upon member request for election of directors or for other matters to be presented at any meeting of the members.

- (b) The Board of Directors, in its discretion, may provide mail-in ballots for election of directors or for other matters to be presented at any meeting of the members to all members entitled to vote thereon.
- (c) The Board of Directors, in its discretion, may make electronic ballots available for election of directors or for other matters to be presented at any meeting of the members to all members entitled to vote thereon.
- (d) Where absentee or mail-in ballots are provided, any member voting by such ballot shall return the ballot to JEC's principal office by mail or personal delivery so that the ballot is received not later than 10 a.m. on the last business day prior to the day of the membership meeting. A sealed envelope bearing the signature of the member and enclosing a marked ballot shall constitute the valid absentee or mail-in ballot of that member.

**5. To clarify the general power of the board of directors, amend Article III, Section 1 of the Bylaws as follows:**

**Article III, Section 1. General Powers.** The business and affairs of JEC and all powers of JEC shall be exercised by the board, or managed under the board's authority and subject to the board's oversight ~~direction of a board of nine (9) directors which shall exercise all the powers of JEC~~ except such as are by law or by the articles of incorporation of JEC or by these bylaws conferred upon or reserved to the members.

**6. To confirm the number of districts in JEC's service area, amend the title and first sentence of Article III, Section 2 of the Bylaws as follows:**

**Article III, Section 2. Board of Directors and Districts.** The area served by JEC shall be divided into nine (9) a- ~~number of~~ districts ~~equal to the number of directors of JEC.~~

**7. To update tenure of directors consistent with election at the Annual Meeting, amend Article III, Section 3(a) of the Bylaws as follows:**

- (a) **Tenure.** Directors shall be elected for a three-year term commencing upon the ~~ratification of the~~ election at the Annual Meeting of the members; ~~as required below~~. Except as otherwise provided herein, elections for each director position shall be held every three years.

**8. To authorize the board of directors to establish additional director qualifications by policy, amend the first paragraph of Article III, Section 3(b) of the Bylaws as follows:**





- (b) **Qualifications.** To become and remain a Director, a member must comply with the requirements set forth in these bylaws and any other reasonable qualifications determined by the board of directors. No member shall be eligible to become or remain a director or to hold any position of trust in JEC who:

9. **To update the process for the nomination and election of directors, including to provide for election at the Annual Meeting, amend Article III, Section 4 as follows:**

**Article III, Section 4. Nomination and Election of Directors.**

- a) **Notice.** At least one hundred ~~twenty (120) fifty (150)~~ days before the ~~Annual Meeting~~ annual meeting, ~~the Secretary-JEC~~ shall post at the principal office of ~~the cooperative JEC~~ and shall publish once in the newsletter or other publication of ~~the cooperative JEC~~ or an affiliated organization, a list of each position of the board of directors which is expiring or which will otherwise have a vacancy, the district from which each director is to be elected and instruction for filing a nominating petition.

~~**District Meetings.** The board of directors of JEC shall call for a district meeting each year in each district for which a director is to be elected that year for the purpose of electing a director to represent each such district and for consideration of such other business as may come before that district. Such district meetings shall take place no more than ninety (90) days and at least thirty (30) days prior to the annual meeting of the members. In scheduling each such district meeting, the board of directors shall take into account and make reasonable efforts to accommodate the scheduling request of any incumbent director for such district with respect to the time, date and location of the district meeting.~~

- b) **Nominations.** Nominations for candidates for director to represent each district shall be made by petition signed by not less than ten (10) members eligible to vote in the district to be represented by the candidate and delivered to the principal office of JEC at least ~~ninety (90) thirty (30)~~ days prior to the ~~district meeting~~ Annual Meeting. In the event no valid petitions have been delivered to the principal office of JEC by the required date for any district requiring an election, the board of directors shall appoint a nominating committee. The nominating committee shall meet as soon as reasonably practicable after appointment and use reasonable efforts to nominate

two or more qualified candidates. Nominations from the floor at the Annual Meeting ~~district meetings~~ will be not be permitted ~~unless there is no qualified nominee by petition who is able and willing to serve as a director.~~

- c) **District Elections.** Voting for any contested election shall be solely by the members of the district for which the election is held and shall be by in-person ballot at the Annual Meeting, by mail-in ballot, by electronic means, or any combination of these procedures, to the extent permitted by law, as shall be determined by the board of directors at its discretion. Voting for any uncontested election may be conducted in the same manner as a contested election or by voice vote at the Annual Meeting, as shall be determined by the board of directors at its discretion. Where an uncontested election is conducted by voice vote, all members present at the Annual Meeting shall be entitled to vote. Election shall be made by secret written ballot. If three (3) or more persons are nominated for the position of director in any district, a preliminary vote shall be taken, and the two candidates receiving the greatest number of votes shall be included in the final election. In case of a tie in the preliminary vote between the candidates receiving the highest or second highest vote total, a second preliminary vote shall be taken. After the second preliminary vote, if there is still a tie, the tie shall be broken by the toss of a coin, or by playing odd-man-out if the tie is between more than two candidates, which shall be conducted by a non-candidate. In the case of a tie in the final election, a second vote shall be taken. After the second vote in the final election, if there is still a In the event of a tie, the tie shall be broken by the toss of a coin, which shall be conducted by a non-candidate.

~~**Ratification.** All directors elected at a district meeting shall be ratified by the members at the next Annual Meeting of said members. No director shall be seated or shall act in any capacity until his or her election to the board has been so ratified, except in the case of appointment by the board of directors, as provided in Section 7, below. Each director's term shall commence upon ratification.~~

10. **For conforming revisions relating to district meetings, amend Article III, Section 5(a) and (b) as follows:**

**Article III, Section 5. District Meetings.**

- (a) **Meetings.** ~~In addition to the meeting provided for in Section 2, the~~ The board of directors may call



~~such other~~ district meetings as may be necessary or advisable. In scheduling any such district meeting, the board of directors shall take into account and make reasonable efforts to accommodate the scheduling request of the director for such district with respect to the time, date and location of the district meeting.

- (b) **Quorum for District Meetings.** Those members present at a ~~District Meeting~~ district meeting shall constitute a quorum.

**11. To update the procedure by which a district's members may remove the director and to clarify that such removal must be for cause, amend Article III, Section 6 as follows:**

**Article III, Section 6. Removal of Directors by Members.** As provided in this bylaw, for taking or omitting a negligent, fraudulent, or criminal act, materially and adversely affecting JEC, the members of the district which a director represents (Removing Members), may remove the director.

- (a) Removal Petition. To request removal of a director, the Removing Members must deliver to the President or Secretary a dated and written petition signed by at least ~~Any member may bring charges against a director by filing them in writing with the Secretary together with a petition signed by~~ twenty per centum (20%) of the members of the district which the director represents. The removal petition shall include the printed names, printed addresses and original dated signatures of each member signing the petition and shall include on each page the name of the director for whom removal is sought and the explanation of the basis for removal (Removal Petition).
- (b) Board Review. Within thirty (30) days of receiving a Removal Petition, the board of directors shall forward a copy of the Removal Petition to the implicated director and the board of directors shall meet to review the Removal Petition.
- (c) Notice of District Meeting. If the board of directors determines that the Removal Petition complies with this bylaw, then JEC shall notice and hold a district meeting for the district served by the implicated director within sixty (60) days following the board of director's determination unless the implicated director's seat is up for election within one hundred twenty (120) days of such determination (in which case the regular nomination and election process for the position shall be followed and no hearing on the

petition need be held). Notice of such meeting shall state that the purpose of the meeting is to consider removal of the director, that a district member vote on removal may be taken regarding removing the director, and that the district members may elect a successor director at the meeting.

- (d) District Meeting. At the district meeting the Removing Members shall present evidence supporting the basis for removing the director. The implicated director may be represented by legal counsel at the meeting and shall have the opportunity to refute, and present evidence opposing, the basis for removing the director. After the implicated director's presentation and member discussion, the district members shall vote whether to remove the director, requesting the removal of the director in question, and it shall be voted upon at a special district meeting called for the purpose of considering the petition unless the regular district meeting is scheduled within 120 days of the filing of the petition (in which case the regular nomination and election process for the position shall be followed and no hearing on the petition need be held). The director against whom the charges have been brought shall be informed in writing of the charges as soon as practicable prior to the district meeting and shall have an opportunity at the meeting to be heard in person or by counsel and to present evidence; and the person or persons bringing the charges against him shall have the same opportunity. If the director is removed by action of the members at the district meeting, the members in attendance at the meeting may fill the vacancy for the remainder of the term according to the nomination and election procedures set forth in this Article, without requirement for ratification at the annual meeting, or, if they fail to do so, the board of directors shall fill the vacancy pursuant to Article III, Section 7.

**12. To remove excess language referring to the removal of directors by members from a provision about vacancies on the board in general, amend Article III, Section 7 as follows:**

**Article III, Section 7. Vacancies.** ~~Subject to the provisions of these bylaws with respect to the removal of directors by members, any~~ Any vacancy occurring in the board of directors shall be filled by a majority vote of the remaining directors. A director appointed by the board shall serve until the end of the term of the vacancy being filled.

**13. To align the authority and obligations of the office of President with applicable law, amend Article V, Section 5 as follows:**



**Article V, Section 5. President.** Except as otherwise provided by the board of directors or these bylaws, the The President ~~shall:~~

- (a) ~~be the principal executive officer of JEC and~~ shall preside, or designate another individual to preside, at all meetings of the members and of the board of directors; ~~except as otherwise provide by these bylaws:~~
- (b) on JEC's behalf, may sign ~~, with the Secretary,~~ all documents the issue of which shall have been authorized by the board of directors or members, including but not limited to any deeds, mortgages, deeds of trust, notes, bonds, contracts, or other instruments; ~~except in cases in which the signing and execution thereof shall be expressly delegated by the board of directors or by these bylaws to some other officer or agent of JEC, or shall be required by law to be otherwise signed or executed;~~ and
- (c) in general, ~~shall~~ has the authority to perform all duties incident to the office of President and such other duties as may be prescribed by the board of directors ~~from time to time.~~

**14. To align the authority and obligations of the office of Vice President with applicable law, amend Article V, Section 6 as follows:**

**Article V, Section 6. Vice President.** In the absence of the President, or in the event of his inability or refusal to act, the Vice President ~~shall~~ has the authority to perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President and, in general, shall have the authority to perform such other duties as from time to time may be ~~assigned to him~~ prescribed by the board of directors.

**15. To align the authority and obligations of the Secretary with applicable law, amend Article V, Section 7 as follows:**

**Article V, Section 7. Secretary.** Except as otherwise provided by the board of directors or these bylaws, the The Secretary has the authority to ~~shall be responsible for:~~

- (a) ~~prepare and keep~~ keeping the minutes of the meetings of the members and of the board ~~in books provided for that purpose~~ or overseeing the ~~recording~~ preparing and keeping of such minutes by a recording secretary designated by the board of directors;

~~(b) seeing that all notices are duly given in accordance with these bylaws or as required by law;~~

- (b) ~~the safekeeping of~~ maintain and authenticate the corporate books and records of JEC;
- (c) ~~may affix~~ and the seal of JEC ~~and affixing the seal of JEC to all documents, the execution of which on behalf of JEC under its seal is duly authorized in accordance with the provisions of these bylaws: to~~ a document authorized or approved by the board of directors or the members; and
- ~~(d) keeping a register of the names and post office addresses of all members;~~
- ~~(e) keeping on file at all times a complete copy of the articles of incorporation and bylaws of JEC containing all amendments thereto (which copy shall always be open to the inspection of any member) and at the expense of JEC, furnishing a copy of the bylaws and of all amendments thereto to any member upon request; and~~
- (d) in general, ~~shall performing~~ perform all duties incident to the office of Secretary and such other duties as ~~from time to time~~ may be prescribed ~~assigned to him~~ by the board of directors.

**16. To align the authority and obligations of the office of Treasurer with applicable law, amend Article V, Section 8 as follows:**

**Article V, Section 8. Treasurer.** Except as otherwise provided by the board of directors or these bylaws, the The Treasurer has the authority to ~~shall be responsible for:~~

- (a) ~~shall be responsible for overseeing~~ oversee custody of all funds and securities of JEC;
- (b) ~~shall be responsible for overseeing~~ oversee the receipt of ~~and the issuance of receipts for~~ and deposit of all monies due and payable to JEC ~~and for the deposit of all such monies in the name of JEC in such financial institutions as shall be selected in accordance with the provisions of these bylaws; and~~
- (c) in general, perform ~~ance the general performance of~~ all the duties incident to the office of Treasurer and such other duties as ~~from time to time may be assigned to him~~ may be prescribed by the board of directors.

**17. To require employment of a General Manager/CEO and to clarify the duties and authority of the General Manager/CEO, amend Article V, Section 9 as follows:**

**Article V, Section 9. General Manager/CEO.** The board of directors shall employ ~~may appoint~~ a General Manager/CEO in its discretion to manage the day-to-day affairs and business of JEC. The General Manager/CEO shall have the authority to implement the functions, duties, and obligations of JEC except as may be restricted by the board of directors and shall otherwise perform such duties as the board of directors may from time to time require of him or her. ~~and shall have such authority as the board of directors may from time to time vest in him.~~

**18. Due to the provisions being obsolete, remove article V, Section 10.**

**19. To allow for modification by policy, remove Article V, Section 11.**

**20. To update numbering following removal of the preceding sections, renumber Article V, Section 12 as Article V, Section 10.**

**21. To establish guidelines for directors' reliance on board committees, JEC employees and outside professionals, create and insert new Article V, Section 11:**

**Article V, Section 11. Reliance on Others.** Unless a director has knowledge making reliance unwarranted, then in discharging the director's duties, including duties as an officer or board committee member, the director may rely: (1) on the performance by any of the following individuals to whom the Board has formally or informally delegated the authority or duty to perform one or more of the Board's delegable functions; and (2) upon information, opinions, reports, or statements, including financial statements and other financial data, prepared or presented by any of the following individuals:

- (a) one or more JEC officers or employees whom the director reasonably believes to be reliable and competent in the functions performed or the information, opinions, reports, or statements provided;
- (b) legal counsel, public accountants, or other individuals retained by JEC regarding matters involving skills or expertise the director reasonably believes are matters within the individual's professional or expert competence and as to which the individual merits confidence; and

- (c) a board committee of which the director is not a member if the director reasonably believes the board committee merits confidence.

**22. To correct a naming convention for consistency, Amend Article VII, Section 5(2) as follows:**

- (2) Lien and Set Off: JEC shall have a continuing lien against the patronage capital allocated and credited to any patron for any indebtedness due and owing from such patron to JEC and such indebtedness to the extent of such capital so allocated and credited upon which JEC has a lien shall not be extinguished by bankruptcy of said patron or lapse of time, but shall be set-off against any capital allocated and credited to said patron in any retirement thereof made hereunder to said patron or to his estate or heirs or surviving joint member. The patron shall execute such documents as JEC may request to create and preserve this security interest, and the patron authorizes ~~the Cooperative JEC~~ to perfect this security interest by filing a financing statement.

**23. To remove the specification of publication, amend Article VII, Section 6 as follows:**

**Article VII, Section 6. Subscription to Newsletter ~~Wisconsin Energy Cooperative News~~.** The board of directors shall be empowered and authorized on behalf of the individual members of this cooperative to subscribe to a newsletter or other publication of JEC or an affiliated organization ~~the Wisconsin Energy Cooperative News~~ and to pay the annual subscription rate per member for said publication in the same manner as they would any other expense of JEC.

## REDISTRICTING NOTICE

According to the Bylaws, the area served by Jackson Electric shall be divided into a number of districts equal to the number of directors of Jackson Electric. Nine districts, nine directors, each director representing a district.

It is the duty of the board of directors to re-district whenever established districts fail to assure reasonably equal representation for all members, giving due regard for natural or political boundaries and communities of interest.

At this time, all Jackson Electric districts have equal representation.



# 2023 HIGHLIGHTS

## 2023 Construction Projects

### Highway 10 (Fairchild)

- 4 total miles
- Phase 2 of 3 completed
- Reliability and less maintenance
- Project timeline: Spring 2023 – Fall 2023
- Total project cost: \$320,000

### Section One Road (Northfield)

- 2.2 total miles
- Combination of overhead rebuild and converting overhead lines to underground lines
- Reliability and less maintenance
- Project timeline: September 2023 – January 2024
- Total project cost: \$146,000

### County Road E (Hatfield)


- 2.5 total miles
- Replaced overhead line with 3-phase underground
- Reliability and maintenance
- Project timeline: July 2023 – November 2023
- Total project cost: \$802,000

## April 2023 Spring Snow Storm Causes Power Outages

- 4,416 total members affected
- Average 8.73 hours without power per member affected by the outage
- Jackson Electric employees worked approximately 371.25 total hours



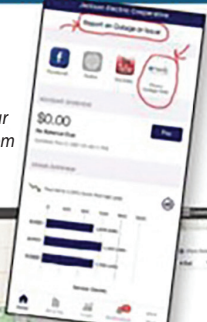
### BE PREPARED FOR WINTER WEATHER AND OUTAGES



#### Report Your Outage


- Call 855.222.3275
- SmartHub

*Please do not report your outage to [info@jackelec.com](mailto:info@jackelec.com) or Jackson Electric's Facebook page.*



#### Online Outage Map

This map shows the location and size of the outage. You can access it from our website with your computer or electronic device.



### Outage Reporting

- 855.222.3275
- SmartHub portal – Report Outage
- Registered SmartHub users can text OUT to 833.679.0919
- Do not report your outage on Facebook or [info@jackelec.com](mailto:info@jackelec.com)

View outages online at [www.jackelec.com](http://www.jackelec.com).

## Substations With Solar Generation

### Brockway Substation, Hwy 54 East

Nameplate: 105 kW  
Interconnected June 2023  
Produced 20,251 kWhs in 2023



### Irving Substation, County Road H

Nameplate: 40 kW  
Interconnected May 2023  
Produced 15,965.62 kWhs in 2023



# \$398,614

in Capital Credits Retirement





## BILL PAY OPTIONS

**Avoid mail delays in receiving your billing statement and paying your bill.**

- Enroll in paperless billing
  - Billing statement sent to your email inbox the day after it's processed
- Enroll in automatic payment withdrawal
  - Your payment is automatically withdrawn from your financial institution's account on the 24th day of every month
- Pay by telephone with a checking/savings account, credit, or debit card
  - Call 844.759.3984 – have your account number ready
- Register your account through our SmartHub payment portal at [www.jackelec.com](http://www.jackelec.com)
  - Pay your bill online
  - Review your usage
  - Update your contact information
  - Enroll in notifications
- Download the SmartHub mobile app
- Make a one-time payment without registering your account at [www.jackelec.com](http://www.jackelec.com)
- Secure drop-box in Jackson Electric's parking lot
- Pay in person at our office, Monday-Friday, 7:30 a.m. to 4:00 p.m.

## SAFETY

**Safety First. No Excuses.** At Jackson Electric, we invest in the safety of our employees, members, and community. Safety is more than a priority; it is a high standard we hold our employees to that has no exception.



Jackson Electric's line crew practice pole-top rescue using a 180-pound mannequin that simulates a line worker in distress. MayDay drills were also simulated with communication from the line crew in the field to the office staff.

Employees have the opportunity to become CPR/AED and First Aid certified. This is a requirement for Jackson Electric's line crew.



To educate on the dangers of power lines and equipment, hot-line demonstrations are presented to students and many community organizations.



Your Touchstone Energy® Cooperative

Customer Service 715.284.5385  
800.370.4607  
Outage Reporting 855.222.DARK (3275)  
Diggers Hotline 800.242.8511  
Card Payments 844.759.3984  
[www.jackelec.com](http://www.jackelec.com)



Mailing Address: N6868 County Road F  
Black River Falls, WI 54615  
Office Hours: Monday – Friday, 7:30 a.m. to 4:00 p.m.  
Board of Directors: Gary Woods, President  
Chris Curran, Vice President  
David Peasley, Secretary-Treasurer  
Jerry Huber, Dairyland Power Representative  
Dan Smrekar, Kristi Hanson, Brian Huber,  
Troy Torkelson, Les Dokkestul  
Kevin Babcock, General Manager/CEO

*Jackson Electric Cooperative is an equal opportunity provider and employer.*

Your Touchstone Energy® Partner







Current board of directors. Back row, left to right: Dave Peasley, Chris Curran, Brian Huber, Les Dokkestul, and Troy Torkelson. Front row, left to right: Jerry Huber, Kristi Hanson, Dan Smrekar, and Gary Woods.

## JACKSON ELECTRIC COOPERATIVE'S BOARD OF DIRECTORS – 2023

Jackson Electric Cooperative is divided into nine districts. Each district is represented by a director who is selected by members in each respective district.

The directors are subject to standards of fiduciary responsibility. These include the duties of care and loyalty. Directors are required to:

- Have or acquire the minimum knowledge and skills necessary to direct the affairs of JEC.
- Make every effort to attend all meetings of the Board and to study materials that are sent prior to each Board meeting.
- Study and adhere to all obligations imposed by the Articles of Incorporation, the bylaws, contractual agreements, and Board policies.
- Recognize the Board's responsibility for the employment of a General Manager/CEO and the additional responsibility for a systematic annual appraisal of the General Manager/CEO's performance.
- Act only in the best long-term interest of JEC and its members.
- Place the interests of JEC over any personal interests.
- Not have any financial interest in a directly competing business or one that does business with JEC.
- Avoid the appearance of any conflict of interest.
- Avoid any future conflict of interest by refusing to receive any remuneration from any entity proposing to purchase all or substantially all of the assets of JEC.
- Represent and support the interests of JEC to elected and public officials.
- Accept decisions of the Board except in extraordinary circumstances where the director believes that there is a clear and present threat to the survival of JEC.



Directors Brian Huber, Gary Woods, and Kristi Hanson each received their Director Gold credential in 2023 from the National Rural Electric Cooperative Association. Directors are encouraged to attend training that demonstrates their ongoing commitment to advancing their knowledge and performing their fiduciary duty to the best of their ability.

## STAFF AND EMPLOYEES

Kevin Babcock – General Manager/CEO

Carol Blaken – Member Relations Manager

Eric Steien – Line Superintendent

Matt Bush

Don Fortun, Jr.

Jerel Gunning

Jesse Hansen

Reed Holliday

Tanner Klobucher

Maggie Mickelson

Emma Robertson

Braydon Schneider

Brian Schultz

Brandi Shramek

Kyle Steien

Grant Witcraft

Adam Wiedl

Hazy Wood

Jordan Zillmer

## MISSION STATEMENT

To provide safe, reliable power for all generations.

## OUR PLEDGE IS TO

- Encourage the wise use of our energy resources
- Perform our work in a manner that is environmentally and socially acceptable
- Reference “The Seven Cooperative Principles” as our guide to do our business
- Operate our business in a financially sound manner
- Hold ourselves accountable to the highest standard for employee and public safety and security

# THE SEVEN COOPERATIVE PRINCIPLES

1

Voluntary and  
Open Membership



2

Democratic  
Member Control



3

Member Economic  
Participation



4

Autonomy and  
Independence



5

Education,  
Training and  
Information



6

Cooperation  
Among  
Cooperatives



7

Concern for  
Community

