

**MINUTES OF THE 68<sup>th</sup> ANNUAL MEETING  
OF THE MEMBERS  
OF THE EAU CLAIRE ELECTRIC COOPERATIVE  
MARCH 22, 2005**

The 68<sup>th</sup> regular annual meeting of the members of the Eau Claire Electric Cooperative was called to order by the Chairman, John Bilderback, at 6:30 p.m. at The Plaza Hotel & Suites at 1202 West Clairemont Avenue, in Eau Claire, WI on March 22, 2005.

WELCOME

The Chairman of the Board, John Bilderback, welcomed the membership to the annual meeting and requested that the Vice-Chairman, Robert Gadwill, lead the membership in the Pledge of Allegiance.

Robert Gadwill then introduced the Operations Manager of Eau Claire Energy Cooperative, Noble Larson, to address the members. Noble Larson spoke of the recent passing of Delores Duerkop on March 16, 2005. Delores had been a long-time employee of the cooperative, most recently in the position of Operations Secretary. She will be missed.

Chairperson John Bilderback introduced special guest David Hoopman of the Wisconsin Federation of Cooperatives, who was in attendance; and read the names of the fifteen scholarship recipients who are members of the cooperative. There were seven scholarship recipients in attendance.

QUORUM

The Secretary informed the Chairman that at least 50 members had registered, which constituted a quorum. The Chairman then declared the meeting open for business.

HOUSEKEEPING

The Chairman went through housekeeping items with the membership and read the rules of the annual meeting.

TELLERS

The Chairman called the roll of the tellers and the following were present: Evelyn Townsend, Delmar Travis, Jane Sather, Mike Brott, Fred Cleasby, Terry Sanford, Lori Auth, Donna Odegard and Teresa Deinhammer. The tellers were instructed to take charge of the ballot boxes. The tellers had met prior to the meeting and selected Teresa Deinhammer as Chairman.

## CALL AND NOTICE AND AFFIDAVIT OF MAILING

The Notice of Meeting and the Affidavit of Mailing were published and posted at the registration tables. A motion was made to dispense with the reading of the Notice of Meeting, the Affidavit of Mailing and the Minutes; this motion was seconded and carried. These documents are affixed to these minutes as Exhibits A & B, respectively.

## MINUTES

Minutes of the March 23, 2004 annual meeting were published in the 2004 Annual Report. There was a motion to approve the minutes as published. Motion seconded and carried.

## VOTING

There was an explanation of the ballots whereby the membership was requested to wait to vote until all Director candidates had an opportunity to speak.

## DIRECTOR NOMINEES

The attorney, John D. Hibbard, introduced each director-nominee for Districts #1, #5 and #8. Nominees follow:

District #1 Jerry Graham, Thomas W. Hanks, Thomas W. Schwartz

District #5 John Bilderback, Wallace Ninneman

District #8 Jeffrey Frieburg

Each nominee was given the opportunity to address the membership for two minutes. Mr. Hibbard called for additional nominations from the floor and there being none offered, a motion was made, seconded and carried to close nominations. The membership was offered the chance to speak on behalf of the candidates for a time period of two minutes each, with a maximum time of ten minutes. No one asked to speak.

## CLOSE BALLOT BOX

The tellers were instructed to collect all ballots. A motion was made, seconded and carried to close the ballot box at 7:30 p.m., with the reminder to count absentee ballots after the close of the ballot box.

## OFFICER'S REPORTS

The Chairman's and Secretary-Treasurer's annual reports were noted as being published in the March 2005 issue of the WEC News magazine. The CEO's annual report was noted as also being included in that issue of the WEC News magazine.

### QUESTION AND ANSWER SESSION

The CEO, John W. Luehrsen, opened the floor to the membership by holding a question and answer session between the members, Directors and ECEC staff.

To begin the session, there were two questions read and answered from the question box. The floor was then opened to member questions presented to the Directors and ECEC staff. Concluding the session, Chairman John Bilderback asked for any other questions from the members and there being none, closed the question and answer session.

### UNFINISHED BUSINESS

Chairman John Bilderback reminded the members of the rules of the meeting, which were published in the March 2005 issue of the WEC News magazine as part of the annual report. The rules of the meeting were also posted for the members in the meeting room.

The Chairman asked the members if there was any unfinished business. There was none.

### NEW BUSINESS

Chairman John Bilderback presented the proposed Bylaw Amendments be considered by the membership. The amendment recommends that incumbent Directors be recognized on the voting ballots. A motion was made to accept the change to the Bylaws. Members were requested if anyone wished to speak to the motion. No one offered to speak, and the motion was seconded and carried.

There being no further new business, the Chairman instructed the tellers to close the ballot box at 7:30 p.m. and report the voting results to the Secretary-Treasurer, David Myren.

### ORGANIZATIONAL BOARD MEETING

The Chairman announced that the Organizational Meeting of the Board would be held this evening at The Plaza Hotel & Suites, approximately thirty minutes after the announcement of the election results.

### ADJOURN

The Chairman stated that prize winner names would be announced after the business meeting adjourned. The Chairman asked for any other business and there being none, declared the meeting adjourned at 7:30 p.m.

### PRIZES AWARDED

The CEO, John W. Luehrsen, invited the members to stay for dinner after announcement of the prize winner names. Winners will receive one month's free electric bill, up to a maximum of \$100; and one hundred twenty member names were randomly drawn as winners.

The winning members had to be present to win. Of the names announced, there were three present at the meeting. They are as follows:

Dennis & Ann Behrens  
Brian Riedel  
Town of Seymour, represented by Town Chair Doug Kranig  
Seymour Fire Tower, represented by Town Chair Doug Kranig

#### TELLERS' REPORT

The teller Chair, Teresa Dienhammer, reported the election results to the Secretary-Treasurer, David Myren. The following voting results were reported to the membership:

District No. 1	Jerry Graham re-elected
District No. 5	John Bilderback re-elected
District No. 8	Jeffrey Frieberg re-elected

Each of these directors will serve for three (3) years.

Total Ballots Cast: 713

Of the above total ballots, 23 were absentee ballots. There were 11 blank ballots, also included in the total count of ballots cast. A signed copy of the teller report is in the 2005 Annual Meeting File.