

NEWS, NOTES & VIEWS 01/20



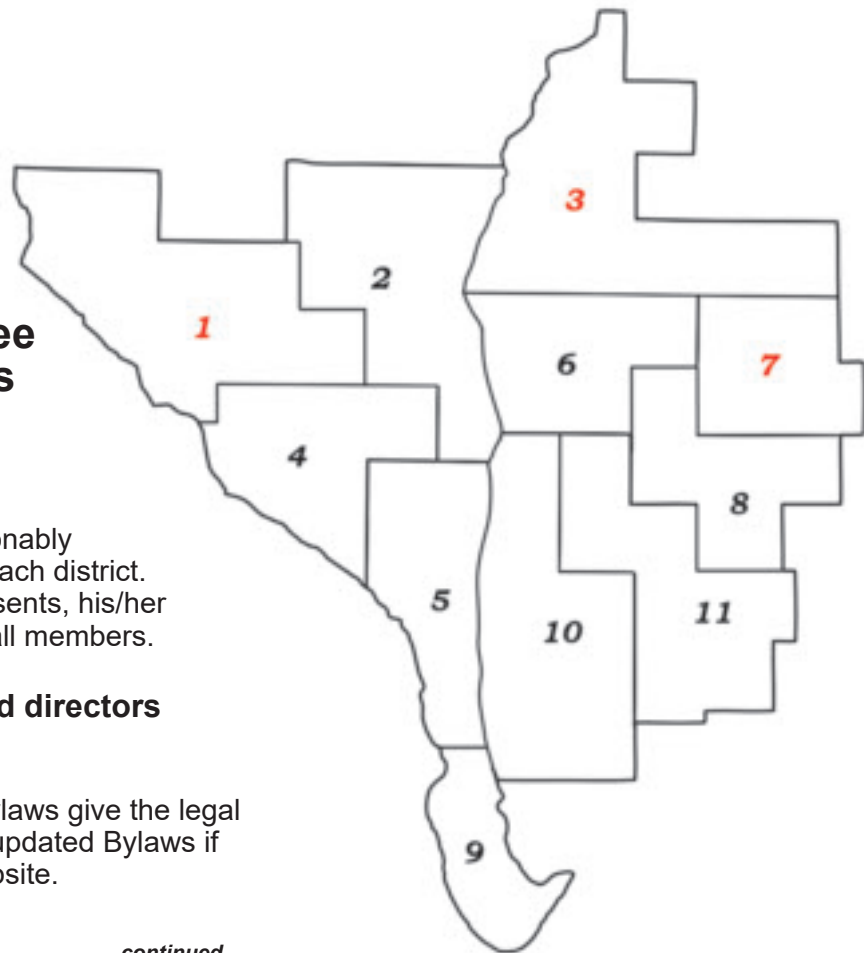
2020 Annual Meeting June 13, 2020

This year there will be three directors elected for districts 1, 3, and 7 at the Annual Meeting.

Director districts have, as close as reasonably possible, the same number of members in each district. Regardless of which district a director represents, his/her duties and responsibilities are to represent all members.

In all, there are eleven districts, and directors serve staggered three year terms.

This map shows the districts, and the Bylaws give the legal description. Give us a call for a copy of the updated Bylaws if you want one, or check them out on our website.



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Illinois Electric Cooperative

P.O. Box 80, Two South Main Street
Winchester, Illinois 62694

www.e-co-op.com
1-800-468-4732

A Touchstone Energy® Cooperative 

This institution is an equal opportunity provider and employer.

Working to improve the quality of life in the communities we serve since 1936.

Directors Can Be Nominated in Two Ways, But Not from the Floor at the Meeting.

The Bylaws set up a mechanism for a nominating committee, which shall not include current members of the board of directors. Only a Class A member is eligible to serve on the board, as well as vote. Class A members are those who purchase electricity from the co-op.

That nominating committee is appointed not less than 90 days or more than 210 days before the annual meeting, and its nominations are to be posted in the office at least 45 days before the meeting.

If you want to communicate with the Nominating Committee about a possible candidate, or any other matter, write to:

**2020 Nominating Committee
Illinois Electric Cooperative P.O.
Box 80 Winchester, IL 62694**

Your letter will be given to the committee unopened.

Any fifteen Class A members may also nominate another member to serve on the board, and such nominations will be on the ballot with those from the nominating committee.

If you want to participate in the election by submitting a petition signed by fifteen members, be certain that in addition to the Class A members' signatures, there is a printed name and address so that the petition can be verified in time for posting 45 days before the meeting.

Remember that often a husband and wife are one membership, not two. A single member may also have more than one meter, but not more than one membership.

When a membership is held jointly by a husband and wife, either one, but not both, may be elected as a director.

Nominations for the 2020 Election Must Be Posted in the Cooperative's Office No Later than April 28, 2020.

A nomination from fifteen Class A members must be received at the cooperative's office no later than 45 days before the Annual Meeting.

Section 3 of Article 4 of the Bylaws Sets Qualifications and Tenure.

"No member shall be eligible to become or remain a director or to hold a position of trust in the Cooperative who is not an actual consumer of goods or services provided by the Cooperative, or who is in any way employed by, or financially interested in a competing enterprise. No person shall take or hold office as a director who is the incumbent of or candidate for an elective public office in connection with which a salary is paid. Upon establishment of the fact that a board member is holding the office in violation of any of the foregoing provisions; the board shall remove such board member from office. When a membership is held jointly by a husband and wife, either one, but not both, may be elected a Director, provided, however, that neither one shall be eligible to become or remain a Director or to hold a position of trust in the Cooperative unless both shall meet the qualifications hereinabove set forth. Nothing in this section contained shall, or shall be construed to affect in any manner whatsoever the validity of any action taken at any meeting of the Board of Directors."

What Do Directors Do? What Do They Get For It?

Together, Illinois Electric and its subsidiary, IRTC, are a \$118,700,000 business, which supplies electricity and internet service to about 15,700 accounts in all or part of 10 counties. There are 50 full-time employees and 6 part-time employees.

The Cooperative, itself, is about average sized among America's 900 electric cooperatives.

The Cooperative's directors are responsible for its financial integrity and for its policies.

The Cooperative's board of directors is responsible for the organization and IRTC. The board has additional responsibilities to the Cooperative's lenders, employees, and the general community.

Basic law requires that a director shall, among other things, undertake the following duties:

- **Care** - Exercise due care and diligence that an ordinary, prudent person in a like position would exercise under similar circumstances, devoting such time and effort to the duties of a board member as may be necessary to oversee the business and affairs;
- **Loyalty** - Be loyal to the Cooperative, acting at all times in good faith for its best interests and unaffected by any personal interest that is in conflict with the best interests of the Cooperative;
- **Obedience** - Be obedient to the Cooperative by adhering to all applicable requirements of law, the Bylaws, policies, contracts, and the Cooperative's duly made decisions; and

- **Attention** - Be attentive to and study reports from management on the Cooperative, and be attentive to and study additional sources of information concerning the industry and business generally so that the best decisions can be made.

Directors attend monthly meetings, at a minimum, to review financial and management reports and to consider matters brought to them by management and/or other directors.

Directors receive monthly reports and financial statements about the Cooperative and IRTC before board meetings. There are additional articles, memos and trade publications they're expected to read.

Five members of the Co-op's board serve on the technology committee.

The Co-op board and the technology committee meet monthly, and there are additional committee meetings throughout the year, as well as meetings sponsored by electric Co-op trade associations and banks.

Serving as a member of the Cooperative's board of directors is a time consuming responsibility. Excluding travel time to meetings, directors spend at least two full days a month on Cooperative business - attending meetings and training and reading to be prepared.



All of the members of the board are expected to pursue ongoing training in Springfield and at other locations.

Directors attend state, regional and national trade association meetings for additional training and to keep abreast of the best practices in the industry.

Directors receive up to \$350 per day and out-of-pocket expenses for attending meetings. Additionally, since it's in the Cooperative's interests that directors have good internet service to receive material by e-mail, directors get wireless or satellite based internet service.

There are two ways members can vote in the election. First, you can vote by being present at the meeting, or, second, by sending your proxy with a member who is attending. Members can vote up to three proxies at the Annual Meeting.

What Does a Petition Look Like?

Here's an example of the form of a petition to nominate a fictional member of the cooperative.

It's important that it state the person's name and address so that we can verify his/her membership.

We, the undersigned Class A members of Illinois Electric Cooperative, nominate **Joe Smith, 348 Green Street, Appleville, Illinois** to stand for election at the 2020 Annual Meeting of Members for the seat on the Cooperative's Board of Directors representing district **five**.

	Signature	Printed Name	Address
1.	_____	_____	_____
2.	_____	_____	_____
3.	_____	_____	_____

15 Class A members' signatures are needed, however, to ensure things, it's probably best to have a few extras. Class A members buy electricity from the cooperative.

Jenissa Ezard,

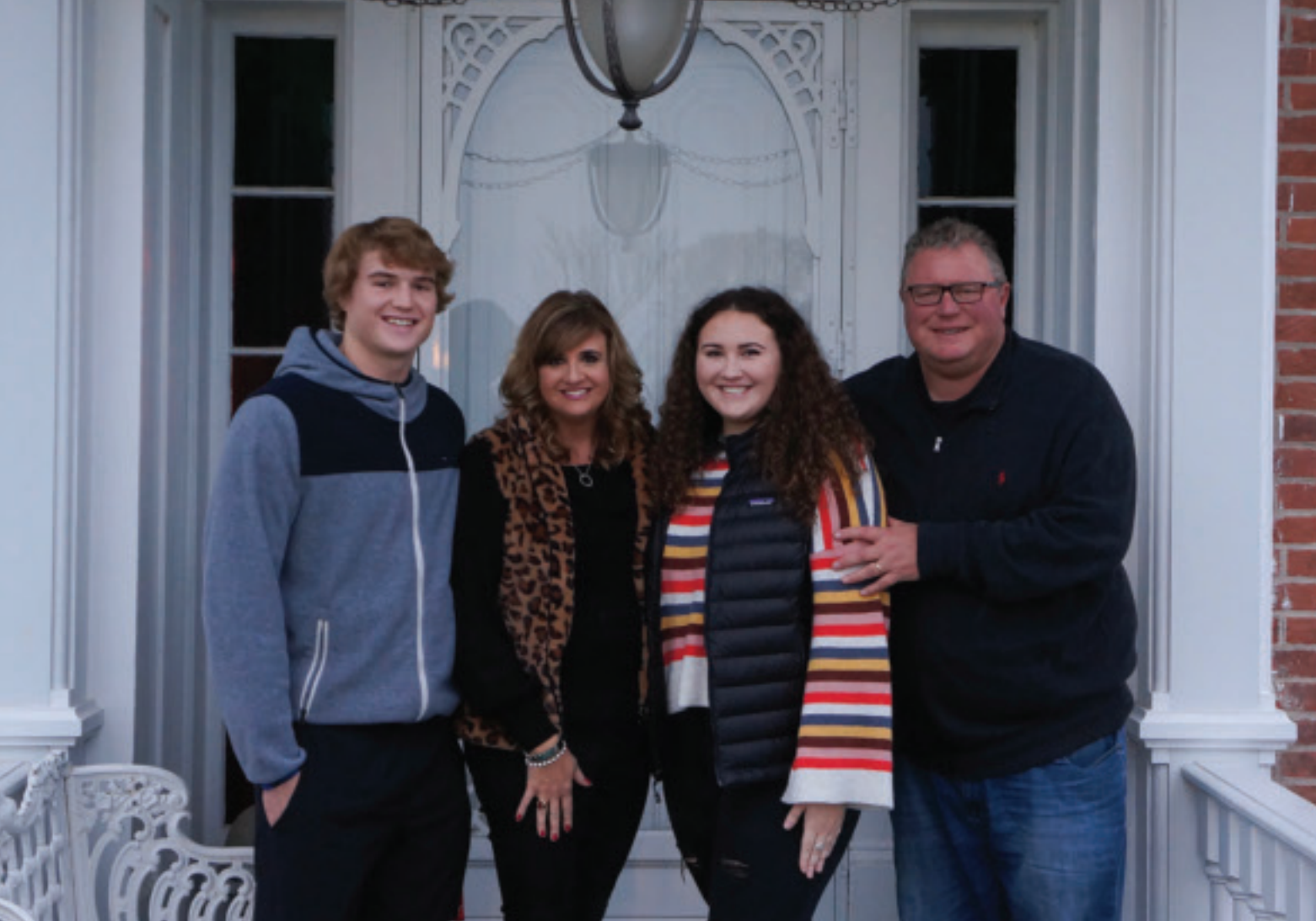
*Director of Marketing and
Member Services*



It's no secret that Jenissa Ezard is a people person. In her more than 25 years working with the co-op, culminating with her present position as Director of Marketing and Member Services, Jenissa has remained in awe of the people surrounding her. "We're like a family," she says of her coworkers, those individuals who make up the best part of working at Illinois Electric Cooperative. Of course, the membership has always held a special place in her heart, too. "It's great to be able to meet so many people from across our service area every day," she says with a smile.

Jenissa's journey with the cooperative began in 1995, and, after a few years elsewhere, resumed in 2001, when she was brought back to work with the Direct TV business. "It was really fun bringing television to people who had never had it before," she remembers of those earlier days. When Direct TV was sold in 2005, a new area for potential growth was on the rise: internet. Jenissa has seen the massive expansion of internet service in the last decade and a half, especially following the introduction of wireless internet in 2006. "Back then it was pretty new, especially for our area. Now the internet is so important to everybody ... everybody does everything through the internet."

Beginning in 2015, Jenissa's work increasingly expanded to the electric side of the business, encompassing many more consumers, and introducing her to new ideas and new people. As for what may come next for Illinois Electric, she has little doubt the co-op will find some way to develop and innovate. "We are always trying new projects — always thinking outside the box." Economic development, in particular, seems a promising area. "We touch the communities in so many different ways," Jenissa notes, highlighting the cooperative's work outside of being solely an electric business. Serving on the Morgan-Scott CEO Board, she also sees the CEO Program, offered in Morgan and Scott, Greene and Calhoun, and Pike Counties, as a tremendous indicator of IEC's progression forward, utilizing the bright talents of the region's up-and-coming population.

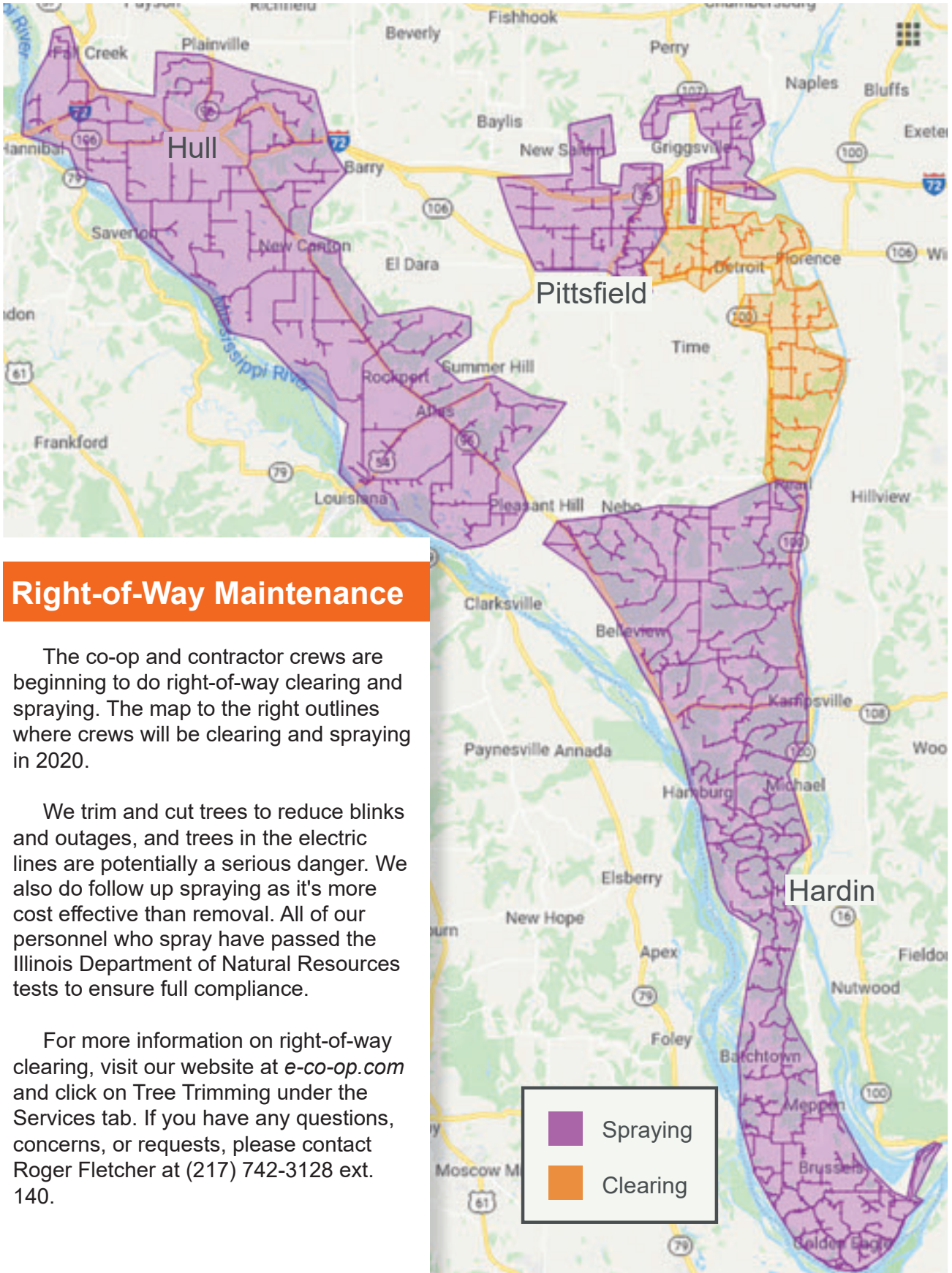


Jenissa Ezard with her son Drew, daughter Kaylee, and husband Andy.

The belief in community service which Jenissa holds so strongly ties into her personal life, as well. She is a member of the Jacksonville Art Association, the Passavant Auxiliary, the Morgan County Republican Women's Club, and the Governor Duncan Association (where she takes part in the annual Christmas Committee). She serves on the United Way Board, the PBS Board, and participates in Big Brother/Big Sister. Her husband, Andy, is the mayor of Jacksonville, and the father of their two children, Kaylee and Drew. Together, they reside in Jacksonville, where they both grew up, and where they have spent the entirety of their 22-year marriage.

Today, you can find Jenissa in her office at IEC in Winchester managing the member service representatives, busy fielding calls from members with questions or service requests, coordinating internet technicians' daily work schedules, overseeing a number of seasonal college interns, and a vast array of other tasks. "She's so good with people," says Bruce Giffin, manager of Illinois Electric Cooperative for 22 years, "that people sometimes miss the fact that she's so incredibly smart, and that nobody works any harder than she does." Regardless, one thing is almost certain: when you call her on the phone, or walk into her office, she will be smiling, in admiration of her job and the people who make IEC the place it is. "Jenissa makes this a better place," Bruce continues. "We're lucky to have her."

This article was compiled and written by Noah Sellars, one of our college interns.



Right-of-Way Maintenance

The co-op and contractor crews are beginning to do right-of-way clearing and spraying. The map to the right outlines where crews will be clearing and spraying in 2020.

We trim and cut trees to reduce blinks and outages, and trees in the electric lines are potentially a serious danger. We also do follow up spraying as it's more cost effective than removal. All of our personnel who spray have passed the Illinois Department of Natural Resources tests to ensure full compliance.

For more information on right-of-way clearing, visit our website at e-co-op.com and click on Tree Trimming under the Services tab. If you have any questions, concerns, or requests, please contact Roger Fletcher at (217) 742-3128 ext. 140.

Make Sure Your Phone Number Is Up-to-Date

Over the years, many members have done away with their landline telephones. Due to this, the co-op is sometimes unable to reach members without a current phone number in our system.

We ask that if you have changed your primary phone number or have a cell phone number that would be better to contact you through, please notify us.

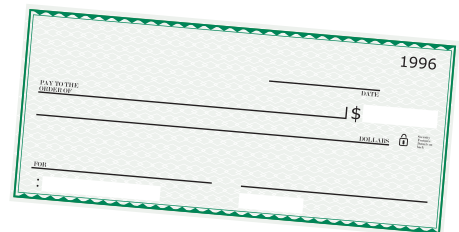
It is important to have a current number in our system so that we are able to reach you in the case of emergency.

If you believe we may not have a current number to reach you at, please give us a call at 1-800-468-4732 to update your phone number.



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