



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form 990



Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter social security numbers on this form as it may be made public

▶ Information about Form 990 and its instructions is at www.irs.gov/form990

OMB No 1545-0047

2014

Open to Public Inspection

A For the 2014 calendar year, or tax year beginning 01-01-2014 , and ending 12-31-2014

B Check if applicable ☐ Address change ☐ Name change ☐ Initial return ☐ Final return/terminated ☐ Amended return ☐ Application pending	C Name of organization Prairie Power Inc		D Employer identification number 37-1013955
	% LYNDON GABBERT Doing business as		
	Number and street (or P O box if mail is not delivered to street address)	Room/suite	E Telephone number (217) 245-6161
	City or town, state or province, country, and ZIP or foreign postal code SPRINGFIELD, IL 62711		G Gross receipts \$ 149,925,529
	F Name and address of principal officer LYNDON GABBERT 3130 PLEASANT RUN SPRINGFIELD,IL 62711		
I Tax-exempt status ☐ 501(c)(3) ☒ 501(c) (12) ◀ (insert no) ☐ 4947(a)(1) or ☐ 527		H(a) Is this a group return for subordinates? ☐ Yes ☒ No H(b) Are all subordinates included? ☐ Yes ☐ No If "No," attach a list (see instructions)	
J Website: ▶ WWW PPI COOP		H(c) Group exemption number ▶	

K Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶	L Year of formation 1963	M State of legal domicile IL
--	---------------------------------	-------------------------------------

Part I

Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities PRAIRIE POWER, INC IS A MEMBER-OWNED NOT-FOR-PROFIT, ELECTRIC GENERATION AND TRANSMISSION COOPERATIVE LOCATED IN SPRINGFIELD, ILLINOIS		
2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets			
Revenue	3 Number of voting members of the governing body (Part VI, line 1a)	3	20
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	20
	5 Total number of individuals employed in calendar year 2014 (Part V, line 2a)	5	56
	6 Total number of volunteers (estimate if necessary)	6	
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
	b Net unrelated business taxable income from Form 990-T, line 34	7b	0
	Expenses	8 Contributions and grants (Part VIII, line 1h)	Prior Year
9 Program service revenue (Part VIII, line 2g)		51,047	10,000
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)		130,411,927	143,497,271
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		2,361,338	2,682,284
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)		2,522,443	2,450,031
13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)		135,346,755	148,639,586
14 Benefits paid to or for members (Part IX, column (A), line 4)		51,047	10,000
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)		0	0
16a Professional fundraising fees (Part IX, column (A), line 11e)		8,957,770	8,887,409
b Total fundraising expenses (Part IX, column (D), line 25) ▶ 0	0	0	
Net Assets or Fund Balances	17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)		
	18 Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	120,885,942	132,246,197
	19 Revenue less expenses Subtract line 18 from line 12	129,894,759	141,143,606
		5,451,996	7,495,980
		Beginning of Current Year	End of Year
	20 Total assets (Part X, line 16)	599,616,637	604,669,263
	21 Total liabilities (Part X, line 26)	503,044,259	501,103,263
22 Net assets or fund balances Subtract line 21 from line 20	96,572,378	103,566,000	

Part II

Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

Sign Here	***** Signature of officer	2015-11-09 Date			
	LYNDON GABBERT VP FINANCE & ACCOUNTING Type or print name and title				
Paid Preparer Use Only	Print/Type preparer's name Troy Lindsey	Preparer's signature Troy Lindsey	Date 2015-11-09	Check ☐ if self-employed	PTIN P01041237
	Firm's name ▶ BKD LLP	Firm's EIN ▶			
	Firm's address ▶ 225 NORTH WATER ST SUITE 400 DECATUR, IL 62523	Phone no (217) 429-2411			

May the IRS discuss this return with the preparer shown above? (see instructions) ☐ Yes ☐ No

Part III

Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

1

Briefly describe the organization's mission

PRAIRIE POWER, INC IS A MEMBER-OWNED, NOT-FOR-PROFIT, ELECTRIC GENERATION AND TRANSMISSION COOPERATIVE LOCATED IN SPRINGFIELD, ILLINIOS PPI PRODUCES, PURCHASES AND DELIVERS ELECTRIC POWER AND ENERGY TO ITS 10 MEMBER-OWNED ELECTRIC DISTRIBUTION COOPERATIVE MEMBERS PPI'S DISTRIBUTION COOPERATIVES PROVIDE RETAIL ELECTRIC SERVICE TO RESIDENTIAL, AGRICULTURAL, COMMERCIAL AND INDUSTRIAL CONSUMER-MEMBERS THROUGHOUT CENTRAL ILLINOIS

2

Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

Yes

No

If "Yes," describe these new services on Schedule O

3

Did the organization cease conducting, or make significant changes in how it conducts, any program services?

Yes

No

If "Yes," describe these changes on Schedule O

4

Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a

(Code) (Expenses \$ including grants of \$) (Revenue \$)

ELECTRIC PURCHASES - PURCHASED AND GENERATED KILOWATT HOURS OF ELECTRICITY FOR SALE TO MEMBER SYSTEMS

4b

(Code) (Expenses \$ including grants of \$) (Revenue \$)

TRANSMISSION OF ELECTRICITY - TRANSMISSION OF ELECTRICITY FROM THE GENERATOR TO OUR MEMBER SYSTEMS

4c

(Code) (Expenses \$ including grants of \$) (Revenue \$)

DISTRIBUTION OF ELECTRICITY - DISTRIBUTION OF ELECTRICITY FROM THE SUBSTATION TO OUR MEMBER SYSTEMS

4d

Other program services (Describe in Schedule O)

(Expenses \$ including grants of \$) (Revenue \$)

4e

Total program service expenses

Form 990 (2014)

Part IV

Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	1	No
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)? 	2	Yes
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	3	No
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II	4	
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III	5	No
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I 	6	No
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II 	7	No
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III 	8	No
9 Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV 	9	No
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V 	10	No
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI 	11a	Yes
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII 	11b	Yes
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII 	11c	No
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX 	11d	No
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X 	11e	Yes
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X 	11f	No
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII 	12a	Yes
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional 	12b	No
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	13	No
14a Did the organization maintain an office, employees, or agents outside of the United States?	14a	No
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV	14b	No
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? If "Yes," complete Schedule F, Parts II and IV	15	No
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? If "Yes," complete Schedule F, Parts III and IV	16	No
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)	17	No
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II	18	No
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III	19	No
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H	20a	No
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b	

Part IV

Checklist of Required Schedules (continued)

21	Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21	Yes	
22	Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22		No
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>	24a	Yes	
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		No
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		No
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		No
25a	Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a		
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b		
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i>	26	Yes	
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>	27		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c		No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29		No
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	34	Yes	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	Yes	
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b		No
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36		
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	38	Yes	

Part V

Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.		
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.		
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	Yes	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.		
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	Yes	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	Yes	
3b	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O.	Yes	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		No
b	If "Yes," enter the name of the foreign country: _____ See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		No
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		No
5c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		No
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		
7d	If "Yes," indicate the number of Forms 8282 filed during the year.		
7e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
7g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
7h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?		
9a	Did the sponsoring organization make any taxable distributions under section 4966?		
9b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
10a	Initiation fees and capital contributions included on Part VIII, line 12.		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		
11	Section 501(c)(12) organizations. Enter:		
11a	Gross income from members or shareholders.	134,275,631	
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).	14,368,214	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
13b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.		
13c	Enter the amount of reserves on hand.		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		No
14b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.		

Part VI

Governance, Management, and Disclosure

For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year		
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O		
1b	Enter the number of voting members included in line 1a, above, who are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	No
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	No
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5	No
6	Did the organization have members or stockholders?	6	Yes
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	Yes
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	Yes
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	a The governing body?	8a	Yes
8b	b Each committee with authority to act on behalf of the governing body?	8b	Yes
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9	Yes

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a	No
10b	b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes
	b Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	12a	Yes
12b	b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes
12c	c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	Yes
13	Did the organization have a written whistleblower policy?	13	Yes
14	Did the organization have a written document retention and destruction policy?	14	Yes
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	a The organization's CEO, Executive Director, or top management official	15a	Yes
15b	b Other officers or key employees of the organization	15b	No
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	No
16b	b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b	

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed	AZ , CA , IL , IN , NC
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c) (3)s only) available for public inspection. Indicate how you made these available. Check all that apply. ☐ Own website ☐ Another's website ☒ Upon request ☐ Other (explain in Schedule O)	
19	Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year	
20	State the name, address, and telephone number of the person who possesses the organization's books and records	LYNDON GABBERT 3130 PLEASANT RUN SPRINGFIELD,IL 62711 (217) 245-6161

Part VII

Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☒ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			

[illegible]

1b	Sub-Total			
c	Total from continuation sheets to Part VII, Section A			
d	Total (add lines 1b and 1c)	2,299,950	0	831,764

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization▶14

		Yes	No
3	Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3	No
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	4	Yes
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>	5	No

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
BBC ELECTRICAL SERVICE INC, 5467 S HIGHWAY 43 JOPLIN, MO 64804	CONTRACTOR	3,806,477
BLOOMSDALE EXCAVATING CO INC, PO BOX 86 BLOOMSDALE, MO 63627	CONTRACTOR	1,975,005
PROENERGY, PO BOX 677066 DALLAS, TX 752677066	CONTRACTOR	1,368,436
SICILIANO INC, 3601 WINCHESTER ROAD SPRINGFIELD, IL 62707	CONTRACTOR	834,394
MARTIN ENGINEERING COMPANY, 3223 S MEADOWBROOK ROAD SPRINGFIELD, IL 62711	CONTRACTOR	676,665

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization 23

Part VIII

Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c				
	d	Related organizations	1d				
	e	Government grants (contributions)	1e	10,000			
	f	All other contributions, gifts, grants, and similar amounts not included above	1f				
	g	Noncash contributions included in lines 1a-1f \$					
	h	Total. Add lines 1a-1f		10,000			
Program Service Revenue			Business Code				
	2a	DISTRIBUTION REVENUE	221000	1,566,471	1,566,471		
	b	ELECTRIC SALES	221000	141,930,800	141,930,800		
	c						
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f		143,497,271			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		2,269,485		2,269,485	
	4	Income from investment of tax-exempt bond proceeds		0			
	5	Royalties		0			
	6a	(i) Real		(ii) Personal			
		28,909					
		28,909		0			
	b	Less rental expenses					
	c	Rental income or (loss)					
	d	Net rental income or (loss)		28,909			28,909
	7a	(i) Securities		(ii) Other			
		1,269,332		429,410			
		1,285,943					
	b	Less cost or other basis and sales expenses					
	c	Gain or (loss)		-16,611	429,410		
	d	Net gain or (loss)		412,799			412,799
	8a	Gross income from fundraising events (not including \$ of contributions reported on line 1c) See Part IV, line 18					
	a						
	b	Less direct expenses					
	c	Net income or (loss) from fundraising events		0			
	9a	Gross income from gaming activities See Part IV, line 19					
	a						
b	Less direct expenses						
c	Net income or (loss) from gaming activities		0				
10a	Gross sales of inventory, less returns and allowances						
a							
b	Less cost of goods sold						
c	Net income or (loss) from sales of inventory		0				
Miscellaneous Revenue		Business Code					
11a	PATRONAGE CAPITAL REVENUE	900099	2,417,420	2,417,420			
b	INVESTMENTS IN LLC'S	900099	2,355			2,355	
c	MISCLLANEOUS INCOME	900099	1,347	1,347			
d	All other revenue						
e	Total. Add lines 11a-11d		2,421,122				
12	Total revenue. See Instructions		148,639,586	145,916,038		2,713,548	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns All other organizations must complete column (A)

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to domestic organizations and domestic governments See Part IV, line 21	10,000			
2	Grants and other assistance to domestic individuals See Part IV, line 22	0			
3	Grants and other assistance to foreign organizations, foreign governments, and foreign individuals See Part IV, lines 15 and 16	0			
4	Benefits paid to or for members	0			
5	Compensation of current officers, directors, trustees, and key employees	2,372,432			
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7	Other salaries and wages	4,173,634			
8	Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	0			
9	Other employee benefits	1,944,118			
10	Payroll taxes	397,225			
11	Fees for services (non-employees)				
a	Management	0			
b	Legal	293,012			
c	Accounting	92,766			
d	Lobbying	0			
e	Professional fundraising services See Part IV, line 17	0			
f	Investment management fees	0			
g	Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	0			
12	Advertising and promotion	29,427			
13	Office expenses	1,752,769			
14	Information technology	206,255			
15	Royalties	0			
16	Occupancy	0			
17	Travel	71,981			
18	Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19	Conferences, conventions, and meetings	44,655			
20	Interest	30,851,231			
21	Payments to affiliates	0			
22	Depreciation, depletion, and amortization	18,976,603			
23	Insurance	1,106,011			
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a	ELECTRIC PURCHASES	44,578,390			
b	GENERATION OPERATION & MAINT	18,678,984			
c	LINE & STATION OPERATIONS	14,163,763			
d	PROPERTY TAXES	471,476			
e	All other expenses	928,874			
25	Total functional expenses. Add lines 1 through 24e	141,143,606			
26	Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation Check here ☐ if following SOP 98-2 (ASC 958-720)				

Part X

Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

				(A)		(B)
				Beginning of year		End of year
Assets	1	Cash—non-interest-bearing		11,208,301	1	13,405,469
	2	Savings and temporary cash investments		720,000	2	691,000
	3	Pledges and grants receivable, net		0	3	0
	4	Accounts receivable, net		17,574,585	4	12,885,623
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		2,654	5	2,369
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L		0	6	0
	7	Notes and loans receivable, net		743,633	7	1,081,453
	8	Inventories for sale or use		5,327,111	8	5,384,033
	9	Prepaid expenses and deferred charges		5,939,894	9	6,890,016
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a598,493,036			
	b	Less accumulated depreciation	10b92,684,769	503,094,368	10c	505,808,267
	11	Investments—publicly traded securities		0	11	0
	12	Investments—other securities See Part IV, line 11		39,932,761	12	41,385,785
	13	Investments—program-related See Part IV, line 11		0	13	0
	14	Intangible assets		0	14	0
	15	Other assets See Part IV, line 11		15,073,330	15	17,135,248
	16	Total assets. Add lines 1 through 15 (must equal line 34)		599,616,637	16	604,669,263
Liabilities	17	Accounts payable and accrued expenses		10,907,971	17	12,929,806
	18	Grants payable		0	18	0
	19	Deferred revenue		0	19	0
	20	Tax-exempt bond liabilities		50,180,000	20	49,125,000
	21	Escrow or custodial account liability Complete Part IV of Schedule D		0	21	0
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		0	22	0
	23	Secured mortgages and notes payable to unrelated third parties		402,915,404	23	393,631,072
	24	Unsecured notes and loans payable to unrelated third parties		28,343,574	24	39,310,317
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D		10,697,310	25	6,107,068
	26	Total liabilities. Add lines 17 through 25		503,044,259	26	501,103,263
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here ☐ and complete lines 27 through 29, and lines 33 and 34.				27	
	27	Unrestricted net assets			28	
	28	Temporarily restricted net assets			29	
	29	Permanently restricted net assets				
	Organizations that do not follow SFAS 117 (ASC 958), check here ☒ and complete lines 30 through 34.					
	30	Capital stock or trust principal, or current funds		0	30	0
	31	Paid-in or capital surplus, or land, building or equipment fund		0	31	0
	32	Retained earnings, endowment, accumulated income, or other funds		96,572,378	32	103,566,000
	33	Total net assets or fund balances		96,572,378	33	103,566,000
	34	Total liabilities and net assets/fund balances		599,616,637	34	604,669,263

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	148,639,586
2	Total expenses (must equal Part IX, column (A), line 25)	2	141,143,606
3	Revenue less expenses Subtract line 2 from line 1	3	7,495,980
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	96,572,378
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	-502,358
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	103,566,000

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990 ☐ Cash ☒ Accrual ☐ Other If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis		No
2b	Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both ☒ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis	Yes	
2c	If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	Yes	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		No
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

Additional Data

Software ID:

Software Version:

EIN: 37-1013955

Name: Prairie Power Inc

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(1) JIM THOMPSON DIRECTOR/CHAIRMAN	2 0 0 0	X		X				0	0	0
(1) ROBERT WILLIS DIRECTOR	1 0 0 0	X						8,175	0	0
(2) ML CHRISTMAN DIRECTOR/SECRETARY/TREASURER	2 0 0 0	X		X				0	0	0
(3) SCOTT UPHOFF DIRECTOR	2 0 0 0	X						10,800	0	0
(4) BRADLEY J LUDWIG DIRECTOR	4 0 0 0	X						10,100	0	0
(5) ROBERT BROWN DIRECTOR	2 0 0 0	X						10,450	0	0
(6) BRUCE GIFFIN DIRECTOR	3 0 0 0	X						0	0	0
(7) JERRY RIGGINS DIRECTOR/ASSISTANT SECRETARY	4 0 0 0	X		X				10,100	0	0
(8) MICHAEL SMITH DIRECTOR	1 0 0 0	X						0	0	0
(9) JAMES E COLEMAN DIRECTOR	1 0 0 0	X						0	0	0
(10) RICHARD BOGGS DIRECTOR/VICE CHAIRMAN	2 0 0 0	X		X				10,100	0	0
(11) JACK L CLARK DIRECTOR	3 0 0 0	X						10,100	0	0
(12) WILLIAM R DODDS DIRECTOR	1 0 0 0	X						0	0	0
(13) WILLIAM R NEWTON DIRECTOR	5 0 0 0	X						10,800	0	0
(14) LYNN FRASCO DIRECTOR	5 0 0 0	X						0	0	0
(15) JAMES BENZ ALTERNATE DIRECTOR	1 0 0 0	X						0	0	0
(16) HAROLD LOY ALTERNATE DIRECTOR	1 0 0 0	X						0	0	0
(17) THOMAS MEEHAN III ALTERNATE DIRECTOR	1 0 0 0	X						700	0	0
(18) ROBERT DWYER ALTERNATE DIRECTOR	1 0 0 0	X						0	0	0
(19) GARY L MARTIN DIRECTOR	1 0 0 0	X						10,800	0	0
(20) DAVID K BIERY ALTERNATE DIRECTOR	1 0 0 0	X						0	0	0
(21) MICHAEL W HASTINGS DIRECTOR	1 0 0 0	X						0	0	0
(22) TOMMIE LONG DIRECTOR	2 0 0 0	X						0	0	0
(23) RON HALLENDORFF DIRECTOR	4 0 0 0	X						6,400	0	0
(24) JOHN BOWERS ALTERNATE DIRECTOR	1 0 0 0	X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors										
(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(26) DOUG DARBY ALTERNATE DIRECTOR	1 0 0 0	X						1,900	0	0
(1) JERRY BROOKS ALTERNATE DIRECTOR	1 0 0 0	X						700	0	0
(2) JOHN M SCOTT ALTERNATE DIRECTOR	1 0 0 0	X						0	0	0
(3) LYLE H NELSON ALTERNATE DIRECTOR	1 0 0 0	X						700	0	0
(4) ROBERT HUNZINGER DIRECTOR	1 0 0 0	X						0	0	0
(5) ALISHA ANKER VP REGULATORY & MARKET AFFAIRS	40 0 0 0			X				155,032	0	39,512
(6) JAY BARTLETT PRESIDENT	40 0 0 0			X				407,021	0	181,405
(7) DANIEL BREDEN SENIOR VP POWER DELIVERY	40 0 0 0			X				164,842	0	58,160
(8) PHILLIP BREEZEEL VP MISO MARKET OPERATIONS	40 0 0 0			X				117,766	0	61,953
(9) RICHARD CHAPMAN ENGINEERING MANAGER	40 0 0 0			X				155,383	0	56,335
(10) RANDALL FISHER SUPERINTENDENT OF GENERATION	40 0 0 0			X				151,416	0	65,238
(11) LYNDON GABBERT VP FINANCE & ACCOUNTING	40 0 0 0			X				171,131	0	44,235
(12) ROBERT REYNOLDS VP MEMBER COOP SERVICES	40 0 0 0			X				152,968	0	67,861
(13) WM GREG SEIPEL VP ENG & OPS	40 0 0 0			X				163,985	0	56,364
(14) CHARLES N FOGLEMAN DISPATCH SUPERVISOR	40 0 0 0					X		100,609	0	27,277
(15) REGINALD JOHNSON SUPERINTENDENT OF OPERATIONS	40 0 0 0					X		123,724	0	33,454
(16) KARL KOHLRUS PLANNING ENGINEER	40 0 0 0					X		124,857	0	51,157
(17) JOSEPH SMITH IT DIRECTOR	40 0 0 0					X		103,771	0	42,437
(18) CYNTHIA STILES HR DIRECTOR	40 0 0 0					X		105,620	0	46,376

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990,
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990.

Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Open to Public Inspection

Name of the organization Prairie Power Inc	Employer identification number 37-1013955
---	--

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year	
2	Aggregate value of contributions to (during year)	
3	Aggregate value of grants from (during year)	
4	Aggregate value at end of year	
5	Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No	
6	Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No	

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1

Purpose(s) of conservation easements held by the organization (check all that apply)

☐ Preservation of land for public use (e g , recreation or education)

☐ Preservation of an historically important land area

☐ Protection of natural habitat

☐ Preservation of a certified historic structure

☐ Preservation of open space

2

Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year
2a	
2b	
2c	
2d	

3

Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4

Number of states where property subject to conservation easement is located ▶ _____

5

Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

☐ Yes ☐ No

6

Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7

Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8

Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

☐ Yes ☐ No

9

In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a

If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

1b

If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenue included in Form 990, Part VIII, line 1 ▶ \$ _____

(ii) Assets included in Form 990, Part X ▶ \$ _____

2

If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a

Revenue included in Form 990, Part VIII, line 1 ▶ \$ _____

b

Assets included in Form 990, Part X ▶ \$ _____

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Cat No 52283D

Schedule D (Form 990) 2014

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

- 3 Using the organization’s acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)
- a ☐ Public exhibition

b ☐ Scholarly research

c ☐ Preservation for future generations

d ☐ Loan or exchange programs

e ☐ Other
- 4 Provide a description of the organization’s collections and explain how they further the organization’s exempt purpose in Part XIII
- 5 During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization’s collection?

☐ Yes ☐ No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes ☐ No
- b If "Yes," explain the arrangement in Part XIII and complete the following table
- c Beginning balance

d Additions during the year

e Distributions during the year

f Ending balance

	Amount
1c	
1d	
1e	
1f	
- 2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability?

☐ Yes ☐ No
- b If "Yes," explain the arrangement in Part XIII Check here if the explanation has been provided in Part XIII

☐

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

- | | (a)Current year | (b)Prior year | b (c)Two years back | (d)Three years back | (e)Four years back |
|--|-----------------|---------------|---------------------|---------------------|--------------------|
| 1a Beginning of year balance | | | | | |
| b Contributions | | | | | |
| c Net investment earnings, gains, and losses | | | | | |
| d Grants or scholarships | | | | | |
| e Other expenditures for facilities and programs | | | | | |
| f Administrative expenses | | | | | |
| g End of year balance | | | | | |
- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as
- a Board designated or quasi-endowment ▶

b Permanent endowment ▶

c Temporarily restricted endowment ▶
- The percentages in lines 2a, 2b, and 2c should equal 100%
- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by
- (i) unrelated organizations

(ii) related organizations

	Yes	No
3a(i)		
3a(ii)		
3b		
- b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?
- 4 Describe in Part XIII the intended uses of the organization's endowment funds

Part VI Land, Buildings, and Equipment. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b)Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		8,660,950		8,660,950
b Buildings		55,457,808	4,222,644	51,235,164
c Leasehold improvements				
d Equipment		534,374,278	88,462,125	445,912,153
e Other				
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).) ▶				505,808,267

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements	1	144,230,885
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12	2e	
a	Net unrealized gains (losses) on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	144,230,885
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1	4c	4,408,701
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII)	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue Add lines 3 and 4c . (This must equal Form 990, Part I, line 12)	5	148,639,586

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return. Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements	1	136,737,260
2	Amounts included on line 1 but not on Form 990, Part IX, line 25	2e	
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	136,737,260
4	Amounts included on Form 990, Part IX, line 25, but not on line 1 :	4c	4,406,346
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses Add lines 3 and 4c . (This must equal Form 990, Part I, line 18)	5	141,143,606

Part XIII Supplemental Information

Provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b Also complete this part to provide any additional information

Return Reference	Explanation
OTHER REVENUE INCLUDED ON FORM 990 BUT NOT ON LINE 1	MISO SALES \$4,389,314 USDA ENERGY GRANTS \$10,000 INTEREST \$7,032 INCOME FROM INVESTMENTS IN LLC'S \$2,355 TOTAL (TIES TO PART XI, 4B) \$4,408,701
OTHER EXPENSES INCLUDED ON FORM 990 BUT NOT ON LINE 1	MISO SALES \$4,389,314 AIEC ENERGY GRANTS \$10,000 INTEREST \$7,032 TOTAL (TIES TO PART XII, 4B) \$4,406,346
UNCERTAIN TAX POSITIONS	THE COOPERATIVE ADOPTED THE PROVISIONS OF FASB ACCOUNTING STANDARDS CODIFICATION (ASC) 740-10, ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES, ON JANUARY 1, 2009 AS A RESULT OF THE IMPLEMENTATION OF ASC 740-10, NO UNCERTAIN TAX POSITIONS HAVE BEEN RECOGNIZED

[illegible]

Schedule I
(Form 990)

Department of the Treasury
Internal Revenue Service

Name of the organization
Prairie Power Inc

Grants and Other Assistance to Organizations,
Governments and Individuals in the United States

Complete if the organization answered "Yes," to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Open to Public
Inspection

Employer identification number
37-1013955

Part I

General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II

Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) ASSOCIATION OF ILLINOIS ELECTRIC COOPERATIVES PO BOX 3787 SPRINGFIELD,IL 62708	37-0159736	501(C)(6)	10,000				ENERGY GRANTS

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶

3 Enter total number of other organizations listed in the line 1 table ▶ 1

Part III

Grants and Other Assistance to Domestic Individuals. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a)Type of grant or assistance	(b)Number of recipients	(c)Amount of cash grant	(d)Amount of non-cash assistance	(e)Method of valuation (book, FMV, appraisal, other)	(f)Description of non-cash assistance

Part IV

Supplemental Information. Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

Return Reference	Explanation
SCHEDULE I, PART I, LINE 2	THE REAP ENERGY AUDIT AND RENEWABLE ENERGY DEVELOPMENT ASSISTANCE GRANT PROVIDYS GRANT ASSISTANCE TO ENTITIES THAT WILL ASSIST AGRICULTURE PRODUCERS AND SMALL RURAL BUSINESSES BY CONDUCTING ENERGY AUDITS AND PROVIDING INFORMATION ON RENEWABLE ENERGY DEVELOPMENT ASSISTANCE THE ASSOCIATION OF ILLINOIS ELECTRIC COOPERATIVES (AIEC) SUBMITS EXPENSE REIMBURSEMENT REQUESTS TO PRAIRIE POWER, AND PRAIRIE POWER REVIEWS THOSE REQUESTS TO DETERMINE COSTS ARE ALLOWABLE AND IN ACCORDANCE WITH THE REQUIREMENTS OF THE GRANT IF DETERMINED TO BE ACCEPTABLE, THE REQUEST IS FORWARDED ON TO USDA FOR REIMBURSEMENT ONCE REIMBURSEMENT IS RECEIVED BY PRAIRIE POWER, IT IS PASSED THROUGH TO AIEC

Schedule J
(Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.
▶ Attach to Form 990.

▶ Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Open to Public Inspection

Name of the organization
Prairie Power Inc

Employer identification number
37-1013955

Part I	Questions Regarding Compensation		Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. ☐ First-class or charter travel ☐ Housing allowance or residence for personal use ☐ Travel for companions ☐ Payments for business use of personal residence ☐ Tax idemnification and gross-up payments ☐ Health or social club dues or initiation fees ☐ Discretionary spending account ☐ Personal services (e g , maid, chauffeur, chef)			
b	If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	1b		
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, officers, including the CEO/Executive Director, regarding the items checked in line 1a?	2		
3	Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III. ☒ Compensation committee ☒ Written employment contract ☐ Independent compensation consultant ☒ Compensation survey or study ☐ Form 990 of other organizations ☒ Approval by the board or compensation committee			
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization:			
a	Receive a severance payment or change-of-control payment?	4a		No
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b	Yes	
c	Participate in, or receive payment from, an equity-based compensation arrangement? If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.	4c		No
	Only 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.			
5	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:			
a	The organization?	5a		
b	Any related organization? If "Yes," to line 5a or 5b, describe in Part III.	5b		
6	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:			
a	The organization?	6a		
b	Any related organization? If "Yes," to line 6a or 6b, describe in Part III.	6b		
7	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III.	7		
8	Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III.	8		
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	9		

Part II **Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column(B) reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
See Additional Data Table							

Part III **Supplemental Information**

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II
Also complete this part for any additional information

Return Reference	Explanation
PART I, QUESTION 4B	THE PRESIDENT/CEO JAY BARTLETT PARTICIPATED IN A SUPPLEMENTAL NONQUALIFIED RETIREMENT PLAN FOR 2014 BUT DID NOT RECEIVE ANY DISTRIBUTIONS

Additional Data

Software ID:
Software Version:
EIN: 37-1013955
Name: Prairie Power Inc

Form 990, Schedule J, Part II - Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred in prior Form 990
	(i) Base Compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 ALISHA ANKER, VP REGULATORY & MARKET AFFAIRS	(i) 150,777 (ii) 0	(i) 3,532 (ii) 0	(i) 723 (ii) 0	(i) 30,491 (ii) 0	(i) 9,021 (ii) 0	(i) 194,544 (ii) 0	(i) 0 (ii) 0
1 JAY BARTLETT, PRESIDENT	(i) 398,256 (ii) 0	(i) 0 (ii) 0	(i) 8,765 (ii) 0	(i) 145,044 (ii) 0	(i) 36,361 (ii) 0	(i) 588,426 (ii) 0	(i) 0 (ii) 0
2 DANIEL BREDEN, SENIOR VP POWER DELIVERY	(i) 154,041 (ii) 0	(i) 3,633 (ii) 0	(i) 7,168 (ii) 0	(i) 32,376 (ii) 0	(i) 25,784 (ii) 0	(i) 223,002 (ii) 0	(i) 0 (ii) 0
3 PHILLIP BREEZEEL, VP MISO MARKET OPERATIONS	(i) 116,169 (ii) 0	(i) 0 (ii) 0	(i) 1,597 (ii) 0	(i) 25,052 (ii) 0	(i) 36,901 (ii) 0	(i) 179,719 (ii) 0	(i) 0 (ii) 0
4 RICHARD CHAPMAN, ENGINEERING MANAGER	(i) 147,268 (ii) 0	(i) 0 (ii) 0	(i) 8,115 (ii) 0	(i) 30,941 (ii) 0	(i) 25,394 (ii) 0	(i) 211,718 (ii) 0	(i) 0 (ii) 0
5 RANDALL FISHER, SUPERINTENDENT OF GENERATION	(i) 144,300 (ii) 0	(i) 1,584 (ii) 0	(i) 5,532 (ii) 0	(i) 29,377 (ii) 0	(i) 35,861 (ii) 0	(i) 216,654 (ii) 0	(i) 0 (ii) 0
6 LYNDON GABBERT, VP FINANCE & ACCOUNTING	(i) 168,168 (ii) 0	(i) 1,719 (ii) 0	(i) 1,244 (ii) 0	(i) 34,174 (ii) 0	(i) 10,061 (ii) 0	(i) 215,366 (ii) 0	(i) 0 (ii) 0
7 ROBERT REYNOLDS, VP MEMBER COOP SERVICES	(i) 143,512 (ii) 0	(i) 3,562 (ii) 0	(i) 5,894 (ii) 0	(i) 31,090 (ii) 0	(i) 36,771 (ii) 0	(i) 220,829 (ii) 0	(i) 0 (ii) 0
8 WM GREG SEIPEL, VP ENG & OPS	(i) 152,714 (ii) 0	(i) 3,607 (ii) 0	(i) 7,664 (ii) 0	(i) 31,750 (ii) 0	(i) 24,614 (ii) 0	(i) 220,349 (ii) 0	(i) 0 (ii) 0
9 REGINALD JOHNSON, SUPERINTENDENT OF OPERATIONS	(i) 118,990 (ii) 0	(i) 0 (ii) 0	(i) 4,734 (ii) 0	(i) 24,006 (ii) 0	(i) 9,448 (ii) 0	(i) 157,178 (ii) 0	(i) 0 (ii) 0
10 KARL KOHLRUS, PLANNING ENGINEER	(i) 123,118 (ii) 0	(i) 0 (ii) 0	(i) 1,739 (ii) 0	(i) 26,023 (ii) 0	(i) 25,134 (ii) 0	(i) 176,014 (ii) 0	(i) 0 (ii) 0
11 CYNTHIA STILES, HR DIRECTOR	(i) 102,037 (ii) 0	(i) 3,093 (ii) 0	(i) 490 (ii) 0	(i) 21,762 (ii) 0	(i) 24,614 (ii) 0	(i) 151,996 (ii) 0	(i) 0 (ii) 0

Schedule K
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information on Tax Exempt Bonds

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Part VI.
▶ Attach to Form 990.

▶ Information about Schedule K (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Open to Public Inspection

Name of the organization
Prairie Power Inc

Employer identification number
37-1013955

Part I Bond Issues											
(a) Issuer name	(b) Issuer EIN	(c) CUSIP #	(d) Date issued	(e) Issue price	(f) Description of purpose	(g) Defeased		(h) On behalf of issuer		(i) Pool financing	
						Yes	No	Yes	No	Yes	No
A ILLINOIS FINANCE AUTHORITY	86-1091967	45203GAA2	11-04-2008	51,200,000	SOLID WASTE DISPOSAL FACILITIES		X		X		X

Part II Proceeds									
		A		B		C		D	
1	Amount of bonds retired	2,075,000							
2	Amount of bonds legally defeased	0							
3	Total proceeds of issue	51,200,000							
4	Gross proceeds in reserve funds	2,560,000							
5	Capitalized interest from proceeds	4,389,594							
6	Proceeds in refunding escrows	0							
7	Issuance costs from proceeds	1,024,000							
8	Credit enhancement from proceeds	400,833							
9	Working capital expenditures from proceeds	0							
10	Capital expenditures from proceeds	42,825,573							
11	Other spent proceeds	0							
12	Other unspent proceeds	0							
13	Year of substantial completion	2012							
		Yes	No						
14	Were the bonds issued as part of a current refunding issue?		X						
15	Were the bonds issued as part of an advance refunding issue?		X						
16	Has the final allocation of proceeds been made?	X							
17	Does the organization maintain adequate books and records to support the final allocation of proceeds?	X							

Part III Private Business Use											
				A		B		C		D	
				Yes	No	Yes	No	Yes	No	Yes	No
1	Was the organization a partner in a partnership, or a member of an LLC, which owned property financed by tax-exempt bonds?				X						
2	Are there any lease arrangements that may result in private business use of bond-financed property?				X						

Part III

Private Business Use (Continued)

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
3a	Are there any management or service contracts that may result in private business use of bond-financed property?		X						
b	If "Yes" to line 3a, does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts relating to the financed property?								
c	Are there any research agreements that may result in private business use of bond-financed property?		X						
d	If "Yes" to line 3c, does the organization routinely engage bond counsel or other outside counsel to review any research agreements relating to the financed property?								
4	Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government	0 %							
5	Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government								
6	Total of lines 4 and 5								
7	Does the bond issue meet the private security or payment test?		X						
8a	Has there been a sale or disposition of any of the bond-financed property to a nongovernmental person other than a 501(c)(3) organization since the bonds were issued?		X						
b	If "Yes" to line 8a, enter the percentage of bond-financed property sold or disposed of								
c	If "Yes" to line 8a, was any remedial action taken pursuant to Regulations sections 1.141-12 and 1.145-2?		X						
9	Has the organization established written procedures to ensure that all nonqualified bonds of the issue are remediated in accordance with the requirements under Regulations sections 1.141-12 and 1.145-2?		X						

Part IV

Arbitrage

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
1	Has the issuer filed Form 8038-T, Arbitrage Rebate, Yield Reduction and Penalty in Lieu of Arbitrage Rebate?		X						
2	If "No" to line 1, did the following apply?								
a	Rebate not due yet?		X						
b	Exception to rebate?		X						
c	No rebate due?	X							
	If "Yes" to line 2c, provide in Part VI the date the rebate computation was performed								
3	Is the bond issue a variable rate issue?		X						
4a	Has the organization or the governmental issuer entered into a qualified hedge with respect to the bond issue?		X						
b	Name of provider	0							
c	Term of hedge								
d	Was the hedge superintegrated?								
e	Was the hedge terminated?								

Part IV

Arbitrage (Continued)

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
5a	Were gross proceeds invested in a guaranteed investment contract (GIC)?		X						
b	Name of provider	0							
c	Term of GIC								
d	Was the regulatory safe harbor for establishing the fair market value of the GIC satisfied?								
6	Were any gross proceeds invested beyond an available temporary period?		X						
7	Has the organization established written procedures to monitor the requirements of section 148?		X						

Part V

Procedures To Undertake Corrective Action

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
	Has the organization established written procedures to ensure that violations of federal tax requirements are timely identified and corrected through the voluntary closing agreement program if self-remediation is not available under applicable regulations?		X						

Part VI

Supplemental Information. Provide additional information for responses to questions on Schedule K (see instructions).

Return Reference	Explanation
SCHEDULE K, PART IV, LINE 2C	REBATE COMPUTATION WAS PERFORMED ON APRIL 2, 2013

Schedule L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions with Interested Persons

► Complete if the organization answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b. ► Attach to Form 990 or Form 990-EZ. ► Information about Schedule L (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Open to Public Inspection

Name of the organization Prairie Power Inc	Employer identification number 37-1013955
---	--

Part I Excess Benefit Transactions (section 501(c)(3), section 501(c)(4), and 501(c)(29) organizations only) Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b				
1	(a) Name of disqualified person	(b) Relationship between disqualified person and organization	(c) Description of transaction	(d) Corrected?
				YesNo

2 Enter the amount of tax incurred by organization managers or disqualified persons during the year under section 4958 ► \$

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ► \$

Part II

Loans to and/or From Interested Persons.

Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a, or Form 990, Part IV, line 26, or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22

(a) Name of interested person	(b) Relationship with organization	(c) Purpose of loan	(d) Loan to or from the organization?		(e) Original principal amount	(f) Balance due	(g) In default?		(h) Approved by board or committee?		(i) Written agreement?	
			To	From			Yes	No	Yes	No	Yes	No
(1) JAY BARTLETT	PRESIDENT	COMPUTER		X	9,140	1,221		No	Yes		Yes	
(2) JOSEPH SMITH	EMPLOYEE	COMPUTER		X	1,755	1,148		No	Yes		Yes	

Total	► \$	2,369			
-------	------	-------	--	--	--

Part III Grants or Assistance Benefiting Interested Persons. Complete if the organization answered "Yes" on Form 990, Part IV, line 27.				
(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of assistance	(d) Type of assistance	(e) Purpose of assistance

Part IV Business Transactions Involving Interested Persons.
Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No

Part V Supplemental Information
Provide additional information for responses to questions on Schedule L (see instructions)

Return Reference	Explanation
COMPUTER LOAN PROGRAM	PRAIRIE POWER INSTITUTED AN ORGANIZATION-WIDE COMPUTER LOAN PROGRAM THAT FACILITATES THE PURCHASE OF COMPUTERS FOR ITS EMPLOYEES AND DIRECTORS HOME USE THESE LOANS ARE PROVIDED TO ALL EMPLOYEES AND DIRECTORS, THE OFFICERS/DIRECTORS/HIGHEST COMPENSATED EMPLOYEES LISTED REPRESENT THE INTERESTED PERSONS WHO PARTICIPATED IN THE PROGRAM

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.
▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at
www.irs.gov/form990.

OMB No 1545-0047

2014

Open to Public
Inspection

Name of the organization Prairie Power Inc	Employer identification number 37-1013955
---	--

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION A, LINE 6	THE ORGANIZATION HAS ONE CLASS OF MEMBERS THAT CONSIST OF TEN ELECTRIC DISTRIBUTION COOPERATIVES IN ILLINOIS
FORM 990, PART VI, SECTION A, LINE 7A	EACH DISTRIBUTION COOPERATIVE MEMBER OF PPI NOMINATES TWO PERSONS TO SERVE AS DIRECTORS OF PPI AND ONE PERSON TO SERVE AS AN ALTERNATE DIRECTOR OF PPI TO ACT IN THE ABSENCE OF A DIRECTOR THE MEMBERS OF PPI ELECT THE DIRECTORS AND ALTERNATE DIRECTORS AT THE ANNUAL MEETING OF MEMBERS OF PPI
FORM 990, PART VI, SECTION A, LINE 7B	CERTAIN ACTIONS OF PPI, E.G. MERGER, CONSOLIDATION OR SALE OF SUBSTANTIALLY ALL OF THE ASSETS OF PPI OUTSIDE OF THE ORDINARY COURSE OF BUSINESS, REQUIRE APPROVAL OF PPI'S ELECTRIC DISTRIBUTION COOPERATIVE MEMBERS
FORM 990, PART VI, SECTION B, LINE 11B	PRIOR TO FILING, THE FORM 990 WAS REVIEWED BY MANAGEMENT OF PPI IN ADDITION, THE FORM 990 WAS REVIEWED BY THE PPI FINANCE/LEGAL COMMITTEE, WHICH REPORTED ON THIS REVIEW TO THE FULL BOARD OF DIRECTORS AFTER THE REVIEW, EVERY MEMBER OF THE BOARD OF DIRECTORS WAS PROVIDED WITH A COPY OF THE FORM 990
FORM 990, PART VI, SECTION B, LINE 12C	PPI'S LEGAL COUNSEL ANNUALLY REVIEWS THE CONFLICT OF INTEREST POLICY WITH THE OFFICERS, DIRECTORS, AND KEY EMPLOYEES EACH DIRECTOR, OFFICER, AND KEY EMPLOYEE MUST ANNUALLY COMPLETE, SIGN, AND SUBMIT THE CONFLICT OF INTEREST CERTIFICATION AND DISCLOSURE FORM
FORM 990, PART VI, SECTION B, LINE 15A	THE PRESIDENT AND CEO HAS A WRITTEN EMPLOYMENT CONTRACT APPROVED BY THE BOARD OF DIRECTORS ANNUALLY THIS EMPLOYMENT CONTRACT IS REVIEWED AND MAY BE REVISED IN ESTABLISHING THE COMPENSATION FOR THE PRESIDENT AND CEO, THE BOARD OF DIRECTORS REVIEWS INFORMATION AVAILABLE THROUGH INDUSTRY ORGANIZATIONS, INCLUDING THE NATIONAL RURAL ELECTRIC COOPERATIVE ASSOCIATION THE PRESIDENT AND CEO REVIEW IS CONDUCTED ANNUALLY IN MAY BY THE BOARD OF DIRECTORS
FORM 990, PART VI, SECTION B, LINE 15B	THE SALARIES OF OTHER STAFF OFFICERS AND KEY EMPLOYEES ARE DETERMINED BY THE PRESIDENT AND CEO THE PRESIDENT AND CEO IS PROVIDED NUMEROUS WAGE SURVEYS AS GUIDANCE ADDITIONALLY, THE PPI BOARD OF DIRECTORS APPROVES AN ANNUAL BUDGET THE PRESIDENT AND CEO IS TO DETERMINE SALARIES WITHIN THE BUDGET AMOUNT PROVIDED BY THE BOARD THESE COMPENSATION REVIEWS ARE CONDUCTED ANNUALLY IN SEPTEMBER BY THE SUPERVISORS AND PRESIDENT/CEO
FORM 990, PART VI, SECTION C, LINE 19	PRAIRIE POWER, INC MAINTAINS ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND FINANCIAL STATEMENTS IN A CENTRAL LOCATION AT THE ORGANIZATION'S HEADQUARTERS THESE DOCUMENTS ARE AVAILABLE UPON REQUEST AND SHALL BE ISSUED AT THE ORGANIZATION'S DISCRETION
FORM 990, PART XI, LINE 9	INCOME FROM INVESTMENTS IN LLC'S -\$2,355 Return of Equity Contributions -\$500,000 OTHER CHANGES -\$3 ----- TOTAL OTHER CHANGES -\$502,358
FORM 990, PART IX, LINE 9	THE EMPLOYEE BENEFIT EXPENDITURE REPORTED ON LINE 9 INCLUDES THE ORGANIZATION'S PENSION PLAN EXPENSES, HOWEVER, THE CURRENT ACCOUNTING FOR THESE AMOUNTS IS NOT IN A FORMAT THAT WOULD PERMIT AN ALLOCATION BETWEEN LINES 8 & 9 AT THIS TIME ADDITIONAL INFORMATION IS AVAILABLE UPON REQUEST
FORM 990, PART VI, SECTION A, LINE 9	AT THE TIME OF FILING, JAY BARTLETT IS NO LONGER WITH THE ORGANIZATION AND CANNOT BE REACHED AT THE ORGANIZATION'S ADDRESS HE CAN BE REACHED AT THE FOLLOWING ADDRESS P O BOX 247 00, INDIANAPOLIS, IN 46224

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
▶ Attach to Form 990.

▶ Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Open to Public Inspection

Name of the organization Prairie Power Inc	Employer identification number 37-1013955
---	--

Part I

Identification of Disregarded Entities

Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II

Identification of Related Tax-Exempt Organizations

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Cat No 50135Y

Schedule R (Form 990) 2014

Part III

Identification of Related Organizations Taxable as a Partnership

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income(related, unrelated, excluded from tax under sections 512- 514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproporionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV

Identification of Related Organizations Taxable as a Corporation or Trust

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end- of-year assets	(h) Percentage ownership	(i) Section 512 (b)(13) controlled entity?	
								Yes	No
(1) PRAIRIE POWER SOLAR LLC 3130 PLEASANT RUN SPRINGFIELD, IL 62711 47-1787310	SOLAR GENERATION	IL	PRAIRIE POWER	C CORPORATION	0	0	100 000 %	Yes	

Part V

Transactions With Related Organizations

Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

a Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity

b Gift, grant, or capital contribution to related organization(s)

c Gift, grant, or capital contribution from related organization(s)

d Loans or loan guarantees to or for related organization(s)

e Loans or loan guarantees by related organization(s)

f Dividends from related organization(s)

g Sale of assets to related organization(s)

h Purchase of assets from related organization(s)

i Exchange of assets with related organization(s)

j Lease of facilities, equipment, or other assets to related organization(s)

k Lease of facilities, equipment, or other assets from related organization(s)

l Performance of services or membership or fundraising solicitations for related organization(s)

m Performance of services or membership or fundraising solicitations by related organization(s)

n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)

o Sharing of paid employees with related organization(s)

p Reimbursement paid to related organization(s) for expenses

q Reimbursement paid by related organization(s) for expenses

r Other transfer of cash or property to related organization(s)

s Other transfer of cash or property from related organization(s)

Yes

No

1a

No

1b

No

1c

No

1d

No

1e

No

1f

No

1g

No

1h

No

1i

No

1j

No

1k

No

1l

No

1m

No

1n

No

1o

No

1p

No

1q

No

1r

No

1s

No

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved

Schedule R (Form 990) 2014

Part VI **Unrelated Organizations Taxable as a Partnership** Complete if the organization answered "Yes" on Form 990, Part IV, line 37.
Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization See instructions regarding exclusion for certain investment partnerships

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	

Part VII

Supplemental Information

Provide additional information for responses to questions on Schedule R (see instructions)

Return Reference	Explanation
------------------	-------------