

NOTICE OF ANNUAL MEETING

Rock Energy Cooperative

April 7, 2025 • 5:30 p.m.

NOTICE IS HEREBY GIVEN that the annual meeting of Rock Energy Cooperative will be held at the Eclipse Center, Beloit, Wisconsin, on Monday, the 7th day of April, 2025, at 5:30 p.m. for the purpose of transacting whatever business may lawfully come before it. The order of business pursuant to the Bylaws shall be as follows:

1. Call to Order. Quorum Determination
2. Reading of Notice of Meeting
3. Approval of Minutes of Previous Annual Meeting
4. Reports of Officers, Directors, and Committees
5. Election of Three (3) Directors
6. Unfinished Business
7. New Business
8. Adjournment

Dated this 7th day of March, 2025.

Marian Trescher, secretary,
Rock Energy Cooperative

- Members must attend this meeting if they wish to vote on co-op business items.
- Only one ballot per member will be issued at time of registration.
- Proxy and absentee voting are not allowed.

2025

89th ANNUAL MEETING PROGRAM

Doors Open..... 4:30 p.m.

Annual Meeting..... 5:30 p.m.

- Including Scholarship Presentation

Dinner..... 6:30 p.m.

DINNER MENU

- Herb Baked Chicken with Dijon Cream Sauce
- Garlic Mashed Potatoes
- House Salad & Roles
- Green Bean Almondine
- Chocolate Cake
- Water & Coffee

MEET YOUR DIRECTOR CANDIDATES

DISTRICT 2



MARIAN TRESCHER

Incumbent Candidate

Marian Trescher, the incumbent director for District 2, lives on her family farm in Milton Township.

She currently serves as secretary of Rock Energy and is a member of the state education committee. Trescher is completing her 17th year on the board. She has received her Credentialed Cooperative Director, Board Leadership, and Gold certificates from the National Rural Electric Cooperative Association after completing the required courses.

Trescher retired from teaching after spending 27 years in the Milton and Janesville school systems. She graduated from UW-La Crosse and UW-Whitewater with

degrees in teaching. Trescher's experience includes the following:

- Milton Town Board (Supervisor)
- Town of Milton Planning and Zoning Board (Chairman)
- Milton Joint Fire Commission
- Milton Grange (Secretary)
- Chief Township Election Inspector

Her past community involvement includes being a 4-H leader and advisory board member; Milton United Methodist Church Sunday School teacher, superintendent, and trustee; Edgerton Hospital Auxiliary officer; as well as many local and state offices in the Order of Eastern Star.

"I will continue to dedicate the time and effort needed to educate myself on the issues to better serve all our members. I would appreciate the opportunity to represent you for another term on the board."

DISTRICT 4

Todd Thompson, the incumbent director for District 4, was elected to the Rock Energy Cooperative Board of Directors on September 2022. During his first term, Thompson served on the Policy Committee and the Labor Committee. He also completed education through the National Rural Electric Cooperative Association earning his Board Leadership Certificate (BLC), the Credentialed Cooperative Director Certificate (CCD), and achieving his Director Gold Credential (DGC).

Thompson said he has a passion for fostering an environment where cooperative members receive affordable, safe, and dependable electricity, as well as researching ways to protect the power grid, learning about alternative energy resources that may be viable options for co-op members, and being an advocate for how governance and policy impacts co-op members.

"I would be honored to be re-elected for another term on the Rock Energy Cooperative Board, and if re-elected, will continue to improve/enhance my abilities to ensure members receive safe, reliable and cost-efficient electric and gas service."



TODD THOMPSON

Incumbent Candidate

MEET YOUR DIRECTOR CANDIDATES (continued)

DISTRICT 9



DAVID DIESTLER

David Diestler is a marketing consultant and zoning officer. He lives in Janesville Township and has been a co-op member for 23 years. Diestler has a master's degree in marketing from UW-Whitewater. He is currently semi-retired and also working as a commercial & residential indoor environmental specialist.

His experience includes working as fair park director for Jefferson County, executive director of the American Red Cross, and owner of Intrigue Marketing Inc. He has also taught classes at Blackhawk Technical College and served

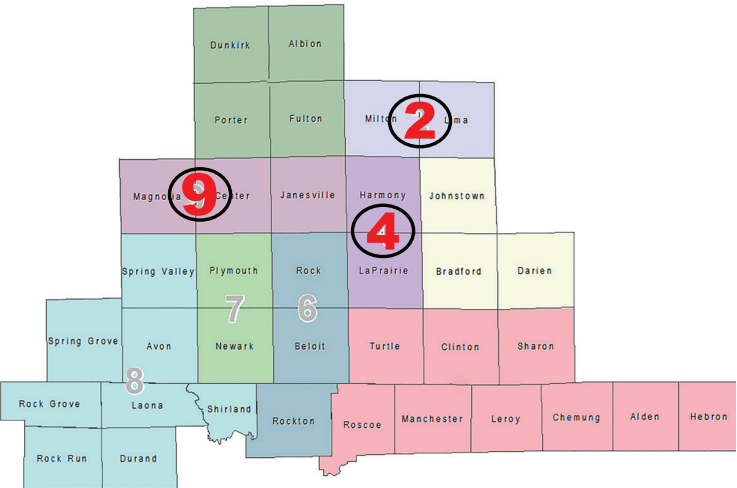
on the Rock County Board. He is currently a zoning officer for the Town of Rock.

He is currently the Executive Director and original organizer of a non-profit organization called SWEPT - Southern Wisconsin Emergency Preparedness Team, Inc. It is an all volunteer, 501(C)3 non-profit organization, providing 24/7 emergency response for fire & law enforcement First Responders in Rock County. They respond to major events where First Responders will need rehab.

"I have always been interested in utility companies and building a strong infrastructure. I am also very interested in alternative sources of energy, best practices to produce energy, and long-term solutions to our energy consumption."

Districts Up For Election Are:

- **DISTRICT 2**
Milton and Lima townships in Wisconsin
- **DISTRICT 4**
Harmony and LaPrairie townships in Wisconsin
- **DISTRICT 9**
Magnolia, Janesville and Center townships in Wisconsin



REGISTER TO ATTEND THE ANNUAL MEETING

Registration Ends on MARCH 21

(YOU MUST REGISTER IN ADVANCE TO
ATTEND)

TO REGISTER, GO TO:
ROCK.COOP/ANNUAL-MEETING
OR
CLICK ON THE QR CODE HERE:



REPORT FROM:

Chief Executive Officer & Chairman of the Board

For 89 years Rock Energy Cooperative has been providing members with safe and reliable energy at an affordable cost. That commitment to you remains as strong today as it was in 1936 when the co-op was founded. By receiving electricity and/or natural gas from Rock Energy, you're a member. As a member, you have the right to select the men and women who represent you on the board of directors. Rock Energy's directors are your neighbors—people who know and care about the local community. They want affordable energy bills and the comfort of knowing that their lights will turn on when they flip a switch as much as you do.

At the annual meeting and throughout the year, we attempt to communicate about issues that impact our members. We keep you informed about the financial condition of the co-op, tell you when situations arise that could affect your bill or service, and educate you about the issues involved. We want you to continue to stay informed and connected with us as national energy initiatives and regulations are rolled out. Providing affordable and dependable electricity is becoming a huge challenge for the nation and your co-op. The initiatives for dependable and affordable power must remain front and center in this nation's and your cooperative's planning. We can't afford to take for granted the energy resources we've enjoyed.



Shane Larson,
Chief Executive Officer



Clark Schoonover,
Chairman of the Board

Financial Stability

The cooperative is in solid financial condition. All obligations in 2024 were satisfied, and we expect another positive year in 2025. We encourage you to review the financial statement on page 17.

As a member of the cooperative, you participate financially in the form of capital credits. That money is used as working capital to operate, maintain, and upgrade the co-op's energy distribution system. When the co-op's financial situation allows, some of that capital is returned. In 2024, Rock Energy distributed more than \$1.2 million to current and past members. Since the co-op was founded 89 years ago, more than \$27 million has been paid back.

Your economic participation in Rock Energy is one of the many qualities that make energy co-ops different from other types of utilities. While profits are very important, they do not drive us as a not-for-profit cooperative. We exist for the mutual benefit of our members, and those benefits include capital credits. We don't need to make profits for out-of-town investors. We exist solely for our members.

Continued Improvement

The co-op also continues to maintain and improve its electric and natural gas distribution infrastructure. These enhancements not only provide you with needed energy, but they also help officials attract new business and industry to our communities.

We truly appreciate the opportunity to be your energy provider and hope to visit with you on April 7.

89th Annual Meeting Monday, April 7, 2025

- Eclipse Center in Beloit
- Doors Opens at 4:30 p.m. (day of event)
- Meeting Begins at 5:30 p.m.

Other activities will include:

- Plated, Sit-down Dinner
- REC Scholarship Presentation
- Director Elections For Districts 2, 4, & 9
- Prize Giveaways

To attend the annual meeting, you must register in advance. You can register on-line or by calling 866-752-4550.

**TO REGISTRATION
ON-LINE, GO TO:
Rock.coop/annual-meeting
or click on the
QR code here.**



Registration Deadline: MARCH 21

2024 IN REVIEW

2024 was a very busy and eventful year for Rock Energy Cooperative and its members! Here is a quick pictorial review of some of the events that took place in 2024.

Rock Energy was part of the Hurricane Helene relief effort. ▶



Rock Energy takes part in the South Beloit Night Out event. ▶



Lakeside Fire-Rescue accepts a Rock Energy Community Grant. ◀



In February 2024, a tornado touched down on Rock Energy lines and Rock Energy crews respond. ◀



Rock Energy presents a Community Grant to Tri-District Ambulance. ▶



Rock Energy youth take part in the annual Youth Leadership Conference. ▶





ROCK ENERGY COOPERATIVE

Statement of Revenue & Patronage Capital (subject to audit)

	Years Ended December 31,	
	2023	2024
Operating Revenue	\$ 63,895,409	\$ 64,822,136
Operating Expenses:		
Cost of Power	40,704,175	40,937,549
Distribution- Operations	1,955,786	2,032,821
Distribution- Maintenance	4,685,221	4,588,068
Member Accounts	1,287,545	1,379,973
Member Service & Information	403,719	452,169
Administrative & General	3,067,357	2,998,267
Depreciation	5,447,483	5,646,905
Taxes	508,206	517,415
Other Deductions	189,331	186,041
Total Operating Expenses	58,248,823	58,739,208
Operating Margins - Before Interest	5,646,586	6,082,928
Interest Charges:		
Interest on Long-Term Debt	2,418,601	2,506,898
Interest on Short-Term Debt	232,136	139,418
Total Interest Charges	2,650,737	2,646,316
Operating Margins - After Interest	2,995,849	3,436,612
3rd Party Patronage Capital Allocations	353,152	247,323
Net Operating Margins	3,349,001	3,683,935
Non-Operating Income:		
Interest Income	161,457	136,112
Equity Investments & Other	335,796	914,193
Total Non-Operating Income	497,253	1,050,305
Net Margins for Period	3,846,254	4,734,240
Accumulated Margins - Beginning of Period Total	51,149,068	53,225,189
Margins Before Capital Credit Retirements	54,995,322	57,959,429
Retirement of Capital Credits	1,770,133	1,815,335
Accumulated Margins - End of Period	\$ 53,225,189	\$ 56,144,094

Balance Sheet (subject to audit)

	As of December 31,	
	2023	2024
ASSETS		
Utility Plant:		
In Service	\$ 166,416,409	\$ 172,983,961
Construction Work in Process	3,623,349	3,512,282
	170,039,758	176,496,243
Less: Accumulated Depreciation	59,616,958	63,949,508
Net Utility Plant	110,422,800	112,546,735
Investments:		
Associated Organizations	5,233,184	5,312,392
Other Investments	3,581,763	3,883,458
Total Investments	8,814,947	9,195,850
Current Assets:		
Cash & Temporary Investments	1,923,573	386,599
Accounts Receivable	4,180,930	5,255,940
Inventory, Materials & Supplies	2,109,298	2,163,158
Other current assets	514,582	507,230
Total Current Assets	8,728,383	8,312,927
Deferred Debits	1,591,591	1,489,233
Total Assets	\$ 129,557,721	\$ 131,544,745
EQUITIES & LIABILITIES		
Equities:		
Accumulated Margins	\$ 53,225,189	\$ 56,144,094
Other Equities	1,749,151	1,784,288
Total Equities	54,974,340	57,928,382
Long-Term Obligations	55,293,362	52,148,928
Current Liabilities:		
Current Maturities of Long-Term Debt	3,081,764	3,153,798
Notes Payable- Line of Credit	-	2,056,241
Accounts Payable	6,618,886	7,574,662
Member Deposits	506,085	474,660
Accrued Taxes	667,456	681,443
Other Current Liabilities	2,877,255	3,111,897
Total Current Liabilities	13,751,446	17,052,700
Deferred Credits	5,538,573	4,414,735
Total Equities & Liabilities	\$ 129,557,721	\$ 131,544,745

88th Annual Meeting Minutes

Rock Energy Cooperative 88th Annual Meeting – April 8, 2024

Chairman Clark Schoonover welcomed all in attendance at the 88th annual meeting of Rock Energy Cooperative on Monday, April 8, 2024, at the Eclipse Center in Beloit, WI. He called the meeting to order at 5:30 p.m. A quorum was declared with 150 voting members in attendance. Introductions of the board of directors, CEO, and attorney were made.

The reading of the notice of the meeting was waived by unanimous consent. The minutes of the previous annual meeting were approved as printed. The year-end financial reports were printed in the March magazines for review by members. A motion was made, seconded, and carried to approve the reports as presented.

Chairman Schoonover and CEO Larson addressed the 399 attendees at the Very Special Solar Eclipse evening. It was the first sit-down full meal catered by the Hoffman House since COVID changed our annual meetings. CEO Larson recalled the annual meeting in 2006 held at the Holiday Inn Express in Janesville that welcomed 850 attendees. Many changes have taken place since then.

Great employees and directors with vision have kept Rock Energy financially strong and growing. Our weather has had 20% lower heating degree days resulting in 9% less therms of natural gas usage. Electric and natural gas costs have gone up significantly. Demand costs went up 54% in the last three years. \$8.4 million has been invested in the plant.

Inflation also affected our costs. Big issues included an ice storm and the first ever tornado in February 2024. Slides of the damage were shown. Drone photos were valuable for linemen to view the area in order to assess the needs to make necessary repairs.

Attorney Niles Berman conducted the election of directors. The reading of the nominating committee minutes was waived by unanimous consent. The minutes were approved as printed in the magazines. The candidates were District 1: Barb Miller, incumbent, District 3: Theresa Huber, incumbent, and District 5: Bill Fischer, incumbent. Since all the candidates were uncontested, pursuant to the Bylaws, a voice vote was taken. All three were elected unanimously.

There was no unfinished business.

One question from the membership was addressed as new business. A few other questions were given to staff for personal phone answers to the members following the annual meeting.

Drawings resulted in two members receiving an \$88 credit toward their monthly energy bill.

Attorney Niles Berman was presented with a plaque honoring his service to Rock Energy Cooperative as our attorney since 2013 following the death of long-time attorney, David Collins. Niles was a strong advocate for Wisconsin electric cooperatives for 49 years. His knowledge and presence will be greatly missed.

The business meeting adjourned at 5:58 p.m.

Respectfully submitted,
Marian Trescher, Secretary

Shane Larson, CEO

P.O. Box 1758, 2815 Kennedy Rd., Janesville, WI 53547
P.O. Box 126, 15229 Willowbrook Rd., South Beloit, IL 61080
866-752-4550

Jonas Berberich, Editor

Nominating Committee Minutes

Rock Energy Cooperative Nominating Committee Minutes January 14, 2025

The nominating committee of the Rock Energy Cooperative met at Cooperative Headquarters on January 14, 2025. The meeting was called to order at 2:02 p.m.

Those in attendance:

- Clark Schoonover - Board Chairman
- Shane Larson - CEO

Nominating Committee Members:

- Bob Cunningham - District 2
- Pollie McCarthy - District 4 (via phone)
- Deb Topel - District 9

ELECTION OF COMMITTEE CHAIRPERSON:

A motion was made, seconded, and carried unanimously, to elect Deb Topel as Committee Chairperson.

ELECTION OF COMMITTEE SECRETARY:

A motion was made, seconded, and carried unanimously, to elect Bob Cunningham as Committee Secretary.

NOMINATING COMMITTEE DUTIES:

CEO Larson reviewed cooperative policies dealing with board positions and nominations. A handout was provided mailed to each committee member outlining director duties and qualifications.

NAMES PLACED IN NOMINATION:

After discussion, the committee voted to place the following members in nomination at the 2025 Annual meeting:

- District 2: Marian Trescher
- District 4: Todd Thompson
- District 9: David Diestler

Being no future business for the committee, the meeting adjourned at 2:18 p.m.

Committee Secretary,
Bob Cunningham

