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WISCONSIN ENERGY *Cooperative* May 2022 NEWS

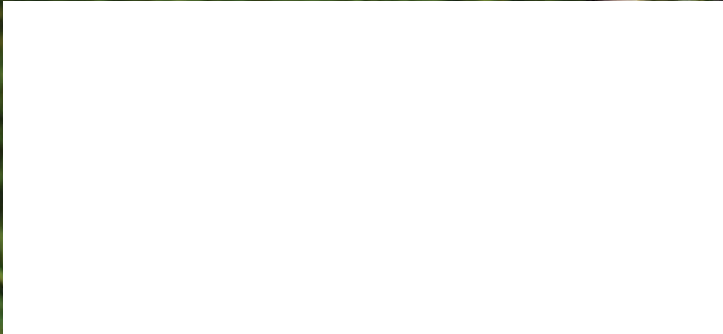
TAYLOR ELECTRIC
Cooperative
Your Touchstone Energy® Partner 

GLACIER'S GIFTS
EXPLORE THE GEOLOGICAL
WONDERS ALONG THE
CHIPPEWA MORaine

A NEW LOOK AT NUCLEAR POWER

SHINE A LIGHT ON HOME SECURITY

BEEF RECIPES





**Kenneth Ceagslke,
President/CEO**

APRIL SHOWERS BRING MAY FLOWERS

And May brings time to get outside into your yard, fields, or woods. This is the ideal time of year to bring up power line safety, since May is Electrical Safety Month. Also, we've had plenty of winter with

wind, snow, ice, and even thunderstorms this year. Be on the lookout for any equipment on our side of the meter or yours that may have been damaged and gone unnoticed through the winter. Also, look for trees or other vegetation that may have been damaged over the course of winter and now pose a hazard to the lines or your buildings. I know I can look out my window at home into the woods and finally see how much that storm in December laid on the ground.

Spring is also a good time to put your safety inspector hat on to look at the equipment you use around your home or farm. Another year has passed, so shake the urge to be complacent and look at things from the perspective of "it worked last year when I put it away, so it must be okay" and look closely for anything that may be changing slowly. From an electrical standpoint, are cords getting broken or frayed? Are all of the conduits that carry electrical wires in good shape and not cracked or damaged from frost or snow removal

equipment? Do your outlets fit snug, or are they getting sloppy? Around the yard, is this the year to replace batteries, tires, or other maintenance on powered equipment? Maybe it's that tree that keeps leaning just a little more?

May also brings us farther along in the season of annual meeting. We have a slate of candidates and we will have information in the annual report about their background. Also, the early notice of bylaw changes is published on the following two pages of this issue. One of my projects in taking over as CEO was to review the bylaws with the attorney and clean up any language that is dated or complicated to administer. That is where the list of bylaw amendments comes from this year. When you take time to look through those changes that will be voted on at the annual meeting, if you should have questions or concerns, feel free to contact me or one of your directors to get more information.

May you have a wonderful spring, and there not be any snow on Mother's Day!

Be on the lookout for any equipment on our side of the meter or yours that may have been damaged and gone unnoticed through the winter.

RESTORING POWER SAFELY AND EFFICIENTLY

We do our best to avoid them, but there's no way around it: Power outages occasionally happen. For most Taylor Electric members, outages are rare and only last a few hours. But when major storms occur, like the one that hit in December, extended outages are unavoidable.

So, when the power goes out, how do Taylor Electric crews know where to start working? It all starts with a safe, efficient plan for power restoration.

When the lights go out and it's safe for our crews to begin the restoration process, they start by repairing power lines and equipment that will restore power to the greatest number of people in the shortest time possible.

This process typically begins with repairs to the larger main distribution lines that service a great number of homes and businesses. Next, crews work on tap lines, which deliver power to transformers, either mounted on utility

poles (for above-ground service) or placed on pads (for underground service). Finally, individual service lines that run between the transformer and the home are repaired.

We can't control the weather, but we can prepare for it. Taylor Electric keeps a supply of extra utility poles, transformers, and other equipment on hand so we can quickly get to work in the event of an outage. When widespread outages occur, multiple crews will be out simultaneously working to repair damage at multiple locations. We also coordinate with nearby co-ops to bring in additional crews when necessary.

A proactive approach to maintenance helps minimize the chance of prolonged outages; this is why you see Makovsky Brush Service crews periodically trimming trees and clearing vegetation near rights-of-way. We love trees too, but it only takes one overgrown limb to knock out power for an entire

neighborhood. Trimming improves reliability for our entire community. In addition to managing vegetation, we regularly inspect utility poles, power lines, and other critical equipment to maintain a more reliable system.

If you experience a power outage, don't assume a neighbor reported it. Call the office 24/7 at 715-678-2411 to report an outage.

If you have a medical condition that requires electrical equipment, please let us know, and always have a backup plan, such as a portable generator, extra medical supplies, or moving to an alternate location until power is restored. If you plan to use a generator for backup power, read all safety information and instructions before use.

Mother Nature can be unpredictable, but as a member of Taylor Electric, you can feel confident knowing we're standing by, ready to restore power as quickly and safely as possible.

PROPOSED BYLAW AMENDMENTS

As part of an ongoing review and a continuing effort to best position the cooperative to meet the members' needs today and into the future, the board of directors and management recommend the following changes to the bylaws. New material is underlined (e.g., add these words), deletions are identified by strikethrough (e.g., ~~delete these words~~), and longer passages where there are no changes are marked by "..."

I. EXPLANATION: The following amendments are intended to limit joint memberships to joint tenant memberships with right of survivorship, eliminating the administratively more complicated option of tenancy in common.

A. Amend Article I ("Membership"), Sections 1, 3(d) and 4 of the Bylaws as follows:

Section 1. Requirements for Membership.

... Two or more persons may hold a membership ~~as tenants in common or~~ as joint tenants with right of survivorship in accordance with the terms of their application, these bylaws, and any rules of the board of directors applicable thereto. The provisions of Section 3 (c) of this Article shall apply to membership held by ~~tenants in common, and to~~ a joint membership where the holders thereof are not husband and wife.

Section 3. Joint Membership.

... (d) The records of the Cooperative shall properly show all joint memberships in the names of joint members. By writing signed by both joint members and filed with the Cooperative any joint membership may be terminated and changed to a membership ~~in common or~~ vested solely in one of the joint members.

Section 4. Conversion of Membership. A membership may be converted to a membership as ~~tenants in common or as~~ joint tenants with right of survivorship upon the written request by the holder and the agreement by the holder and the persons becoming tenants in common or joint tenants to comply with the articles of incorporation, bylaws and policies, rules and regulations adopted by the board.

B. Amend Article III ("Meetings of Members"), Sections 4 and 5 of the Bylaws as follows:

Section 4. Quorum. The number of members to constitute a quorum at a meeting of members shall be fifty (50). In case of a joint membership, ~~or a membership held by tenants in common,~~ the presence at a meeting by either joint member or both, ~~or by one of the tenants in common,~~ shall be regarded as the presence of one member. ...

Section 5. Voting. Each member shall be entitled to one (1) vote and no more upon each matter submitted to a vote at a meeting of the members. At all meetings of the members at which a quorum is present, all questions shall be decided by a vote of a majority of the members voting thereon at such meeting except as otherwise provided by law, the articles of incorporation of the Cooperative or these bylaws. Two or more persons holding a joint ~~or tenancy in common~~ membership shall jointly be entitled to one (1) vote and no more upon each matter submitted to a vote at a meeting of the members. ...

C. Amend Article IV ("Directors"), Section 2(b) of the Bylaws as follows:

(b) Qualifications. No person shall be eligible to become or remain a director or hold any position of trust in the Cooperative who: ...

When a membership is held jointly ~~or by tenants in common~~, one of the joint tenants or one of the tenants in common, but not more than

one, may be elected a director, provided, however, that such person shall not be eligible to become or remain a director or hold a position of trust in the Cooperative unless both joint tenants ~~or all tenants in common~~ shall meet the qualifications hereinabove set forth. ...

D. Amend the Bylaws by deleting any other references to tenant or tenancy in common membership wherever those references may appear.

II. EXPLANATION: The following amendments are intended to update the provisions on qualifications and terms of directors.

Amend Article IV ("Directors"), Section 2 of the Bylaws as follows:

Section 2. Tenure and Qualifications.

(a) (a) Tenure. At each annual meeting, directors shall be elected by and from the members and shall serve for three year terms or until their successors shall have been elected and qualified. ~~In the election of a director or directors to fill the unexpired term of a director or directors elected at a previous annual meeting and who subsequent thereto have died, resigned, or have been removed, then the director or directors so elected by the members as the successor or successors shall serve for the remaining portion of said unexpired term, or until their successor or successors shall have been elected and qualified. No director who is completing service of all or the major portion of a full term shall be eligible for re-election to more than four immediately succeeding full terms or any portion of an immediately succeeding unexpired term.~~ No director who has completed service for five successive full terms, ~~or four full terms and the major portion of another full term,~~ shall be eligible for re-election until the third annual meeting from the expiration of the director's last term. These limitations shall apply to the appointment by the board to fill a vacancy until the next annual meeting as well as to elections by the members.

The office of any director who is absent from any three consecutive board meetings ~~may by action of the board be deemed vacated shall thereby become vacated.~~ The remaining directors shall then have power to elect a successor to serve ~~until the next meeting of the members the remainder of the term and they may elect as such successor the director whose office is so vacated if they deem that the continued absence of such director was due to illness or other cause beyond the director's control.~~

(b) Qualifications. No person shall be eligible to become or remain a director or hold any position of trust in the Cooperative who:

(1) is not an active member receiving electric service from the Cooperative at his or her place of permanent residence, or ...

(c) Disqualification.

...
(2) upon the establishment of the fact that any person already holding a position of director may lack eligibility to become or remain a director, it shall be the duty of the directors, upon reasonable notice to the person whose eligibility is in question, to hold a hearing on such matter.

The directors shall find and determine whether such person is ineligible to remain a director under the qualifications provided in these bylaws. In making such determination, the director whose eligibility is being considered may not vote. If the remaining directors determine by a majority vote that the person is ineligible, his or her office as a director shall forthwith become vacant.

The remaining directors shall appoint a successor to serve the remaining term until the next membership meeting.

III. EXPLANATION: The following amendments are intended to bring additional efficiencies to the Cooperative's meetings and business or add clarity and consistency.

A. Amend Article I ("Membership"), Section 7 of the Bylaws as follows:

Section 7. Termination of Membership.

(a) Any member may withdraw from membership upon compliance with such uniform terms and conditions as the board may prescribe. Subject to any regulations imposed by lawful authority, the board may, by the affirmative vote of not less than two-thirds (2/3) of all members of the board, expel any member who fails to comply with any of the provisions of the articles of incorporation, bylaws or reasonable policies, rules or regulations adopted by the board, but only if such member shall have been given written notice by the Cooperative that such failure makes him liable to expulsion and such failure shall have continued for at least ten (10) days after such notice was given.

B. Amend Article III ("Meetings of Members"), Sections 1 and 7 of the Bylaws as follows:

Section 1. Annual Meeting. The annual meeting of the members shall be held on a date not later than June 30 of each year at such time and place within one of the counties in which the Cooperative provides service as shall be determined by the board of directors and which shall be designated in the notice of the meeting, for the purpose of electing board members, passing upon reports for the previous fiscal year, and transacting such other business as may come before the meeting. ...

Section 7. Order of Business. The order of business at the annual meeting of the members, and so far as possible, at all other meetings of the members shall be essentially as follows include the following: ...

C. Amend Article IV ("Directors"), Sections 5, 6 and 9 of the Bylaws as follows:

Section 5. Compensation. Directors, as such, shall not receive any salary for their services, but may be allowed a meeting per diem and expenses of attending committee meetings and meetings of the board of directors. ... No close relative of a director, or of a regular employee, as defined in board policy, may receive compensation for serving the Cooperative as a regular employee unless such compensation shall be specifically authorized by a vote of the board of directors (excluding the related director) or of the members. No director shall be employed as a regular employee of the Cooperative discharging normally routine work. The term "close relative" as used in this section applies to the following: son, daughter, mother, father, sister, brother, spouse and stepfather, stepmother, stepson, stepdaughter, half-sister and half-brother, whether by blood or marriage.

Section 6. Policies, Rules and Regulations. The board shall have power to make and adopt such policies, rules and regulations, not inconsistent with law, the articles of incorporation or these bylaws, as it may deem advisable for the management of the business and affairs of the Cooperative. Such policies, rules and regulations shall be binding upon all members provided that they receive the cooperative

provides notice of the substance of any changes in the policies, rules and regulations affecting the terms and conditions of their service. ...

Section 9. Removal of Board Member by Members. Any member may bring charges against a board member and, by filing with the Secretary such charges in writing together with a petition signed by at least ten percentum of the members or 300, whichever is the lesser, may request the removal of such board member by reason thereof. Upon receipt of such petition it shall be the duty of the Chairman or the board of directors to call a special meeting of the members to hear the same. Such board member shall be informed in writing of the charges at least ten days prior to the meeting of the members at which the charges are to be considered and shall have an opportunity at the meeting to be heard in person or by counsel and to present evidence in respect of the charges; and the person or persons bringing the charges against him the board member shall have the same opportunity. ...

D. Amend Article V ("Meetings of Board"), Section 5(b) of the Bylaws as follows:

Section 5. Meetings Conducted by Electronic Means.

...

(b) If a meeting will be conducted through the use of any means described in par. (a), all participating directors shall be informed that a meeting is taking place at which official business may be transacted. A director participating in a meeting by any means described in par. (a) is deemed to be present in person at the meeting. If requested by a director, minutes of the meeting shall be prepared and distributed to each director.

E. Amend Article VII ("Non-Profit Operation"), Section 5 of the Bylaws as follows:

Section 5. Classification of Business. ... If, however, the costs and expenses chargeable or allocable against any one or more classes of business exceed the receipts from all patrons within such class or classes of business, then such deficit shall be charged against the patronage margins otherwise assignable to any remaining class or classes of business, on a dollar volume patronage business basis, so that in no year shall there be credited to patrons as patronage capital an amount greater than the excess of receipts from all patrons over the costs and expenses of doing business with all patrons. ...

F. Amend Article X ("Miscellaneous"), Sections 1(a) and 3 of the Bylaws as follows:

Section 1. Membership in Other Organizations.

(a) Membership: The Cooperative shall not become a member of any other organization without a two-thirds (2/3) vote of the board of directors or an affirmative vote of the members at a meeting called as provided in these bylaws, and the notice of said meeting shall specify that action will be taken upon such proposed membership as an item of business. ...

Section 3. Contributions. The board of directors shall have the power, in furtherance of the Cooperative's responsibility as a business citizen and in furtherance of the general welfare of the citizens of the community in which it operates, to make reasonable contributions of funds, deemed to be in the interest of the general public, as well as the members, provided, that such contributions shall be non-political and non-sectarian in nature, and where applicable the purpose for which such contribution is made shall be non-discriminatory and shall benefit the members of the Cooperative as well as the general public without regard to race, color or creed; provided further, that no contribution to one organization shall exceed the sum of \$1,000.00 in any one year



CALLING ALL THIRD-GRADERS:

Enter the WECA Safety Poster Contest

May is Electric Safety Month, and the Wisconsin Electric Cooperative Association (WECA) is seeking entries for the 2022 electrical safety poster contest. All local third-grade children whose parents are members of the cooperative are invited to submit an original poster that supports electrical safety. All who enter will have a chance to win local and state-level prizes. Just bring your original artwork to Taylor Electric by **May 31** for your chance to win the local prize of a **\$25 gift card**. We will then choose three to send on to WECA for the state-level prizes which include:

- 1st – Chromebook**
- 2nd - \$100 gift card**
- 3rd - \$75 gift card**

Sharpen your crayons and get those "bright" minds thinking!



Safety Poster Contest

Registration and Rules Form

Form **MUST** be filled out completely to be entered into the contest.

Student's Name: _____ Student's Age: _____

Student's School: _____

Parents/Guardian Name: _____

Parents/Guardian Email: _____

Parents/Guardian Phone Number: _____

Mailing Address: _____

City, State, Zip _____

Electric Cooperative: _____

By entering the contest, each contestant and/or parent/guardian agrees the submission is the artist's original work and consents to use of the artist's first and last name and artwork in publications, exhibits, displays, social media, and websites, as determined by the local electric cooperative and the Wisconsin Electric Cooperative Association. Original drawing/artwork will not be returned to the participant.

Rules:

- Free entry
- One entry per third grade student
- The poster must be themed around Electrical Safety
- No computer generated images will be accepted
- Poster should be at least 8.5x11-inches, but no larger than 11x14-inches
- Entries must include completed entry form (above)
- Student's name must be written on the back of the poster
- Entries must be submitted to your local electric cooperative **no later than May 31, 2022**

To learn more about electrical safety, check out these great videos:

<https://www.youtube.com/watch?v=8YXMGIVcYU>
https://www.youtube.com/watch?v=9VI_x-Az_w4
<https://www.youtube.com/watch?v=RGyuKKf8pxl>

https://www.youtube.com/watch?v=3_pA0jeI5w8&t=16s
<https://www.youtube.com/watch?v=PYKrVN63690>
<https://www.youtube.com/watch?v=6PgWGoZUnsk&t=59s>



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