

**COMMONWEALTH OF KENTUCKY
BEFORE THE
KENTUCKY PUBLIC SERVICE COMMISSION**

In the Matter of:

Electronic Application of Jackson Purchase)	
Energy Corporation for a General)	
Adjustment of Rates and Other General)	Case No. 2024-00085
Relief)	

JACKSON PURCHASE ENERGY CORPORATION'S VERIFIED RESPONSE TO
COMMISSION STAFF'S POST-HEARING REQUEST FOR INFORMATION
ENTERED DECEMBER 19 , 2024

Comes now Jackson Purchase Energy Corporation (Jackson Purchase), by counsel, and does hereby tender its Verified Response to Commission Staff's Post-Hearing Request for Information entered December 19, 2024.

Entered January 6, 2025

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

THE ELECTRONIC APPLICATION OF)
JACKSON PURCHASE ENERGY)
CORPORATION FOR A GENERAL) Case No. 2024-00085
ADJUSTMENT OF RATES)
)


VERIFICATION OF MEREDITH KENDALL

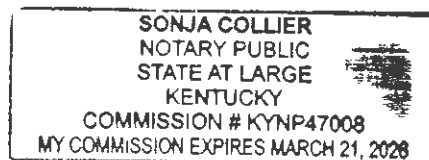
COMMONWEALTH OF KENTUCKY)
)
COUNTY OF McCracken)

Meredith Kendall, Vice-President, and Chief Financial Officer of Jackson Purchase Energy Corporation, being duly sworn, states that she has supervised the preparation of certain responses to Commission Staff's Post-Hearing Request for Information in the above-referenced case on behalf of Jackson Purchase Energy Corporation, and that the matters and things set forth therein are true and accurate to the best of her knowledge, information and belief, formed after reasonable inquiry.


Meredith Kendall

The foregoing Verification was signed, acknowledged and sworn to before me this the 6th day of January, 2025, by Meredith Kendall.


Commission expiration: 03/21/2026



COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

THE ELECTRONIC APPLICATION OF)
JACKSON PURCHASE ENERGY)
CORPORATION FOR A GENERAL)
ADJUSTMENT OF RATES)
)

Case No. 2024-00085

VERIFICATION OF JOHN WOLFRAM

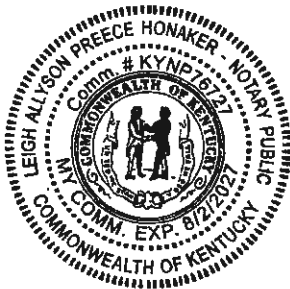
COMMONWEALTH OF KENTUCKY)
)
COUNTY OF FAYETTE)

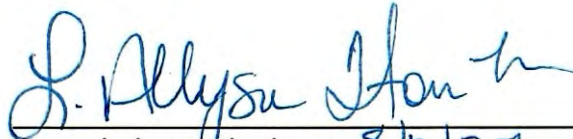
John Wolfram, being duly sworn, states that he has supervised the preparation of certain updated responses to Post-Hearing Request for Information in the above-referenced case and that the matters and things set forth therein are true and accurate to the best of his knowledge, information and belief, formed after reasonable inquiry.



John Wolfram

The foregoing Verification was signed, acknowledged and sworn to before me this the 5th day of January, 2025, by John Wolfram.





Commission expiration: 8/2/27
KYNP # 76727

Jackson Purchase Energy Corporation
Case No. 2024-00085
Commission Staff's Third Request for Information

Request 1: For the period 2014 through 2023, state whether Jackson Purchase Energy hosted the lineman rodeo and how many cooperatives participated.

Response 1: Jackson Purchase hosted the lineman rodeo September 29-30, 2022. A total of 15 cooperatives, including Jackson Purchase, participated in the event. Jackson Purchase has not hosted the lineman rodeo another other time from 2014-2023.

Jackson Purchase Energy Corporation
Case No. 2024-00085
Commission Staff's Post-Hearing Request for Information

Request 2: For the period 2014 through 2023, provide Jackson Purchase Energy's annual cost for the lineman rodeo, broken down by straight time labor, overtime labor, and other expenses.

Response 2: The total cost incurred by Jackson Purchase to host the lineman rodeo in 2022 is summarized in the Excel file provided separately. Note that only labor expenses incurred were included in the revenue requirement, as the rodeo was hosted by Jackson Purchase during the business week. All other expenses were removed for the purposes of calculating the revenue requirement.

Jackson Purchase Energy Corporation
Case No. 2024-00085
Commission Staff's Post-Hearing Request for Information

Request 3: Provide a copy of the employment contract and include a breakdown of all forms of compensation per year between Jackson Purchase Energy and Greg Grissom, President and CEO, for the length of his employment at Jackson Purchase Energy.

Response 3: Mr. Grissom's contract is being provided separately pursuant to a motion for confidential treatment due to the terms of the contract including many terms other than compensation. Jackson Purchase is providing in the public version the compensation of Mr. Grissom.

2018 Contract:

JPEC shall pay to Grissom an annual salary of \$270,000, less applicable deductions for Federal and State income taxes, FICA, and any other withholding or deductions. Grissom shall be able to participate in all retirement plans now in effect or subsequently adopted by JPEC's Board of Directors on the same terms as applicable to all other employees as well as JPEC's 457(b) deferred compensation plan. In addition to the foregoing, Grissom shall also be eligible to continue his participation in the NRECA Retirement Security Pension Plan (or its equivalent) (the "NRECA RS Plan"), and JPEC shall ensure that his years of service with JPEC and all attendant data shall be properly reported to the NRECA RS Plan for such purpose.

2020 Contract:

JPEC shall pay to Grissom an annual salary of \$294,738, less applicable deductions for Federal and State income taxes, FICA, and any other withholding or deductions. Grissom shall be eligible

to participate in all retirement plans now in effect or subsequently adopted by JPEC's Board of Directors on the same terms as applicable to all other employees as well as JPEC's 457(b) deferred compensation plan subject to the Internal Revenue Service cap on said deferred compensation which is presently believed to be set at 19.5%. The percentage applicable to Grissom shall be adjusted annually to the IRS cap. In addition to the foregoing, Grissom shall also be eligible to continue his participation in the NRECA Retirement Security Pension Plan (or its equivalent) (the "NRECA RS Plan"), and JPEC shall ensure that his years of service with JPEC and all attendant data shall be properly reported to the NRECA RS Plan for such purpose. The determination of the deferred compensation set forth in this paragraph shall occur on or before July 1 of each year under the terms of this contract.

2023 Contract:

JPEC shall pay to Grissom an annual salary of \$343,087 less applicable deductions for Federal and State income taxes, FICA, and any other required withholding or deductions. Grissom shall be eligible to participate in all retirement plans now in effect or subsequently adopted by JPEC's Board of Directors on the same terms as applicable to all other employees as well as JPEC's 457(b) deferred compensation plan subject to the Internal Revenue Service cap on said deferred compensation which is presently believed to be set at 19.5%. The percentage applicable to Grissom shall be adjusted annually to the IRS cap. In addition to the foregoing, Grissom shall also be eligible to continue his participation in the NRECA Retirement Security Pension Plan (or its equivalent) (the "NRECA RS Plan"), and JPEC shall ensure that his years of service with JPEC and all attendant data shall be properly reported to the NRECA RS Plan for such purpose. The determination of the deferred compensation set forth in this paragraph shall occur on or before July 1 of each year under the terms of this contract.

ATTACHMENT
FILED UNDER SEAL
PURSUANT TO A
MOTION FOR
CONFIDENTIAL
TREATMENT

Jackson Purchase Energy Corporation
Case No. 2024-00085
Commission Staff's Post-Hearing Request for Information

Request 4: For the period of 2017 through 2023, provide Jackson Purchase Energy Board meeting minutes discussing the hiring, salary, and compensation for the CEO.

Response 4: Please see attached.

ATTACHMENT PSC PH-4

MINUTES
JACKSON PURCHASE ENERGY CORPORATION
September 6, 2018

A special meeting of the Board of Directors of Jackson Purchase Energy Corporation was called to order on Thursday, September 6, 2018, at 6:00 p.m. at the law office of Boehl, Stopher, & Graves at 410 Broadway, Paducah, Kentucky. The following directors were in attendance:

Ivus Crouch, Lee Bearden, Erick Harris, Wayne Elliott, Terry Teitloff, Jack Marshall, Joshua Barnes, Kevin Bell

Also present was Charles D. Walter, who filled the place of Richard L. Walter as general counsel, as Mr. Walter was unavailable.

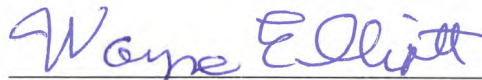
OPENING BUSINESS

Meeting was called to order by chairman, Erick Harris, for the sole purpose of extending an offer of employment to a new CEO for the organization. The motion was made by Lee Bearden with second by Wayne Elliott, to extend an offer of employment, pursuant to the terms discussed in an executive session to Greg Grissiom, with no additional discussion taking place the question was called by the chairman and the motion was accepted unanimously.

All Board members present signed a Waiver of Notice for Special Meeting, which shall accompany these minutes in Jackson Purchase Energy Corporation records.

ADJOURNMENT

A Motion was made by Jack Marshall with second by Joshua Barnes to adjourn the meeting; unanimously carried.



Wayne Elliott
Secretary/Treasurer

Safety, Human Resources and Communications:

In Scott Adair's absence, Greg Grissom and Scott Ribble reported on Safety, Human Resources and Communications. It was reported to the Board that there had been a lost time incident involving a partial amputation of a thumb and as such, it is an OSHA reportable event.

At this time, a job offer has been made to a new safety coordinator.

Engineering:

Scott Ribble reported on the above department.

Mr. Ribble advised there was nothing significant added to the graphics contained within his report. System reliability has increased to 99.8% which is a very impressive number with the recent weather.

JPEC received significant help from outside resources following the recent storms. Much appreciation was shown for the additional support from surrounding providers.

Technical Services:

Ward Morgan reported on the above department.

Ward provided a discussion of the new telephone system performance. It was reported that it is performing exactly as expected and hoped. During the recent storm and its associated outages, the call volumes were all handled appropriately.

Accounting/Member Services:

Jeff Williams reported on the above department.

In Jeff's discussion, he advised the Board on reports as to how we receive payments and our write-off report. Jeff also supplied information to the Board as to the number of customers/members who utilized the extended hours on Friday between 4:00 p.m., to 6:00 p.m. The Board agreed that extended office hours on Fridays should be discontinued effective July 5th.

Jeff Williams also reported on the PSC rate change approval and the adjusted fixed customer charge.

Attorney:

Attorney Rick Walter reported on the legal activities performed for and on behalf of the corporation during the month of May and June 2019. Concentration remains on finalizing policies and procedures.

CEO Report:

Greg Grissom reported to the Board on his meeting with the Marshall County Judge Executive. Marshall County has drafted an ordinance that would require JPEC to collect 911 fees for Marshall County. This is a significant event which JPEC is not in favor of. KAEC has been advised of this request by Marshall County and a response has been furnished to Marshall County by Tip Depp, general counsel.

Big Rivers:

Board Wayne Elliott reported on Big Rivers. There will be an increase in the sale of power pursuant to the Nebraska contract. Big Rivers is presently at 50% and within the next two years there will be an increase to 80%.

KAEC Report:

There was no KAEC report.

OLD BUSINESS

No old business was addressed.

NEW BUSINESS

A motion was made and seconded that general counsel for JPEC, Hon. Richard L. Walter, provide notice to the County Judge Executive of Marshall County that JPEC will oppose the ordinance requiring the collection of 911 fees. Unanimously carried.

After the Board heard the operating report from Jeff Williams, as well as information concerning the Form 7, a motion was made and duly seconded to approve the Form 7 report for April 2019. Motion unanimously carried.

NRECA Voting Delegate:

A motion was made to designate Terry Teitloff as the voting delegate for NRECA. Jack Marshall was listed as the alternate. Motion unanimously carried.

US Voting Delegate:

A motion was made to designate Greg Grissom as the US Voting Delegate. Motion unanimously carried.

EXECUTIVE SESSION

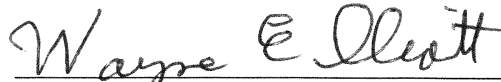
Motion was made and seconded that the Board of Directors meet in Executive Session.

RETURN TO GENERAL SESSION

After the Board members returned from Executive Session, there was a motion made and seconded to adjourn. Unanimously carried.



Erick Harris
Chair



Wayne Elliott
Secretary/Treasurer

MINUTES
JACKSON PURCHASE ENERGY CORPORATION
June 25, 2020

A regular meeting of the Board of Directors of Jackson Purchase Energy Corporation was conducted on Thursday, June 25, 2020 at 5:30 p.m., at the offices of Jackson Purchase Energy Corporation in Paducah, McCracken County, Kentucky.

The following Directors were present:

Joshua Barnes, Lee Bearden, Kevin Bell, Dr. Ivus Crouch, Wayne Elliott,
Erick Harris, Jack Marshall, and Terry Teitloff.

Also present and participating were Greg Grissom, President and CEO; Ward Morgan, Vice President of Technology; Scott Ribble, Vice President of Engineering and Operations; Scott Adair, Vice President of Human Resources and Communications; Jeff Williams, Vice President of Finance and Accounting; Amy Vick, Executive Assistant, and Richard L. Walter, general counsel.

OPENING BUSINESS

The meeting was called to order by Chairperson Harris. An invocation was offered by Director Wayne Elliott.

A safety moment was presented by Jeff Williams. The safety moment concentrated on sun exposure and precautions each of us should take.

The consent agenda was then presented to the Board. Motion was made and seconded to accept the consent agenda; unanimously carried.

DEPARTMENTAL REPORTS

Safety, Human Resources and Communications:

Scott Adair provided the Human Resources, Safety, and Communications Department reports.

Safety: Scott advised the Board that there have been zero recordable incidents. The Incident rate for the year is 4.2. JPEC has worked 95,192 hours with no lost time. Our current goal is 250,000 hours to be eligible for the Governor's Safety Award. Scott also reported that we had driven over one million miles without a VAR. Our next goal is 1.5 million miles.

JPEC Board of Directors
June 25, 2020

Human Resources: Our current employment census is 69. Our recent hire has been of a fourth dispatcher.

Overtime hours are still trending in an appropriate manner. Overtime hours for April are at 2.48 percent which is a significant decrease from the same time period in 2019.

Communications: Scott continued to report that our community efforts and community events are non-existent due to the Coronavirus. Scott also reported that JPEC has been voted as the Best Utility in the Paducah Sun Readers' Choice Awards.

Engineering and Operations:

The Engineering and Operations Report was provided by Scott Ribble. Scott reported that the Grand Rivers Substation was back to normal operation after the significant outage occurring over Memorial Day weekend. Scott brought to the meeting the components that failed at the Grand Rivers Substation so the Directors could inspect the damage.

Scott also reported that the Kansas Substation upgrade is now complete. He also reported the right of way projects are all going well.

Technical Services:

Ward Morgan presented his report for the Technical Services Department. As expected, and as has been earlier informed to the Board, past due accounts are significantly higher than our recent trend. This is because of the inability of certain individuals to pay due to the effects of the Coronavirus.

Ward also reported on the progress at the new headquarters' facility. Demolition process is finishing up. Bids have now been received and were initially reviewed on June 24. Significant updates will follow.

Accounting/Members Services:

Jeff Williams presented his report relative to Member Service and finance. According to Jeff, our account write-offs spiked in May. This is a reflection of bills for February 2020.

On a positive note, Jeff reported that electronic payments and bank drafts have increased amongst our members. For more specific detail on Jeff's report, various graphs were provided in the Board packet.

General Counsel:

General Counsel Richard L. Walter reported on several matters.

A discussion was generally held about the Board's self-evaluation which the Board members and Executive team have completed. The evaluations are presently being scored and results will be provided to the Board members hopefully in the July workshop.

A report was provided to the Board relative to a proposed Calvert City franchise ordinance. Information was provided to the Board as to JPEC and West Kentucky Rural's response to the ordinance.

The Board has been in significant discussions over Bylaw amendments and modifications. A timeline to review and modify existing Bylaws was presented. The schedule was accepted so that all Bylaws should be amended and/or modified by December 2020.

A report was also provided concerning the upcoming September 15, 2020 annual meeting. Recommendation was made that the annual meeting be held virtually.

CEO Report:

Greg Grissom provided his report to the Board. CEO Grissom reported on the franchise ordinance proposed by Calvert City's counsel. It is the plan of Greg Grissom to meet with David Smart and the Mayor of Calvert City. That had hoped to have been already scheduled, but due to vacations, that has not yet occurred.

CEO Grissom also reported on the appropriateness of a virtual annual meeting. He reported to the Board that no other cooperative had held an in-person meeting. For the safety of the members of JPEC, its employees, and the public at large, he was recommending to the Board a virtual meeting.

Finally, CEO Grissom advised the Board that RFP on banking prospects for JPEC was approaching. More to follow.

KEC Report:

Lee Bearden reported there was no KEC meeting to report.

Big Rivers:

Wayne Elliott provided the report from Big Rivers. He reported that he is a candidate for a CFC Director position. He also reported that Big Rivers was recently congratulated on its Coronavirus safety procedures.

OLD BUSINESS

There was no old business presented.

NEW BUSINESS RUS Form 7: The details of RUS Form 7 were discussed and presented by Jeff Williams. A motion was made to approve the RUS Form 7 for April 2020. Motion was appropriately seconded and unanimously carried.

JPEC Board of Directors
June 25, 2020

Cushion of Credit: The details of our Cushion of Credit were provided by Jeff Williams indicating that there was approximately \$6,896,950 of prepayments on our RUS indebtedness. We have an opportunity to pay on three notes without penalty. Motion was appropriately made and seconded that JPEC would be authorized to use its Cushion of Credit to pay two notes entirety and as much as possible on a third note.

Annual Meeting: After appropriate discussion, the Board members were convinced that the annual meeting should be held virtually on September 15, 2020. As such, the following motion was made:

BE IT RESOLVED, by the Jackson Purchase Board of Directors that in consideration of the health concerns of JPEC members, employees, and well as the public at large associated with the COVID 19 pandemic, and pursuant to the Directors of the JPEC Bylaws, and more specifically, Article III, it has been determined that the annual meeting should be held virtually with the members being allowed to register "curbside." Curbside registration will be limited to the day of the annual meeting at the offices of JPEC on Irvin Cobb Drive, Paducah, KY. Hours of registration will be decided upon at a later date. Additional information will be provided relative to the annual meeting including the notice required pursuant to the Bylaws and the same shall be on or about September 1, 2020 in the JPEC insert in the Kentucky Living Magazine.

The aforementioned motion was made and appropriately seconded. Motion unanimously carried.

EXECUTIVE SESSION

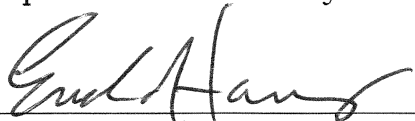
Motion was made that the Board convene in Executive Session.

RETURN TO REGULAR SESSION

Motion was made during Executive Session that the Board adjourn the Executive Session and return to its regular meeting. Motion was appropriately seconded and passed unanimously.

ADJOURNMENT

Motion was made to adjourn the meeting. Motion was appropriately seconded and passed unanimously.



Erick Harris
Chair



Wayne Elliott
Secretary/Treasurer

Date 07-23-2020

Date 07-23-2020

MINUTES
JACKSON PURCHASE ENERGY CORPORATION
June 24, 2021

A regular meeting of the Board of Directors of Jackson Purchase Energy Corporation was conducted on Thursday, June 24, 2021 at 5:30 p.m., at the offices of the corporation located at 6525 US Highway 60, Paducah, KY.

The following directors were present:

Josh Barnes, Lee Bearden, Kevin Bell, Wayne Elliott, Erick Harris, Jack Marshall, and Terry Teitloff

Also present and participating were Greg Grissom, President & CEO; Ward Morgan, Vice-President of Engineering, Operations, and Technical Services; Scott Adair, Vice-President of Human Resources, Communications & Member Services; Jeff Williams, Vice-President of Finance and Accounting; Amy Vick, Executive Assistant, and Richard L. Walter, general counsel.

OPENING BUSINESS

The meeting was called to order by Chairperson Harris. An invocation was offered by Director Jack Marshall.

A safety moment was presented by Scott Adair. The safety moment concentrated on personal protection equipment with emphasis on footwear.

The consent agenda was then presented to the Board. One correction was made to the May 2021 Board Minutes. Thereafter, a motion was made and seconded to accept the consent agenda; unanimously carried.

DEPARTMENTAL REPORTS

Human Resources, Communications & Member Services:

Scott Adair presented the Human Resources, Communications & Member Services report. Scott shared with the Board that in the past month, there had been a total of 61 inaccessible accounts. He has heard from 45 of those accounts. Of the final 16, 10 had finally been communicated with, leaving six remaining. This was great progress.

Scott reported that we have successfully worked 250,000 hours without a lost time incident. An application has been made for the Governor's Health & Safety Award. A celebration of this safety accomplishment will be held on July 15, 2021, including a fish fry for our employees. Scott also reported that with the easing of the pandemic, we are now able to perform safety demonstrations throughout our service area.

Scott also reported that the JPEC scholarship winners will be announced in the July issue of the Kentucky Living Magazine.

Engineering, Operations and Technical Services:

Ward Morgan presented the Engineering, Operations, and Technical Services Report. His report was contained in the Board packet and he was available for questions. In addition, Greg Grissom notified the Board members that the Public Service Commission has given notice about the public contact incident that occurred in Marshall County. The PSC found no fault on behalf of Jackson Purchase.

Finance and Accounting Services:

Jeff Williams provided the Finance and Accounting Services report. Jeff reported that April was a better than expected month. His report was made a part of the Board packet and he was available for review, comment, and questions.

General Counsel:

General Counsel Richard L. Walter provided an update to the Board on the month of activities for the month of June. An interesting issue has existed relative to some work that JPEC will be performing in conjunction with Kentucky Utilities. It involves an Indian burial ground around the Kentucky Dam area. Special permitting is needed.

CEO Report:

Greg Grissom provided the CEO report relative to JPEC. Greg reported on several matters. A second cryptocurrency firm is analyzing McCracken County as a future location. A contract has been presented.

Greg also advised he has been elected as the Vice-Chairperson for GPED. He reported there are several exciting opportunities within that organization.

It was reported to the Board there is a planned airport expansion. The airport board is seeking contributions relative to its expansion. It appears as if the Board is interested in trying to determine what, if any, needs may exist after the airport board gets its funding allocated. It was considered that a group for the airport may make a presentation to our Board.

Greg also reported to the Board that McCracken County is considering building a regional 911 center. It is generally believed that McCracken County will follow Marshall County in trying to have JPEC collect fees for and on behalf of the 911 service center.

Finally, Greg reported a strategic planning session is being considered. The date is February 21, 2022.

KAEC Report:

There was no meeting.

Big Rivers:

Wayne Elliott provided the Big Rivers report. It included that the Board received the April financial report and the May 2021 investment report as presented by Mr. Paul Smith. The Board took action on selecting the City of Owensboro for its annual meeting for September 16, 2021. The Board also approved the settlement with Northeast Power Amendments to Wayne and Wakefield Contracts.

OLD BUSINESS

No old business was addressed.

NEW BUSINESS

RUS Form 7: The details of the RUS Form 7 for April 2021 were discussed and presented to the Board. A motion was made to approve the April 2021 RUS Form 7. Motion was appropriately seconded and unanimously carried.

KEC Voting Delegate for NRECA Director Election: A motion was made to designate Lee Bearden as the voting delegate and Josh Barnes, the alternate delegate for the NRECA Kentucky Director Elections. The motion was appropriately seconded and unanimously carried.

Policy No. 125: The Board was presented with Board Policy No. 125, "Line Extension/CIAC." A motion was made to accept Policy No. 125 as a policy of JPEC. The motion was appropriately seconded and unanimously carried.

EXECUTIVE SESSION

A motion was made that the Board adjourn into an Executive Session.

RETURN TO REGULAR SESSION

Following the conclusion of the Executive Session, the Board returned to its General Session. At that time, a motion was made that the General Counsel for the Board amend the contract of Greg Grissom, both as to annual salary, as well as to goals to be considered measuring his future performance. The motion was appropriately seconded and unanimously passed.

ADJOURNMENT

Motion was made to adjourn the meeting. Motion was appropriately seconded and passed unanimously.



Chair



Secretary/Treasurer

7-22-2021
Date

7/22/21
Date

MINUTES
JACKSON PURCHASE ENERGY CORPORATION
July 28, 2022

A regular meeting of the Board of Directors of Jackson Purchase Energy Corporation was conducted on Thursday, July 28, 2022, at 5:30 p.m. The meeting was conducted at the offices of Jackson Purchase Energy Corporation.

The following directors participated in the meeting:

Josh Barnes (virtually), Lee Bearden, Kevin Bell, David Brown, Wayne Elliott, Erick Harris, Jack Marshall, and Terry Teitloff (virtually)

Also present and participating were Greg Grissom, President & CEO; Ward Morgan, Vice-President of Operations and Technical Services; Scott Adair, Vice-President of Human Resources, Communications and Member Services; Meredith Kendall, Manager of Accounting; Amy Vick, Executive Assistant, and Richard L. Walter, general counsel.

OPENING BUSINESS

The meeting was called to order by Chairperson Harris.

The invocation was offered by Wayne Elliott.

A safety moment was presented by Scott Adair. Scott discussed the hazards of poison ivy, poison oak, and sumac. He described how it was the oil from these plants that caused the severe and troublesome rash. The allergic reaction usually lasts 10 days to three weeks and can be treated with topical lotions. There were some more severe cases that can last up to months and could include trouble breathing.

Consent Agenda:

The Consent Agenda was presented to the Board. Motion was made by Jack Marshall and seconded by Lee Bearden to approve the Consent Agenda. The motion unanimously passed.

DEPARTMENTAL REPORTS

Human Resources, Member Services, and Communications:

Scott Adair presented the Human Resources, Communications and Member Services Report. A copy of Scott's complete report was contained within the Board packet.

Scott emphasized various issues concerning staffing. He announced one retirement. He also reported that a recent hire, Jason Weatherly has already given notice of his resignation. Scott has advised that two apprentices and one dispatcher have been hired and will begin work August 12th.

Scott also advised that for the posted position of CFO, Jackson Purchase has received 22 applicants. The more qualified candidates have been interviewed but no offer has yet been made.

Finally, Scott reported that the members that provided written questions to the Board at the Annual Meeting were visited personally by both himself and Ward Morgan. The members seemed very appreciative of their personal appearances.

At the conclusion of his report, Scott was available for questions relative to his report from the Board of Directors.

Operations and Technical Services:

Ward Morgan provided the Operations and Technical Services report. Ward has his complete report available to the Directors in the Board packet. Ward spent a considerable length of his time discussing the Krebs Substation Project, which is scheduled to begin in the coming weeks.

Ward also discussed the progress on the right-of-way clearing. He reported that the contractor is doing well and has just moved to Ledbetter. In the Ledbetter circuit, there are over 1,100 trees to be taken down.

At the conclusion of his report, Ward was made available to the Board for any questions it may have.

Finance and Accounting:

Meredith Kendall, Manager of Accounting, provided the Finance and Accounting Report. Her report was provided to the Board in the Board packet. Meredith reported on the positive aspects of the Accounting report. She was available to the Board for questions at the conclusion of her presentation.

General Counsel:

General Counsel Richard L. Walter provided his report to the Board. He advised that relative to the 911 litigation, the Court has scheduled a Settlement Conference between Marshall County and the affected cooperatives. This Settlement Conference is scheduled for late September. Greg Grissom will be appearing on behalf of Jackson Purchase.

CEO Report:

Greg Grissom reported on his activities over the last month. Greg reported that Block Ware has approached Jackson Purchase and Big Rivers continuing to request a reduction in its deposit. Jackson Purchase and Big Rivers communicate daily relative to Block Ware situation. With the price of bit coin dropping, Block Ware is reducing its power consumption.

Greg also reported on his interviews relative to the vacancy of the CFO position. He continues to be hopeful that a proper candidate can be located.

ASSOCIATION MEETING REPORTS:

KAEC Report:

Lee Bearden reported on both the KAEC Finance Committee of June 27, as well as the Board Report of July 14.

As it relates to the Finance Committee, it was discussed that UUS is expanding its warehouse in Pennsylvania to help as it is becoming the sole distributor for Irmco. It was the general consensus of all involved that this is a benefit to Jackson Purchase. Lee was available for questions from the Board members.

Big Rivers:

Wayne Elliott provided the Big Rivers' Report. He advised that Big Rivers has a new CFO whose first day will be August 16. There was also an update on a renewed coal mining contract. It was also advised that OSHA was still investigating the deaths of two employees that had been previously reported by CEO Bob Berry.

OLD BUSINESS

There was no old business to be addressed.

NEW BUSINESS

RUS Form 7: The May Form 7 was discussed by the Board. Motion was made by Wayne Elliott and seconded by Kevin Bell to approve the May Form 7. The motion unanimously passed.

Delegate for NRECA Regional Meeting: A motion was made by Wayne Elliott that Lee Bearden serve as the NRECA Regional Meeting voting delegate and Greg Grissom serve as the alternate. The motion was seconded by Kevin Bell and unanimously passed.

EXECUTIVE SESSION

A motion was made that the Board have an Executive Session. At the conclusion of the Executive Session, there was a motion made and seconded that the Board members return to Regular Session.

ADJOURNMENT

Motion was made and seconded to adjourn; passed unanimously.



Chair

8 25 - 22

Date



Secretary/Treasurer

08/25/22

Date

MINUTES
JACKSON PURCHASE ENERGY CORPORATION
June 22, 2023

A regular meeting of the Board of Directors of Jackson Purchase Energy Corporation was conducted on Thursday, June 22, 2023, at 5:30 p.m. The meeting was conducted at the offices of Jackson Purchase Energy Corporation.

The following directors participated in the meeting:

Lee Bearden, Kevin Bell, David Brown, Wayne Elliott, Erick Harris, Jack Marshall, and Terry Teitloff

Also present and participating were Greg Grissom, President & CEO; Ward Morgan, Vice-President of Operations and Technical Services; Scott Adair, Vice-President of Human Resources, Communications, and Member Services; Travis Spiceland, Vice-President of Engineering Services; Meredith Kendall, Vice-President of Finance and Accounting; Amy Vick, Administrative Assistant; and Richard L. Walter, general counsel.

OPENING BUSINESS

The meeting was called to order by Chairperson Erick Harris.

The invocation was offered by Wayne Elliott.

A safety moment was presented by Meredith Kendall. The safety moment dealt with lightning and thunderstorm activity. Board members were supplied a handout providing the appropriate safe practices for anyone confronted with a lightning or thunderstorm emergency situation.

Consent Agenda:

The Consent Agenda was presented to the Board. Motion was made by Wayne Elliott and seconded by Jack Marshall to approve the Consent Agenda. The motion unanimously passed.

DEPARTMENTAL REPORTS

Human Resources, Communications, and Member Services:

Scott Adair presented the Human Resources, Communication and Member Services Report. A full and complete copy of Scott's report was contained within the Board packet.

Scott reported to the Board that there were two recordable injuries occurring in May. These were the same recordable injuries reported at the May meeting. One involved a tick bite while the other was a muscle strain with accompanying lost time.

Scott also reported that he recently attended a United Way luncheon. Jackson Purchase received the Partnership of the Year award. During 2022, donations of \$22,000 plus dollars were contributed by Jackson Purchase employees through payroll deductions.

Scott also reported to the Board the various community activities which occurred during June. Special comments were made by Director Wayne Elliott concerning the McCracken County Farm Bureau safety demonstration that was presented. That demonstration was very well received.

At the conclusion of his report, Scott was available to answer questions from Board members.

Finance and Accounting:

Meredith Kendall, Vice-President of Finance and Accounting, provided the Finance and Accounting Report. A complete copy of her report was provided to the Board in the Board packet.

Meredith did report to the Board that Jackson Purchase made its first draw of the year on the work plan loan. This draw was for four million dollars.

Meredith also reported on key numbers compared to the budgeted amount. For example, gross margins were one million dollars unfavorable to budget forecast. This was primarily due to a decrease in sales. Operations and maintenance expenses were \$232,000 unfavorable to budget. Our total net margins were unfavorable to budget by \$1.3M. At the present time, we are showing a loss of approximately \$365,000.

Meredith also reported that the total Jackson Purchase long-term debt is currently \$86,400,000.

At the conclusion of her report, Meredith was available to the Board for questions concerning her report and any other financial issues.

Engineering

Travis Spiceland provided the Engineering report. His complete report was made available to the Board of Directors in the Board packet.

Travis continued with his monthly update on our AMI request for proposals. RFP's were sent to eight vendors and proposals were received from six. Jackson Purchase will invite four of those vendors to make an onsite presentation to staff. The cost for the AMI proposal ranged from \$5.6 million to \$7.9 million. Travis reported that it is hoped that a proposed vendor will be presented to the Board in the August workshop. Thereafter, it is hoped that the Board would approve the AMI vendor in the August board meeting.

At the conclusion of his presentation, Travis was available for questions from the Board of Directors.

Operations and Technical Services:

Ward Morgan provided the Board with his report relative to Operations and Technical Services. A complete copy of Ward's report was made available to the Board and contained within the Board packet.

Ward reported to the Board that Jackson Purchase is getting close to completing fiber installation for calendar year 2023. The main exceptions are associated with the Smithland bridge as well as the Calvert City rail crossings complicated by the railroad.

As it relates to right-of-way clearing, we are at 80% of the miles planned for 2023 and have spent only 54% of the budgeted amount.

Ward, at the conclusion of his report, was available to the Board for any questions they may have.

General Counsel:

General Counsel Richard L. Walter briefly addressed the Board.

Once again, Block Ware was the main topic of discussion. A meeting is presently being scheduled for July 7 between representatives of Jackson Purchase, Big Rivers, and Block Ware concerning the amount of Block Ware's deposit. As the Board has been earlier advised, Block Ware is demanding a refund of a portion of its deposit based upon reduced power consumption. Jackson Purchase, based upon calculations made by Big Rivers, has now sent to Block Ware a bill for an additional deposit which may be required. The meeting will discuss those issues.

CEO Report:

Greg Grissom provided his report to the Board. His complete report was made available to the Board in the Board packet.

One of the topics addressed by Greg was relative to an opportunity to perhaps move non-union employees out of the NECA plan. East Kentucky has pooled resources with other co-ops in an effort to save money to participating co-ops.

This matter will continue to be evaluated.

Greg also advised that recently, and based upon the new construction at the airport, a bill was submitted to the airport to increase its deposit by \$53,000. Apparently, the airport board has submitted that bill to the City of Paducah and McCracken County for paying the deposit. Both the Mayor of the City of Paducah as well as the County Judge Executive for McCracken County has voiced their opposition, claiming that the airport has been a member of the co-op for 60 plus years and has never been late with a payment. Both the City and the County has asked Jackson Purchase to reconsider this proposed increase.

Greg reminded the Board of the upcoming Annual Meeting. It was also discussed that dinner will take place for the Board members following the Annual Meeting.

At the conclusion of the Report, Greg was available to the Board members for comments or questions.

ASSOCIATION MEETING REPORTS:

KAEC Report:

Director Bearden advised the Board that there was no KAEC meeting and thus, no report.

Big Rivers:

Wayne Elliott provided a very brief Big Rivers report. He advised that the Green Plant is progressing. He also advised there was a maintenance issue at the Wilson Plant. Big Rivers had asked that the workers expedite the repairs including approving overtime. However, the workers declined.

Board Members Elliott and Harris were available for questioning at the conclusion of the report.

OLD BUSINESS

There was no old business to be addressed.

NEW BUSINESS

RUS FORM 7:

The April Form 7 was discussed with the Board by Meredith Kendall. She provided additional information to the Board on all matters contained within her report. A motion was made by Wayne Elliott and seconded by Kevin Bell to approve the April Form 7. The motion unanimously passed.

KEC ANNUAL MEETING:

A motion was made by Lee Bearden and properly seconded to approve travel for the KEC Annual Meeting occurring on August 5 – 8 in Louisville, Kentucky. The motion unanimously passed.

KEC VOTING DELEGATE AND ALTERNATE:

The Board discussed the need to present a voting delegate and an alternate at the upcoming Annual Meeting. A motion was made by Wayne Elliott and seconded by Jack Marshall that Lee Bearden be the voting delegate with the alternate being Greg Grissom. The motion unanimously passed.

TRAVEL TO NRECA REGIONAL MEETING:

A motion was made to approve travel expenses for anyone traveling to attend the NRECA Regional Meeting scheduled for October 11 – 13 in Louisville. The motion was made by Lee Bearden and seconded by Terry Teitloff. The motion unanimously passed.

VOTING DELEGATE AND ALTERNATE FOR NRECA BUSINESS MEETING:

A motion was made by Wayne Elliott and seconded by Lee Bearden that Josh Barnes be nominated as the voting member to the NRECA business meeting and Greg Grissom be the alternate. The motion unanimously passed.

EXECUTIVE SESSION

A motion was made by Terry Teitloff and seconded by Lee Bearden that the Board go into Executive Session. The motion unanimously passed.

A motion was made by Terry Teitloff and seconded by David Brown to adjourn the Executive Session of the Board. The motion unanimously passed.

ADJOURNMENT

Motion was made by Lee Bearden and seconded by Jack Marshall to adjourn. Motion passed unanimously.



Chair

_____ 7/27/23
Date



Secretary/Treasurer

_____ 7/27/23
Date

MINUTES
JACKSON PURCHASE ENERGY CORPORATION
July 25, 2024

A regular meeting of the Board of Directors of Jackson Purchase Energy Corporation was conducted on Thursday, July 25, 2024, at 5:30 p.m. The meeting was conducted at the offices of Jackson Purchase Energy Corporation.

The following directors participated in the meeting:

Josh Barnes, Lee Bearden, Kevin Bell, David Brown, Wayne Elliott, Erick Harris, Jack Marshall, and Terry Teitloff

Also present and participating were Greg Grissom, President & CEO; Ward Morgan, Vice-President of Operations and Technical Services; Travis Spiceland, Vice-President of Engineering; Meredith Kendall, Vice-President of Finance and Accounting; Mark Lindsey, Vice-President of Member Services, Communications & Human Resources; Amy Vick, Administrative Assistant; and Richard L. Walter, general counsel.

OPENING BUSINESS

The meeting was called to order by Chairperson Erick Harris.

The invocation was offered by Josh Barnes.

A safety moment was presented by Ward Morgan. Ward stressed the concept of situational awareness. Always pay close attention to your surroundings, being sure to know the closest exit; the location of fire extinguishers; AEDs and first aid kits.

Consent Agenda:

The Consent Agenda was presented to the Board. Motion was made by Jack Marshall and seconded by David Brown to approve the Consent Agenda. The motion unanimously passed.

DEPARTMENTAL REPORTS

Finance and Accounting:

Meredith Kendall presented the Finance and Accounting Report. A full and complete copy of Meredith's report was contained within the Board packet.

Meredith reported that gross margins, year-to-date were \$11,200,000. Controllable expenses were down. We have achieved a 1.5 tier.

Meredith also reported that we have recently invoiced \$100,000 for storm assistance. Overall, she felt that our financial condition was performing well.

Meredith did report to the Board on the rate case before the PSC. She indicated that all data requests have now been complied with.

At the conclusion of her report, Meredith was available to the Board for questions any member may have.

Engineering

Travis Spiceland provided the Engineering report. His complete report was made available to the Board of Directors in the Board packet.

Travis reported relative to the AMI Project. He states that JPEC is in continued negotiations with the vendor. He hopes to have a contract for review by mid-August. He is looking toward the end of the year to begin installing and testing some of the AMI meters.

Travis also reported that the fiber application with the Paducah and Louisville Railroad for encroachment at Calvert City has now been completed. Total cost was \$19,000.

At the conclusion of his report, Travis was available for any questions the Board may have.

Operations and Technical Services:

Ward Morgan provided the Board with the Operations and Technical Services Report. A complete copy of the Report prepared by Ward was made available to the Board and contained within the Board packet.

Ward further reported to the Board that his crews are two and one-half weeks behind on work order completion. He also advised that we are now working on right of way clearances in the Tiline circuit, having just completed Symsonia. He states we are spraying in the New York circuit.

At the conclusion of his report, Ward was available for questions from the Board.

Member Services, Communications & Human Resources:

Mark Lindsey provided the Member Services, Communications and Human Resources report. A full and complete copy of his report was made available to the Board and contained within the Board work packet.

Mark reported on the current event activity in Ballard, Livingston, and Carlisle Counties. He also mentioned sponsorship of an upcoming Chamber lunch involving Representative Comer.

At the conclusion of his report, Mark was available to the Board for any questions it may have.

General Counsel:

General Counsel Richard L. Walter provided to the Board his monthly report for July. This report included continuing work and an update on the RUS loan

project. He also advised that he has assisted Meredith Kendall in providing additional information relative to data request from PSC.

General Counsel was available to the Board for any questions they may have.

CEO Report:

Greg Grissom provided his report to the Board. His complete report was made available to the Board in the Board packet.

Greg's report discussed safety. We have had two recordable incidents for the year. He did report there was a fleet incident which involved \$750 in damages. This has caused us not to be able to reach our VAR goal of 2.5 million miles. We were at approximately 1,730,000 when the incident happened. That is still an excellent result, realizing the number of miles our employees drive. There was no lost time from this incident.

CEO Grissom also reported that BlockWare has been acquired by a larger bit coin miner. They are currently in a great position and have already made a request for additional electrical capacity.

Finally, Greg reported on the ongoing preparation for union negotiations which negotiations will take this fall.

Greg was available to the Board members for comments or questions.

ASSOCIATION / MEETING REPORTS

KAEC

Lee Bearden reported on the July 16 KAEC Board meeting. His full report along with information from KAC was contained within the Board packet. Lee was available for any questions the Board members had.

Big Rivers

Wayne Elliott provided the report on Big Rivers. He also updated the Board relative to the solar farm project in Grahamville, Kentucky. It looks as if that project is moving ahead. As always, at the conclusion of his report, Wayne was available to the Board for any questions they may have.

OLD BUSINESS

There was no old business to consider.

NEW BUSINESS

RUS Form 7

The Board received a presentation from Meredith Kendall on the May 2024 Form 7. The Board was encouraged to ask questions of Meredith in discussion relative to Form 7.

A motion was made by Kevin Bell and seconded by Josh Barnes to approve the May Form 7. The motion passed unanimously.

CFC Line of Credit

A motion was made by Wayne Elliott and seconded by Lee Bearden to execute all documents necessary for the renewal of our line of credit with the National Rural Utilities Cooperative Finance. The motion unanimously passed.

NRECA Regional Meeting NRECA Voting Delegate

A motion was made by Lee Bearden and seconded by Kevin Bell to designate Wayne Elliott as the voting delegate at the NRECA Regional Meeting in Columbia, South Carolina. The motion included Erick Harris as the alternate. The motion passed seven – one.

Teller Compensation Resolution

The Board was presented with a resolution regarding pay election tellers for the meetings they attended. A motion was made by Kevin Bell and seconded by Josh Barnes to pay the tellers \$100 per meeting plus reimbursement of appropriate mileage pursuant to the Federal rate. The motion unanimously passed.

Executive Session

A motion was made and seconded for the Board to go to Executive Session.

Following discussion during the Executive Session, a motion was made to return to the General Session which motion was seconded. The motion unanimously passed.

ADJOURNMENT

Motion was made to adjourn the meeting. Motion was seconded and unanimously passed.

Erick Harris
Chair
8/22/24
Date


Wayne E Elliott
Secretary/Treasurer
8/22/24
Date

RESOLUTION
ELECTION TELLERS

The Bylaws of Jackson Purchase Energy Corporation, and specifically, Article IV, Section 4, provides that elections of Board of Directors are in part managed by election tellers. Election tellers have the duty to insure that a ballot is mailed out to each member of Jackson Purchase; to receive the return ballots; to determine the validity of each ballot and to count the ballots.

The Board of Directors hereby determines that an election teller should be compensated for the service they provide in service as election tellers. The Board hereby determines that election tellers should be paid the amount of \$100 for each meeting they attend as election tellers and to also be reimbursed their costs for travel at the federal reimbursement rate.

Dated this 25th day of July 2024.



ERICK HARRIS
CHAIRPERSON



WAYNE ELLIOTT
SECRETARY/TREASURER

MINUTES
JACKSON PURCHASE ENERGY CORPORATION
December 29, 2022

A regular meeting of the Board of Directors of Jackson Purchase Energy Corporation was conducted on Thursday, December 29, 2022, at 5:30 p.m. The meeting was conducted at the offices of Jackson Purchase Energy Corporation.

The following directors participated in the meeting:

Lee Bearden, Josh Barnes, Kevin Bell, David Brown, Wayne Elliott, Erick Harris, Jack Marshall, and Terry Teitloff

Also present and participating were Greg Grissom, President & CEO; Ward Morgan, Vice-President of Operations and Technical Services; Scott Adair, Vice-President of Human Resources, Communications and Member Services; Travis Spiceland, Vice-President of Engineering; Meredith Kendall, Director of Finance and Accounting; Amy Vick, Executive Assistant, and Richard L. Walter, general counsel.

OPENING BUSINESS

The meeting was called to order by Chairperson Erick Harris.

The invocation was offered by David Brown.

A safety moment was presented by Ward Morgan. Ward concentrated on pedestrian hazards relative to the removal of snow and ice. Not only do we need to be mindful of the snow and ice covered walking surfaces, but also mindful of the snow removal operator. Everyone should take personal care and plan ahead relative to snow and ice issues.

Consent Agenda:

The Consent Agenda was presented to the Board. Motion was made by Jack Marshall and seconded by Josh Barnes to approve the Consent Agenda. The motion unanimously passed.

DEPARTMENTAL REPORTS

Human Resources, Communications, and Member Services:

Scott Adair presented the Human Resources, Communications and Member Services Report. A full and complete copy of Scott's report was contained within the Board packet.

One of the issues Scott concentrated on relative to his report to the Board was the continuing effort of Jackson Purchase to notify its members who have multiple meters of their obligation to complete a Declaration of Domicile form.

Scott also provided information relative to tips to save energy, especially in the cold winter months. These tips have been communicated with our members via electronic media.

Scott reported on numerous dates of interest. Scott has been chosen as the Paducah Rotary speaker chair for the month of January. During the month of January, various energy related topics will be discussed. He also stated that in the January Kentucky Living magazine applications for scholarships will be published. He also reported that on January 25, 2023 Big Rivers will be hosting its annual elected officials' luncheon at Jackson Purchase. Finally, on January 27, the Paducah Chamber Annual Dinner will take place. Jackson Purchase has two tables reserved and we are hoping each table will be filled to capacity.

At the conclusion of his report, Scott was available to answer questions from Board members.

Engineering

Travis Spiceland provided the Engineering report. His complete report was made available to the Board of Directors in the Board packet.

Travis gave an update on the Krebs Substation project. As has been the case throughout the project, there have been ongoing delays relative to supply chain issues. Travis indicated the transformer is now scheduled for delivery on January 5, 2023. Switches are due in February. Project completion remains hopeful during the first portion of March.

Travis also brought to the attention of the Board construction work plan projects for 2023. There are two line upgrade jobs which are carryovers from 2022. In addition, a new circuit out of the Draffenville Substation concerning a new development is slated for the summer of 2023.

At the conclusion of his presentation, Travis was available for questions from the Board of Directors.

Operations and Technical Services:

Ward Morgan provided the Board with the report on Operations and Technical Services. A complete copy of Ward's report was contained within the Board packet.

Ward advised the Board as to how well our system performed during the recent extreme weather. He stated that our system performed exceptionally well.

Ward also reported that right of way cutting will recommence in January 2023. The goal for 2023 is to cut approximately 146 miles of right of way. He provided a graph to the Board showing that in excess of 6,600 trees will be totally removed.

At the conclusion of his report, Ward was available for questions from the Board of Directors.

Finance and Accounting:

Meredith Kendall, Director of Finance and Accounting, provided the Finance and Accounting Report. Her report was provided to the Board in the Board packet.

Meredith reported that in mid-December, Jackson Purchase drew 2.7 million dollars on its workplan at an interest rate of 3.809%. Had we waited two weeks to take this draw, the interest rate would have increased considerably. It was a tremendous decision to draw on the workplan when we did.

Meredith also advised that renewed W-9 forms were submitted to Board members. It had been several years since some had completed them.

Meredith reported on the October finances and financing situations to date. She is available to the Board members for questions.

Meredith was available to the Board for questions the Board Members had after reviewing her report.

General Counsel:

General Counsel Richard L. Walter provided his report to the Board. The Board was once again reminded of two property damage claims, one against Tessa Cantrell and the other against Brook Holbrook. Counsel and CEO Grissom are planning a meeting with the new county attorney to see if he will assist as both individuals failed to have liability insurance which is a violation of the law.

CEO Report:

Greg Grissom provided his report relative to his activities over the last month.

Greg presented information to the Board concerning Rural Economic Development Loan and Grant (REDLG) Projects. This allows rural electrics to apply for a loan and/or grant that may aid in economic development within our system.

Greg also reported that during the recent cold weather, there was a discovery of a weakness within our communications with our members and with Big Rivers. Our system was performing well. However some of our members were very concerned with the rolling blackouts in our neighboring cooperatives. Unfortunately, members were not able to differentiate between our system and systems supplied by TVA. An analysis of this will be discussed at an upcoming Board workshop.

Greg was available to the Board members for comments or questions.

ASSOCIATION MEETING REPORTS:

KAEC Report:

Lee Bearden reported there was a KAEC Board meeting on December 14. A prime point of discussion was electric vehicles and their effect on the electric grid.

Mr. Bearden also reported that material availability and supply chain issues still remain a problem throughout KAEC system.

On a bright point, the financials show sales for KAEC/UUS were up totaled 32.8 million. The proposed 2023 budget reflects a net income of \$9,570,000.

Big Rivers:

Wayne Elliott provided a brief Big Rivers' report. Wayne reported that the fuel adjustment price is showing drastic swings based upon weather and other environmental factors.

OLD BUSINESS

There was no old business to be addressed.

NEW BUSINESS

RUS Form 7: The October 2022 Form 7 was discussed by the Board. Meredith Kendall produced the report and advised the Board of the margins that were achieved. Net loss for the year through September was \$229,000. The loss was associated within an increase in expenses. October is what was referred to as a "shoulder" month.

A Motion was made by Wayne Elliott and seconded by Kevin Bell to approve the October Form 7. The motion unanimously passed.

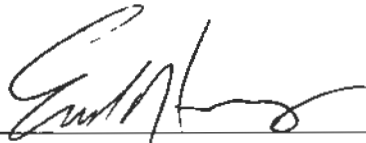
Adoption of 457(F) Plan: Richard L. Walter presented to the Board the 457(f) plan that had been discussed in the December workshop on December 6, 2022. A motion was made by Lee Bearden and seconded by Josh Barnes to approve and adopt the 457(f) plan. The motion unanimously passed. A copy of the Resolution is appended hereto.

NRECA Voting and Alternate Delegate: A motion was made by Wayne Elliott and seconded by Lee Bearden to nominate Greg Grissom as the NRECA Voting Delegate and Erick Harris as the alternate for the March 7, 2023 NRECA Meeting. The motion unanimously passed.

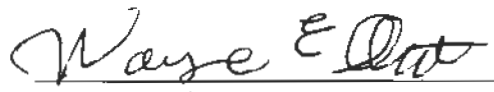
Christmas party: A motion was made by Kevin Bell and seconded by David Brown to allow the Event Center to have a cash bar on a limited schedule for the upcoming Christmas Party. The Board received information from General Counsel that the Event Center had the appropriate insurance to protect JPEC. The motion passed with two votes in opposition. Both Lee Bearden and Josh Barnes voted in opposition to the cash bar.

ADJOURNMENT

Motion was made and appropriately seconded to adjourn the December r2022 Board meeting. Motion passed unanimously.


Chair

1-26/23
Date


Secretary/Treasurer

1/25/23
Date

457(f) Plan : Board Resolution to Adopt

Whereas, the Board of Directors of Jackson Purchase Energy Corporation, hereinafter referred to as the "Board" desires to provide supplemental retirement savings, and/or incentive compensation payments to Greg Grissom, President and CEO of Jackson Purchase Energy Corporation;

Resolved, that Jackson Purchase Energy Corporation (the "Employer") hereby adopts the Homestead Funds Performance Incentive 457(f) Plan in the form presented, to be effective on the 21 day of December 2022; and

Resolved, that the officers of the Employer are authorized to execute any documents necessary to adopt this Performance Incentive 457(f) Plan and to begin the investment of assets in accordance with the Plan.

CERTIFICATE OF SECRETARY

I, Wayne Elliott, Secretary of the Board of Directors of Jackson Purchase Energy Corporation, do hereby certify that the above is a true and correct excerpt from the minutes of the meeting of the Board held on the 29th day of December 2022 at which meeting a quorum was present, and that the above portion of the minutes has not been modified or rescinded.

In witness whereof, I have set my hand and affixed the seal of Jackson Purchase Energy Corp the 29 this December day of 2022.

Wayne Elliott
WAYNE ELLIOTT, SECRETARY

Supplemental Board Resolution to Adopt 457(f) Plan

Whereas, the Board of Directors of Jackson Purchase Energy Corporation, hereinafter referred to as the "Board" desires to provide supplemental retirement savings, and/or incentive compensation payments to Greg Grissom, President and CEO of Jackson Purchase Energy Corporation;

Resolved, that Jackson Purchase Energy Corporation (the "Employer") hereby adopts the Homestead Funds Performance Incentive 457(f) Plan in the form presented, to be effective on the 1st day of January 2023; and

Resolved, that the officers of the Employer are authorized to execute any documents necessary to adopt this Performance Incentive 457(f) Plan and to begin the investment of assets in accordance with the Plan.

CERTIFICATE OF SECRETARY

I, Wayne Elliott, Secretary of the Board of Directors of Jackson Purchase Energy Corporation, do hereby certify that the above is a true and correct excerpt from the minutes of the meeting of the Board held on the 29th day of December 2022 at which meeting a quorum was present, and that the above portion of the minutes has not been modified or rescinded.

In witness whereof, I have set my hand and affixed the seal of Jackson Purchase Energy Corporation the 29th day of December 2022.



WAYNE ELLIOTT, SECRETARY

Performance Incentive 457(f) Plan for Employees

This unfunded Performance Incentive 457(f) Plan (the “Plan”), effective the first day of January 2023 is hereby adopted by Jackson Purchase Energy Corporation (the “Co-op”) and will be maintained by the Co-op for the purpose of providing benefits for certain individuals as provided in this Plan (each a “Participant”).

I. Plan Purpose and Administration

It is the intention of the Co-op that this Plan be administered as an unfunded plan established and maintained for a select group of management, key employees or highly compensated employees within the meaning of the Employee Retirement Income Security Act of 1974 (“ERISA”). The Plan is intended to be a nonqualified deferred compensation plan maintained in conformity with the requirements of Internal Revenue Code (“Code”) Section 457(f) and shall be interpreted accordingly. It is intended that all amounts deferred under the Plan shall constitute short-term deferrals for purposes of Code Section 409A and the regulations promulgated thereunder (hereinafter “Section 409A”) and thus do not result in a deferral of compensation within the meaning of Section 409A.

II. Participants

The individuals eligible for benefits under this Plan shall be a select group of management, key employees or highly compensated employees of the Co-op as designated on the attached Addendum (collectively, the “Participants”).

III. Benefit Payment

The benefit payable under the Plan shall be as indicated for each Participant listed in the attached Addendum. Such benefit shall be payable only if the Participant achieves the performance goal or goals outlined on the attached Addendum. If a Participant does not achieve the performance goal or goals, then the benefit shall revert to the Co-op as specified in Section IV, below.

IV. Benefit Forfeitable by Participant

- A.** The benefit payable pursuant to Section III of this Plan is subject to a substantial risk of forfeiture. The benefit shall be forfeited in its entirety if the Participant fails to achieve the performance goal as specified on the attached Addendum, or if the Participant’s employment with the Co-op is terminated for any reason before the vesting date specified on the attached Addendum. In any event, forfeiture shall not occur if the termination of the Participant’s employment with the Co-op is caused by death or disability. The date of

vesting or the satisfaction of performance goals pursuant to Section II of the Addendum shall not occur earlier than 24 months from the date that the compensation is granted.

B. It is the intention of the Co-op that this Section IV of this Plan shall constitute a substantial risk of forfeiture as defined in Code Section 457(f)(3)(B).

V. Timing and Form of Payment

The benefit payable under this Plan shall be payable to the Participant (or, if the Participant is deceased, to his or her beneficiary) in a lump-sum payment immediately following the lapse of the substantial risk of forfeiture specified by the Co-op in writing pursuant to Section IV above. While the benefit may be paid as late as two and a half months following the calendar year when the participant attains their vesting date or achieves their performance goal, such benefit shall be includable as income in the year that the substantial risk of forfeiture lapses.

VI. Termination and Amendment

The Co-op's Board of Directors (the "Board") may amend any or all provisions of this Plan at any time by written instrument identified as an amendment effective as of a specified date. The Plan may be terminated in whole or in part at any time by action of the Board; provided, however, that no such termination or amendment shall reduce any benefit accrued by a Participant in this Plan prior to the effective date of the termination or amendment.

VII. Assets of the Plan and Benefit Payments

A. The Co-op may, at its discretion, establish for each Participant a deferred compensation account. No funds shall be set aside by the Co-op for payment under the Plan, and each Participant shall be a general, unsecured creditor of the Co-op.

B. Amounts credited under the terms of the Plan to a deferred compensation account maintained in the name of a Participant by the Co-op may be credited, at the Co-op's discretion, with earnings and losses equal to those made by an investment in one or more of the investment funds of the Homestead Funds, a regulated investment company, as designated by the Participant or the Co-op under Section VIII of this Plan.

VIII. Investment Selections

If the Co-op elects to establish a deferred compensation account for each Participant, and if the Co-op elects to credit those accounts with investment earnings and losses, then the Co-op shall elect to either determine the investment selections to be made for the Participant or shall permit the Participant to select the investment to be made by selecting one of the two following options:

- Each Participant shall determine the investment fund or funds into which the Participant's account is invested. The amounts credited to the deferred compensation account, including gains and losses, shall be retained by the Co-op until the entire amount credited to the account has been distributed to the Participant or to the Participant's beneficiary (or beneficiaries, if applicable) in accordance with a written designation which has been delivered to the Co-op.

—OR—

- The Board shall determine the investment fund or funds into which the Participant's account is invested. The amounts credited to the deferred compensation account, including gains and losses, shall be retained by the Co-op until the entire amount credited to the account has been distributed to the Participant or to the Participant's beneficiary in accordance with a written designation which has been delivered to the Co-op.

IX. General Administrative Powers and Duties

General administration of the Plan shall be placed with the Board. The Board shall have the power to take all actions required to carry out the provisions of the Plan and shall further have the following powers and duties, which shall be exercised in a manner consistent with the provisions of the Plan:

- A. To construe and interpret the provisions of the Plan and make rules and regulations under the Plan to the extent deemed advisable by the Board,
- B. To decide all questions as to eligibility to become a Participant in the Plan and as to the rights of Participants under the Plan,
- C. To file or cause to be filed all such reports and other statements as may be required by any federal or state statute, agency or authority for the Plan, and
- D. To do such other acts as it deems reasonably required, advisable or reasonably necessary to administer the Plan in accordance with its provisions or as may be provided for or required by law for the Plan.

X. Grant of Discretion

In discharging the duties assigned to it under the Plan, the Board and its delegates have the discretion and final authority to:

- A.** Interpret and construe the terms of the Plan;
- B.** Determine coverage and eligibility for and amount of benefits under the Plan;
- C.** Adopt, amend and rescind rules, regulations and procedures pertaining to the Board's duties under the Plan and the administration of the Plan; and
- D.** Make all other determinations deemed necessary or advisable for the discharge of the Board's duties or the administration of the Plan.

The discretionary authority of the Board and its delegates is final, absolute, conclusive and exclusive, and binds all parties as long as such authority is exercised in good faith. Any judicial review of any decision of the Board or its delegates shall be limited to the arbitrary and capricious standard of review.

XI. Claim Adjudicator

All claims for benefits under the Performance Incentive 457(f) Plan shall be determined by the Cooperative, which shall be the administrator of the Plan for purposes of Section 503 of ERISA with respect to adjudication of such claims for benefits under the Plan.

XII. Claim Procedure

- A.** Upon the submission of a claim for benefits under the Plan to the Co-op, notice of a decision with respect to the claim shall be furnished to the Participant making a claim (the "Claimant") within 90 days.
- B.** If circumstances require an extension of time for processing the claim, written notice of the extension shall be furnished by the Co-op to the Claimant prior to the expiration of the initial 90-day period. The notice of extension shall indicate the circumstances requiring the extension and the date by which the notice of the decision with respect to the claim shall be furnished to the Claimant.
- C.** Payment of the benefit shall constitute notice of approval of a claim to the extent of the amount of approved benefit.
- D.** If such claim is wholly or partially denied, such notice shall be in writing and worded in a manner calculated to be understood by the Claimant and shall set forth:
 - 1.** The reason or reasons for the denial;
 - 2.** Specific reference to pertinent provisions of the Plan on which the denial was based;
 - 3.** A description of any additional material or information necessary for the Claimant

to perfect the claim and an explanation of why such material or information is necessary; and

4. Explanations of the claims review procedure.

If the Claimant is not notified of the decision in accordance with this Section, such claim shall be deemed denied and the claimant shall then be permitted to proceed with the claims review procedure provided below.

XIII. Claims Review Procedure

- A. Within 90 days following receipt of notice of a claim denial, or within 90 days following the close of the 90-day period referred to in Section XII, the Claimant must file an appeal of the denial of a claim in writing with the Board, requesting a review of such denial.
- B. Prior to a decision on the appeal by the Board, the Claimant or the Claimant's duly authorized representative may review pertinent documents and submit issues and comments in writing for consideration. The issues and comments submitted by the Claimant or the Claimant's duly authorized representative shall supplement the administrative record on which the appeal is to be decided and should contain all of the additional information the Claimant wishes to be considered in the review.
- C. Within 60 days following receipt of an appeal, the Board shall render a written decision. If circumstances require an extension of time for reviewing an appeal, written notice of the extension shall be furnished to the Claimant or the Claimant's authorized representative prior to the commencement of the extension. If an extension of time is elected, the Board shall render its decision within 120 days after receipt of the appeal.

The Board's decision on the appeal shall be in writing, worded in a manner calculated to be understood by the Claimant, and shall set forth (a) the reason or reasons for the decision and (b) specific reference to pertinent provisions of the Plan on which the decision is based.

XIV. Unsecured Claim

The right of a Participant or the Participant's beneficiary to receive a distribution shall be an unsecured claim against the general assets of the Co-op, and neither a Participant nor his or her designated beneficiary shall have any rights in or against any amount credited to any accounts under this Plan or any other assets of the Co-op. The Plan at all times shall be entirely unfunded for tax purposes and for all other purposes. Any funds invested pursuant to the Plan shall continue for all purposes to be part of the general assets of the Co-op and available to its general creditors in the event of bankruptcy or insolvency. Accounts under this Plan and any benefits that may be payable pursuant to this Plan are not subject in any manner to anticipation, sale, alienation, transfer, assignment, pledge,

encumbrance, attachment or garnishment by creditors of a Participant or a Participant's beneficiary. The Plan constitutes solely a promise by the Co-op to make benefit payment in the future. No interest or right to receive a benefit may be taken, either voluntarily or involuntarily, for the satisfaction of the debts of, or other obligation or claims against, such person or entity, including claims for alimony, support or separate maintenance, and claims in bankruptcy proceedings.

XV. No Guarantee

Nothing in the Plan shall be interpreted as a guarantee that assets of the Co-op will be sufficient to pay any benefit of the Plan. Nothing in the Plan shall constitute, nor be interpreted to constitute, a promise or representation of the employment or continued employment of any individual by the Co-op or other entity.

XVI. Facility of Payment

The Co-op may establish rules for the administration and distribution of accounts in the event an individual is declared incompetent and a conservator or other person legally charged with that individual's care is appointed. When the Co-op determines that such individual is unable to manage his or her own financial affairs, the Co-op may pay such individual's benefits to such conservator, person legally charged with such individual's care, or institution then contributing toward or providing for the care and maintenance of such individual. Any such payment shall constitute a complete discharge of any liability of the Co-op and the Plan for such individual.

XVII. Limitation of Liability

Notwithstanding any provision to the contrary, neither the Co-op nor any individual acting as an employee or agent of the Co-op shall be liable to any Participant, former Participant, designated beneficiary or any other person for any claim, loss, liability or expense incurred in connection with the Plan, unless attributable to fraud or willful misconduct on the part of the Co-op or any such employee or agent of the Co-op. This limitation does not apply to the Co-op's obligation to pay the unsecured benefit provided by the Plan.

XVIII. No Waiver or Estoppel

No term, condition or provision of the Plan shall be deemed to have been waived, and there shall be no estoppel against the enforcement of any provision of the Plan, except by written instrument of the party charged with such waiver or estoppel. No such written waiver shall be deemed a continuing waiver unless specifically stated therein, and each such waiver shall operate only as to the specific term or condition waived and shall not constitute a waiver of such term or condition for the future or as to any act other than that specifically waived.

XIX. Misstatements of Information

In the event of any misstatement of any fact affecting benefits and eligibility for benefits, the true facts shall be used to determine eligibility and benefits.

XX. Choice of Laws

The provisions of this Plan shall be construed according to the laws of the United States and to the extent not preempted by such laws, by the laws of the state of Kentucky in which the principal office of the Co-op is located.

XXI. Termination and Amendment

The Co-op reserves the right to amend or terminate the Plan at any time. Any amounts credited to any account in the Plan shall remain subject to the provisions of the Plan, and distribution will not be accelerated because of the termination of the Plan.

XXII. Entire Document

This document and any addendum hereto constitute the entire Plan of benefits. If there is any conflict between this Plan document and any applicable Participation Agreement entered into between the Co-op and a Participant, this Plan document shall control.

IN WITNESS WHEREOF, Co-op has caused this document to be executed effective as of December 29, 2022.

JACKSON PURCHASE ENERGY CORPORATION

(SEAL)

Date: December 29, 2022

By Name: Wayne Elliott

Signature: Wayne Elliott

Title: Secretary

Addendum to the Performance Incentive 457(f) Plan

This Performance Incentive 457(f) Plan (“Plan”) is designed to provide benefits to a select group of management, key employees or highly compensated employees. The benefits provided under this Plan are intended to supplement the participants’ benefits beyond those provided under qualified retirement plans.

Section 1: Description of Benefit.

The benefits provided under this Plan shall be: Those payable pursuant to a Supplemental 457(f) Funding Resolution adopted by the Jackson Purchase Energy Board of Directors, a copy of which is attached hereto and incorporated herein by reference.

Section 2. Covered Employees.

The terms and conditions described in this addendum for the purposes of earning and becoming vested in the benefits under this plan will apply to the following individual(s):

#	Participant Name(s)	Vesting Date(s) / Performance Goal(s)*
1	Greg Grissom	July 5, 2028 projected retirement date
2		Performance goal: Continued employment through the vesting date as set forth above.
3		

**The date of vesting or the satisfaction of performance goals pursuant to Section 2 of this Addendum shall not occur earlier than 24 months from the date that the compensation is granted.*

Section 3. Lapse of Substantial Risk of Forfeiture.

The lapse of the substantial risk of forfeiture occurs when the participant attains their vesting date or achieves their performance goal, and shall cause the participant to become 100% vested in the value of the Plan benefit determined as of the vesting date. Such benefit shall be includable as income in the year that the substantial risk of forfeiture lapses.

Section 4. Plan Provisions

All terms and conditions of the Plan document shall apply as described in the document to which this Addendum is a part. This Addendum serves to identify the participants of the Plan, the methodology of determining the benefits payable to each participant and the event that causes the substantial risk of forfeiture to lapse. This Addendum does not otherwise alter any terms and conditions of the Plan.

Addendum Effective Date:

This addendum describes the benefits under the Performance Incentive 457(f) Plan previously adopted by Jackson Purchase Energy Corporation effective December 29, 2022.



ERICK HARRIS
CHAIRPERSON



WAYNE ELLIOTT
SECRETARY/TREASURER

SUPPLEMENTAL 457(F) FUNDING RESOLUTION

WHEREAS, the Board of Directors of Jackson Purchase Energy Corporation adopted on December 29, 2022 a 457(f) Plan for the benefit of its President and CEO, Greg Grissom; and

WHEREAS, it has been determined by the Board that the initial funding of this 457(f) Plan shall be the sum of \$25,000 for the calendar year of January 1, 2023 through December 31, 2023; and

WHEREAS, it has been determined that said \$25,000 shall be paid into an account with Homestead Funds on or before February 15, 2023; and

WHEREAS, it has also been determined that future annual payments, based upon the continued employment of Greg Grissom with a funding amount to be determined by the Board of Directors in a regularly called meeting in December of each year thereafter, shall be made on or before the 15th day of January of each succeeding year through and including January 15, 2028 which is the expected year of CEO Greg Grissom's retirement; and

NOW THEREFORE, the Board of Directors has considered said funding resolution as set forth hereinabove and hereby adopts it as the funding resolution for and on behalf of the 457(f) plan adopted for and on behalf of the benefit of Greg Grissom, President and CEO.

Dated this 26 day of January 2023.


ERICK HARRIS
CHAIRPERSON


WAYNE ELLIOTT
SECRETARY/TREASURER

MINUTES
JACKSON PURCHASE ENERGY CORPORATION
November 30, 2023

A regular meeting of the Board of Directors of Jackson Purchase Energy Corporation was conducted on Thursday, November 30, 2023, at 5:30 p.m. The meeting was conducted at the offices of Jackson Purchase Energy Corporation.

The following directors participated in the meeting:

Josh Barnes, Lee Bearden, Kevin Bell, David Brown, Erick Harris, Jack Marshall, and Terry Teitloff

Also present and participating were Greg Grissom, President & CEO; Scott Adair, Vice-President of Human Resources, Communications, and Member Services (virtually); Ward Morgan, Vice-President of Operations and Technical Services (virtually); Travis Spiceland, Vice-President of Engineering; Meredith Kendall, Vice-President of Finance and Accounting; Amy Vick, Administrative Assistant; and Richard L. Walter, general counsel.

OPENING BUSINESS

The meeting was called to order by Chairperson Erick Harris.

The invocation was offered by Josh Barnes.

A safety moment was presented by Ward Morgan. Ward's safety moment concentrated on protecting yourself in the workplace and stressed the importance of protecting yourself and other employees in all aspects of their work environment. It was important to pay attention and recognize your surroundings as you are conducting your work.

Consent Agenda:

The Consent Agenda was presented to the Board. Motion was made by Jack Marshall to approve the Consent Agenda. The motion was seconded by David Brown. The motion unanimously passed.

DEPARTMENTAL REPORTS

Human Resources, Communications, and Member Services:

Scott Adair presented the Human Resources, Member Services, and Communications Report. A full and complete copy of Scott's report was contained within the Board packet.

After giving the Board an opportunity to review his report, Scott was available for questions from Board members.

Finance and Accounting Services:

Meredith Kendall presented the Finance and Accounting Report. A full and complete copy of Meredith's report was contained within the Board packet.

Meredith reported that September was a good month. Net margins totaled \$604,000 while total net margins for the year was \$730,000, year to date. Expenses were down while revenue had increased. The revenue increase was in part due to the receipt of \$350,000 in capital credits.

Meredith reported that we had to draw against our line of credit at the end of October for an approximate amount of \$2,500,000 relative to paying our power bill with Big Rivers. We were able to pay off the line of credit by the first portion of November. Meredith also reported that we took our final draw on the 2020-2023 work plan. The draw of \$4,900,000 occurred on November 13, 2023.

At the conclusion of her report, Meredith was available to the Board for questions it may have.

Engineering

Travis Spiceland provided the Engineering report. His complete report was made available to the Board of Directors in the Board packet.

Travis' oral report to the Board concentrated on the AMI project. As the Board was previously made aware, JPEC has contracted with the Aclara Systems for the AMI project. The estimated cost is \$6,400,000 installed.

At the conclusion of his report, Travis was available for questions from the Board of Directors as to any aspect of his report. He also announced that at the December workshop, another presentation on the AMI selection process will be provided to the Board.

Operations and Technical Services:

Ward Morgan provided the Board the Operations and Technical Services Report. A complete copy of the Report prepared by Ward was made available to the Board and contained within the Board packet.

After providing the Board an opportunity to completely review his report, Ward was available for questions.

General Counsel:

General Counsel Richard L. Walter briefly addressed the Board relative to the issues involving Board invocations following the NRECA's proclamation against the inclusion of God in invocations. A resolution has been prepared and submitted to the Board members for review. Likewise, a letter addressed to the NRECA was presented. The Board in general discussion, determined it would be best to have these discussions at the December Board Meeting.

CEO Report:

Greg Grissom provided his report to the Board. His complete report was made available to the Board in the Board packet.

Greg did report that year to date we have had seven recordable injuries. This issue was generally discussed with Board members.

At the conclusion of his report, Greg was made available to the Board members for any questions or comments they may have.

Greg was available to the Board members for comments or questions.

ASSOCIATION MEETING REPORTS:

KAEC Report:

KEC report was provided by Lee Bearden. Lee advised the Board that KAEC has opened a warehouse in Virginia serving the Virginia and Washington, DC area. Otherwise, Lee was available to the Board for any questions.

Big Rivers:

Erick Harris presented to the Board the Big Rivers' report. The Board approved employee bonuses of up to \$200 per employees. The Board also approved the 2024 budget.

Big Rivers had no recordable incidents for the last one year. That was the first time in company history that has been achieved.

Finally, Erick reported that Big Rivers indicated that there are nine economic development projects currently looking at the Triple Rail site in West Kentucky. Otherwise, Erick was available to the Board members for any questions they had concerning Big Rivers.

OLD BUSINESS

There was no old business to be addressed.

NEW BUSINESS

RUS FORM 7:

The September 2023 Form 7 was discussed with the Board by Meredith Kendall. A motion was made by Lee Bearden to approve the September Form 7 report. Josh Bell seconded the motion and it unanimously passed.

2024 Budget

The 2024 Budget had been previously discussed at the Board workshop in November. Meredith Kendall and Travis Spiceland were both available to the Board for any questions they had concerning the 2024 budget.

A motion was made by Kevin Bell to approve the 2024 budget. The motion was seconded by David Brown. The motion carried.

LINE EXTENSION POLICY

Policy 126 as presented concerning the cost to members for constructing line extensions on their property was discussed. A motion was made by Jack Marshall to approve the revised Policy 126. Lee Bearden seconded the motion. The motion unanimously carried.

NRECA VOTING DELEGATE

A motion was made by David Brown that Greg Grissom would be the voting delegate for the NRECA convention. Lee Bearden was nominated to be the alternate. Josh Barnes seconded the motion and the motion unanimously carried.

TRAVEL APPROVAL

A motion was made to approve travel expenses for Board members to the NRECA convention. Kevin Bell made the motion which was seconded by Josh Barnes. The motion carried.

RCCU VISA ACCOUNT

A motion was made by Lee Bearden to add Meredith Kendall and Becky Blackwell as authorized Jackson Purchase representatives to talk concerning the Visa account with RCCU. Kevin Bell seconded the motion and it unanimously carried.

EXECUTIVE SESSION

A motion was made by Jack Marshall and seconded by Kevin Bell that the Board enter into Executive Session.

A motion was made by Lee Bearden and seconded by Josh Barnes that the Board adjourn the Executive Session. Motion carried and the Board returned to General Session.


AMENDMENT TO EMPLOYMENT CONTRACT


The Board was presented with a motion by Lee Bearden to approve an amended and renewed contract of employment for Greg Grissom. The motion was seconded by Josh Barnes and unanimously passed.

ADJOURNMENT

Motion was made by and seconded by to adjourn. Motion passed unanimously.

Dated this 28th day of December 2023.


Chair


Secretary/Treasurer

12/28/2023
Date

12/28/2023
Date

MINUTES
JACKSON PURCHASE ENERGY CORPORATION
December 28, 2023

A regular meeting of the Board of Directors of Jackson Purchase Energy Corporation was conducted on Thursday, December 28, 2023, at 5:30 p.m. The meeting was conducted at the offices of Jackson Purchase Energy Corporation.

The following directors participated in the meeting:

Josh Barnes, Lee Bearden, Kevin Bell, David Brown, Wayne Elliott (virtually), Erick Harris, Jack Marshall, and Terry Teitloff

Also present and participating were Greg Grissom, President & CEO (virtually); Scott Adair, Vice-President of Human Resources, Communications, and Member Services; Ward Morgan, Vice-President of Operations and Technical Services; Travis Spiceland, Vice-President of Engineering; Meredith Kendall, Vice-President of Finance and Accounting; Amy Vick, Administrative Assistant; and Richard L. Walter, general counsel.

OPENING BUSINESS

The meeting was called to order by Chairperson Erick Harris.

The invocation was offered by David Brown.

A safety moment was presented by Scott Adair. Scott's safety moment concentrated on fire safety around the holiday season. He noted that decorative candles are responsible for 46% of all fires in the month of December. Scott provided tips on avoiding fire risks during the holiday season.

Consent Agenda:

The Consent Agenda was presented to the Board. Motion was made by David Brown to approve the Consent Agenda. The motion was seconded by Terry Teitloff. The motion unanimously passed.

DEPARTMENTAL REPORTS

Human Resources, Communications, and Member Services:

Scott Adair presented the Human Resources, Member Services, and Communications Report. A full and complete copy of Scott's report was contained within the Board packet.

Scott did report to the Board that there had been two jobs posted during the past 30 days. One was for a field engineer. Two individuals have been hired as interim field engineers. One will be eventually selected. The position of account analyst has been filled.

Scott also provided notice to the Board members that the Paducah Chamber Annual Dinner will take place on January 26, 2024. Jackson Purchase has purchased two tables which are 16 seats.

Finally, Scott advised that scholarship information and youth tour information has been posted on the website. We are hoping for excellent responses.

At the conclusion of his report, Scott was available to the Board for questions. Lee Bearden pointed out that Scott's department has done a great job in obtaining electronic payments. 75% was our initial goal. We are currently receiving electronic payments from 76% of our members.

Finance and Accounting:

Meredith Kendall presented the Finance and Accounting Report. A full and complete copy of Meredith's report was contained within the Board packet.

Meredith reported that September was a relatively average month. She did report that our controllable expenses were below budget. Likewise, our non-operational expenses were held below budget for the month of October. Overall, net margins for October were approximately \$365,000.

It was necessary for us to draw on our line of credit in the amount of \$2,500,000 to pay our monthly power bill to Big Rivers. That line of credit was paid off by November 10, 2023.

Meredith also reported that the PSC has opened a new case that does have some impact on Jackson Purchase. It concerns pole attachments.

Finally, Meredith reported that both the state and federal governments have made FEMA payments as of December 28, 2023 for the March 2023 storm. \$565,000 payments were made which means that the state and federal government paid 87% of the cost of the storm while JPEC assumed 13% of the cost.

At the conclusion of her report, Meredith was available to the Board for questions.

Engineering

Travis Spiceland provided the Engineering report. His complete report was made available to the Board of Directors in the Board packet.

Travis was asked questions concerning pole attachments. The questions concerned how long did participants have to reattach on new poles. Generally, the rule is 90 days after notice of the new pole being placed. He did report that we now have a new software program that aids us in tracking pole attachments and appropriate notice to the participant. Finally, in the event that a participant does not make the attachment within 90 days, Jackson Purchase can perform the attachment and we can bill the participant for our costs.

At the conclusion of his report, Travis was available for questions from the Board of Directors.

Operations and Technical Services:

Ward Morgan provided to the Board the Operations and Technical Services Report. A complete copy of the Report prepared by Ward was made available to the Board and contained within the Board packet.

After providing the Board an opportunity to completely review his report, Ward was available for questions.

General Counsel:

General Counsel Richard L. Walter briefly addressed the Board relative to issues involving ongoing activities. Various contracts have been reviewed at the request of the Vice-Presidents, all of which appeared to be in good order.

General Counsel was available to the Board for any questions it may have.

CEO Report:

Greg Grissom provided his report to the Board. His complete report was made available to the Board in the Board packet.

Greg did report that the miles driven without a VAR the goal was expected to be exceeded by December 31, 2023. He also reported there were no loss time injuries in October. It is expected that our goal for no lost time injuries will be achieved by August 2024.

Greg also reported that we have received a dues refund from KEC in the amount of \$17,286.

Greg was available to the Board members for comments or questions.

ASSOCIATION MEETING REPORTS:

KAEC Report:

The KEC report was provided by Lee Bearden. KEC met on December 20, 2023. Highlights of the meeting were provided to the Board which included comments about KEC's financial strength. He also reported that KEC has a tremendous inventory of pole mounted transformers. Finally, Lee reported that the Distinguished Rural Kentuckian for 2023 is Tony Bannon.

Lee was available to the Board for any questions.

Big Rivers:

Erick Harris presented to the Board the Big Rivers' report. In the December meeting, Big Rivers approved the 2024 – 2037 long term forecast.

The Big Rivers' report also indicated that Bob Berry is officially retiring as of January 8, 2024. Big Rivers has approved the contract with Don Gulley, as President and CEO with his first day being January 8, 2024.

OLD BUSINESS

The old business which was discussed by the Board include the NRECA resolution concerning prayer and a potential letter to NRECA. As KEC had not acted on this issue at its December Board meeting, it was determined that the resolution would continue to be tabled.

NEW BUSINESS

RUS FORM 7:

The October 2023 Form 7 was discussed with the Board by Meredith Kendall. A motion was made by Kevin Bell to approve the October Form 7 report. Lee Bearden seconded the motion and it unanimously passed.

AMI CPCN

The Board was presented with a resolution relative to the necessary filing with the PCS for the upcoming AMI projects. A motion was made by Kevin Bell to pass said resolution, a copy of which is attached. Josh Barnes seconded the motion and it passed unanimously.

EXECUTIVE SESSION

A motion was made by David Brown and seconded by Terry Teitloff that the Board enter into Executive Session.

A motion was made by Terry Teitloff and seconded by Kevin Bell that the Board adjourn the Executive Session. Motion carried and the Board returned to General Session.

SUPPLEMENTAL 457(F) FUNDING RESOLUTION

The Board was presented with a motion by Kevin Bell to approve a Supplemental 457(f) Funding Resolution. The motion was seconded by Josh Barnes and passed unanimously.

ADJOURNMENT

Motion was made by Kevin Bell and seconded by Lee Bearden to adjourn. Motion passed unanimously.

Dated this 23rd day of January 2024.


Chair


Secretary/Treasurer

01-23-2024
Date

01/23/2024
Date

SUPPLEMENTAL 457(f) FUNDING RESOLUTION

WHEREAS, the Board of Directors of Jackson Purchase Energy Corporation adopted on December 29, 2022, a 457(f) Plan for the benefit of its President and CEO, Greg Grissom; and



WHEREAS, the Board in its December 28, 2023 meeting, was asked to fund this plan for the calendar year 2024;

WHEREAS, it has been determined that said funding should be through the Homestead Funds with a \$25,000 contribution to be made on or before January 15, 2024; and

WHEREAS, it has also been reaffirmed that future annual payments, based upon the continued employment of Greg Grissom with a funding amount to be determined by the Board of Directors in a regularly called meeting in December of each year thereafter, shall be made on or before the 15th day of January of each succeeding year through and including January 15, 2028 which is the expected year of CEO Greg Grissom's retirement; and

NOW THEREFORE, the Board of Directors has considered said funding resolution as set forth hereinabove and hereby adopts it as the funding resolution for and on behalf of the 457(f) plan adopted for and on behalf of the benefit of Greg Grissom, President and CEO, for the calendar year 2024.

Dated this 9th day of January 2024.


ERICK HARRIS
CHAIRPERSON

WAYNE ELLIOTT
SECRETARY/TREASURER

Jackson Purchase Energy Corporation
Case No. 2024-00085
Commission Staff's Post-Hearing Request for Information

Request 5: Provide the date and any additional information on the Health Insurance comparative study provided in response to The Attorney General's First Request for Information, Item 33c, parts 1 and 2, used by Jackson Purchase Energy to choose its current provider.

Response 5: Jackson Purchase's last comparative study of health insurance was completed in December 2023 and is summarized in the Attorney General's First Request for Information, Item 33c, Part 2. In this comparison, Jackson Purchase compared its medical insurance plan with NECA-IBEW (at that time) with 19 other plans, with the goal of estimating and comparing the cost of offering all benefits that are provided to Jackson Purchase's employees under NECA-IBEW's plan (medical insurance, dental insurance, vision insurance, \$20,000 life insurance, and short-term income replacement) with the cost of offering the same benefits under other plans.

Jackson Purchase examined the cost of offering other plans for non-bargaining employees and retirees only, as the labor agreement in effect dictates medical insurance coverage for bargaining employees. The total monthly cost (employee plus employer portion) of providing only medical insurance coverage to all of Jackson Purchase's non-bargaining employees (not including retirees) can be found in Row 16 of Item 33c, Part 2. The total monthly cost of providing only medical insurance coverage to all of Jackson Purchase's non-bargaining employees, plus retirees where available, can be found in Row 21 of Item 33c, Part 2. The monthly cost (employee plus employer portion) of other benefits that are currently offered through Jackson Purchase's NECA-IBEW plan (dental, vision, life insurance and short-term income replacement), where available, is

shown in Rows 23-30 of Item 33c, Part 2. Finally, the total monthly cost (employee plus employer portion) to provide all benefits, where available, under each plan is found in Row 32 of Item 33c, Part 2. After considering all benefits offered under the NECA-IBEW plan for non-bargaining employees, Jackson Purchase's plan was by far the most cost-effective option, with the next most economical option (KREC high deductible health plan in column J) being approximately \$3,400 more expensive per month.

Because Jackson Purchase found that plans offered by Kentucky Rural Electric Cooperatives (KREC) were the next most economical insurance option, Jackson Purchase compared its NECA-IBEW coverage to plans offered by KREC in the spreadsheet provided in Attorney General's First Request for Information, Item 33c, part 1. After comparing each plan's coverage options, particularly participants' deductible amounts (Rows 9 and 10), out of pocket maximums (Rows 17 and 18), and added benefits included in the monthly premiums (Rows 36-40), Jackson Purchase determined that its plan through NECA-IBEW was both more cost-effective and more beneficial to its employees.

Jackson Purchase Energy Corporation
Case No. 2024-00085
Commission Staff's Post-Hearing Request for Information

Request 6: Provide a copy of the health insurance contract between NRECA and Jackson Purchase Energy, or any other health insurance provider providing coverage to Jackson Purchase Energy employees.

Response 6: Please reference the Base Plan Participation Agreement between Jackson Purchase Energy (for non-bargaining employees) and NECA-IBEW (attached). Jackson Purchase's bargaining contract serves as its contract for providing health insurance to its bargaining employees through NECA-IBEW. See Article VII, paragraphs 23 (a)-(b) of the Union contract for more details.

ATTACHMENT PSC PH-6

NECA-IBEW WELFARE TRUST FUND

Base Plan Participation Agreement – Health Plan & HRA

(All Non-Bargaining Unit Employees – 160 Hours Per Month)

1. The undersigned Employer hereby agrees that this Agreement represents the detailed written agreement required by the Labor-Management Relations Act to permit the NECA-IBEW Welfare Trust Fund (“Fund”) to receive contributions from Employer designated herein on behalf of all Non-Bargaining Unit Employees (“NBU Employees”) employed by Employer and to allow NBU Employees to participate in the Base Plan sponsored by the Board of Trustees of the NECA-IBEW Welfare Trust Fund.

2. The Employer further acknowledges that the Trustees have full discretion and authority to adopt rules and regulations governing the participation of NBU Employees and which may be included in the Fund’s Administrative Rules, Plan Document, the Trust Agreement, or other Plan documents. The Trustees have the authority to amend and interpret these rules and regulations without the consent of the Employer.

3. The Employer agrees to be bound by, and hereby assents to, all of the terms of the Trust Agreement, as amended from time to time, creating the Fund, and the rules and regulations adopted by the Trustees of the Fund pursuant to said Trust Agreement. In the event of a conflict between any term or condition of this Agreement and any term or condition of the Trust Agreement, the Trust Agreement will control.

4. Commencing on the effective date of this Agreement, the Employer shall pay to the Fund at the same hourly rate of contribution under the Base Plan as required to be paid per hour by other Participating Employers in the wage area times 160 hours per month for each employee who is reported as a NBU Employee, **plus** the HRA contribution that is paid by other Participating Employers in the wage area must also be paid on behalf of all NBU Employees (and all NBU Employees of the Employer *must* be listed). The Employer shall pay the HRA contribution that is specified in the applicable collective bargaining agreement in effect in the wage area (which may either be a specific hourly contribution rate or a percentage of gross wages). If the HRA contribution method in the applicable CBA is an hourly contribution rate, then the Employer must pay the HRA hourly contribution rate times 160 hours per month for each employee who is reported as a NBU Employee. If the collective bargaining agreement in effect in the wage area requires HRA contributions as a percentage of gross wages, then the Employer shall remit the required percentage of gross wages. The HRA contributions, less a 5% Administrative fee, will be credited to the Employee’s NECA-IBEW Welfare Trust HRA Account. The HRA contributions shall not be required if the applicable collective bargaining agreement in effect in the applicable wage area does not provide for participation in the NECA-IBEW Welfare Trust Fund’s HRA.

If the Employer is remitting HRA contributions as a percentage of gross wages, then the Employer agrees to report to the Fund the amount of the monthly gross wages paid to each employee reported under this Agreement.

Employer certifies that any additions or deletions from the NBU Employee list shall be shown at the time of such addition or deletion on a Form substantially as set forth in the Form attached hereto and submitted to the Fund Office so that such Form will correctly and contemporaneously show the current complement of NBU Employees.

For purposes of this agreement, a NBU Employee is a full-time and regular part-time employee, who is not covered by a collective bargaining agreement, that regularly works more than twenty (20) hours cumulatively per week, in order to provide health and welfare benefits as therein provided. A NBU Employee shall also include any employee who is considered a full-time employee under applicable federal law(s) that require the Employer to maintain health and welfare benefits, including, for example, any employee who is employed on average for at least thirty (30) hours of service per week (or one hundred thirty (130) hours of service in a calendar month) as defined by Section 1513 of the Affordable Care Act (26 U.S.C. §4980H) and regulations promulgated thereunder.

5. It is specifically agreed and understood that the Employer will cooperate in making timely contributions to the Fund (on or before the 15th of the following month) and that failure to do so shall subject the Employer to attorney's fees, interest, liquidated damages, audit costs, and any other additional costs assessed pursuant to the terms of the Fund's Trust Agreement. Additionally, the Employer agrees and understands that the Trustees may, on reasonable notice, have a payroll examination conducted by an accountant or its representatives of the Employer's payroll records in connection with the Employer's obligations hereunder.

The Employer further agrees to maintain records with respect to all employees covered by this Agreement sufficient to determine the benefits due or which may become due to such employees under the Fund's governing documents. Employers must also maintain contemporaneous time cards, time sheets, or other written records verifying the eligibility of its employees, hourly and salary alike, and the type of work performed by the employees. In the event that the Employer fails to maintain records required hereunder sufficient to determine an Employee's eligibility for benefits, the Employer hereby agrees that all hours worked which the employee received pay or was entitled to receive pay from the employer, including but not limited to sick time, vacation, personal leave, leave of absence or any other compensatory time, shall be considered work covered by this Participation Agreement or the collective bargaining agreement, as applicable. Further, failure to maintain said records may result, *in the sole discretion of the Board of Trustees*, in legal action being initiated by the Fund to collect contributions or to seek other legal or equitable relief, a refund of contributions received, employer and/or employee ineligibility to participate in the Fund, and/or a loss of accrued credit/eligibility for employees participating in the Fund which are covered by this Agreement. Notwithstanding the foregoing, the Employer shall not be required to maintain records of *actual* hours worked by employees who are paid a salary and are exempt from overtime under applicable federal and state laws.

6. As a condition of participation under this Agreement, the Employer agrees to be a party to one or more collective bargaining agreements with a Local Union affiliated with the International Brotherhood of Electrical Workers.

7. This Agreement is not effective until it is accepted by the Trustees and is executed by an authorized representative of the Fund.

8. The Employer hereby accepts as Employer Trustees the present Employer Trustees appointed under said Trust Agreement and all such past or succeeding Employer Trustees as shall have been or will be appointed in accordance with the terms of the Trust Agreement.

9. Either party may terminate this Agreement without cause by delivering a written termination notice via certified mail return receipt requested to the other party. Such termination notice shall be effective the first day of the month following the month in which it is received by the Fund. Upon termination, the Employer will immediately give written notice to all NBU Employees whose participation is terminated.

10. This Agreement shall automatically and immediately terminate, with no notice required to be sent to either party, upon the occurrence of any of the following events:

- A. The Employer terminates its collective bargaining agreement with a Local Union affiliated with the International Brotherhood of Electrical Workers. In such event the termination date of this Agreement shall be the same termination date of the collective bargaining agreement with International Brotherhood of Electrical Workers; or
- B. The Employer becomes at least sixty (60) days delinquent in its contributions owed to the Fund. In such event, the termination date of this Agreement shall be the first day of the first month immediately following the sixtieth (60th) day that the Employer is delinquent.

11. This Agreement shall not become effective until a fully executed copy is on file with the Fund Office at 2120 Hubbard Avenue, Decatur, Illinois 62526-2871.

NECA-IBEW WELFARE TRUST FUND

By: _____
Its Administrator

Date: _____

EMPLOYER

Jackson Purchase Energy
Name of Employer

Mark Lindsey
Signature of Authorized Agent

Mark Lindsey
Print Name

VP Member Services, Communications + HR
Title

Address: 6525 US HWY 60W
Paducah, KY 42001

Jackson Purchase Energy Corporation
Case No. 2024-00085
Commission Staff's Post-Hearing Request for Information

Request 7: Provide any policies related to health coverage and cost for health coverage provided when an employee reaches age 65.

Response 7: The same health coverage and costs of health coverage apply to all active employees of Jackson Purchase Energy, regardless of age.

Please refer to Commission Staff's First Request for Information, Item 25, which contains Medical Insurance Program Procedure 340, that discusses retiree health insurance. Depending on an employee's hire date and years of service with the Cooperative, a retired employee may be eligible for single coverage medical insurance paid in part or fully by Jackson Purchase for a certain amount of time, but Jackson Purchase does not contribute to a retiree's medical insurance premiums once the retiree has reached age 65.

Jackson Purchase Energy Corporation
Case No. 2024-00085
Commission Staff's Post-Hearing Request for Information

Request 8: Refer to the Application, Schedule 1.13, Director Expenses that listed \$47,734.63 in expenses and Jackson Purchase Energy's response to Commission Staff's First Request for Information, Item 47 that listed \$116,606.06 in expenses. Explain the discrepancy between the numbers.

Response 8: Schedule 1.13 in Jackson Purchase's Application, Schedule 1.13, Director Expense was used to calculate pro forma adjustments for the test year, and therefore only included fees and expenses incurred by Directors for attending industry-related meetings and conferences during the test period. The purpose of this schedule is to show certain fees and expenses that were removed from the revenue requirement based on standard Commission practices and/or Commission orders, not to capture all fees and expenses incurred by Jackson Purchase's Directors. Jackson Purchase's response to Commission Staff's First Request for Information, Item 47 lists general ledger activity related to all fees and expenses associated with Directors during the test period, including board meetings, conferences, trainings, etc.