

**MINUTES OF THE 71st ANNUAL MEETING
OF THE MEMBERS
OF THE EAU CLAIRE ELECTRIC COOPERATIVE
MARCH 18, 2008**

The 71st regular annual meeting of the members of the Eau Claire Energy Cooperative was called to order by the Chair, Robert Gadwill, at 6:30 p.m. at The Plaza Hotel & Suites at 1202 West Clairemont Avenue, in Eau Claire, WI on March 18, 2008.

WELCOME

The Chair of the Board, Robert Gadwill, welcomed the membership and special guests to the annual meeting. The Chair reminded the members to wait to complete their voting ballot until after each Director candidate addresses the membership.

The membership was introduced to the Board of Directors, CEO John Luehrsen, Attorney John Hibbard and Executive Assistant/HR Manager Patricia Chambers. Also recognized were two invited guests, Representative Terry Moulton, Senator Patrick Kreitlow and Ms. Beata Kalies of Wisconsin Electric Cooperative Association.

The Chair introduced the recipients of the \$500 Federated Youth Foundation scholarships, and the participants in the Eau Claire Energy Cooperative Youth Ambassadors. The Youth Ambassador Program is comprised of high school students from the membership.

A special group was also recognized; the Green Ideas Lego Team. Under the guidance of CEO John Luehrsen and Marketing, PR and Communications Manager Mary Kay Brevig, this team of young people participated in a state Lego competition that focused on energy issues. The Green Ideas Team presented John Luehrsen with a trophy and banner to show their appreciation.

Ms. Beata Kalies presented an award to Mary Kay Brevig for her reporting on energy information in the Wisconsin Energy Cooperative News magazine over the past year.

PLEDGE OF ALLEGIANCE

The Chair requested that the Youth Ambassadors and scholarship recipients stand and lead the membership in reciting the Pledge of Allegiance.

MEETING AGENDA AND MEETING RULES

The Chair went through housekeeping items noting that the meeting agenda and rules were published in the March, 2008 issue of the Wisconsin Energy Cooperative News magazine and are also available on tables in the room tonight.

OFFICER'S REPORTS

The reports of the Chair, CEO and Secretary-Treasurer were published in the March, 2008 Wisconsin Energy Cooperative News magazine and are also available on tables in the room tonight.

QUORUM

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

PARLIAMENTARIAN

Chair Gadwill declared that Attorney John Hibbard act as Parliamentarian for this meeting.

TELLERS

The Chair called the roll of the tellers and the following were present: Dan Goss, Wilson Lund, Shirley Flynn, Dick Mindykowski, Donna Odegard, Michelle Ganzer, Diane Newgard, Rita Hibray, James Odness. The tellers were instructed to take charge of the ballot boxes. The tellers had met prior to the meeting and selected a Chairperson.

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 13, 2007 annual meeting were published in the 2007 Annual Report. There was a motion to approve the minutes as published. Motion seconded and carried.

VOTING

There was an explanation of the ballots and it was requested that the membership wait to vote until all Director candidates have an opportunity to speak. Chair Gadwill thanked the nominating committee and Cooperative staff for operating in accordance with the Bylaws in performing their work in determining the slate of candidates for this year's election.

The nominating committee is comprised of one member for each Cooperative District that is up for election. The following individuals served on the nominating committee for this year's election:

Dan Goss, representing District #1

Donna Odegard, representing District #5

Diane Newgard, representing District #8

DIRECTOR CANDIDATES

The attorney, John Hibbard, introduced each director candidate for Districts #1, #5 and #8 as follows:

District #1 Jerry Grham – Incumbent; Thomas Hanks, Patrick Casey

District #5 John Bilderback – Incumbent; Terry Glanzman

District #8 Jeffrey Frieburg – Incumbent; Gregg Butler

Each candidate was given the opportunity to address the membership for two minutes, which each candidate did. Mr. Hibbard then offered the membership the chance to speak on behalf of any candidates for a time period of up to two minutes each, with a maximum time of ten minutes. No one chose to speak.

CLOSE BALLOT BOX

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

UNFINISHED BUSINESS

Chair Robert Gadwill reminded the members of the rules of the meeting, which were published in the March 2008 issue of the Wisconsin Energy Cooperative News magazine as part of the annual report. The rules of the meeting were also posted for the members in the meeting room.

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

NEW BUSINESS

Chair Robert Gadwill reported that there are four topics to present to the membership. All topics have been relayed to the membership in previous written correspondence, but it is important information that affects our future operations;

- Automated meter reading/Supervisory control and data acquisition – or AMR/SCADA – Mike Amoe, Information Technology Specialist and project manager of AMR/SCADA, presented information to the members.
- Focus on Energy – Mary Kay Brevig, Marketing, PR and Communications Manager, presented information to the members.
- Central Air Conditioning Load Management – CEO John Luehrsen presented information to the members.
- ACRE for Owners Program – Chair Robert Gadwill presented this opportunity to the

members to get involved in the Action Committee for Rural Electrification (ACRE) Program.

After presentations, the Chair asked if there was any other new business to come before the membership? Hearing none, the Chair declared the business session closed and turned the floor over to the CEO, John Luehrsen.

QUESTION AND ANSWER SESSION

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

There were two questions read and answered from the question box. The floor was then opened to questions from members. To conclude the session, CEO Luehrsen asked for any other questions from the members and there being none, closed the question and answer session and returned the floor to the Chair.

ORGANIZATIONAL BOARD MEETING

The Chair announced that the Organizational Meeting of the Board would be held on March 26, 2008 at the Eau Claire Energy Cooperative headquarters. The results of the election will be published in the meeting minutes and in the local media.

ADJOURN

Chair Gadwill thanked all the members for taking an active interest in the Cooperative. Special thanks were extended to the staff of Eau Claire Energy Cooperative and the Plaza Hotel & Suites staff, along with the scholarship winners and their families and the Youth Ambassadors and their families, the Green Ideas Lego Team, and our legislative guests for attending. Next year's annual meeting is scheduled to be held again at The Plaza Hotel & Suites on a date to be determined.

The Chair then offered a formal thank you to the employees of Eau Claire Energy Cooperative in achieving a record of having worked over 601,000 hours with no lost-time accidents.

There was a motion made to adjourn the 71st Annual Meeting. Motion seconded and carried, and the meeting adjourned at 7:42 p.m.

PRIZES AWARDED

The CEO, John Luehrsen, invited the members to stay for dinner after announcement of the prize winner names. Winners will receive a free electric bill for the month of March, up to a

maximum of \$100; and ten names were drawn a winners from a list of those members at the meeting.

Mr. Luehrsen also reminded everyone to present their ticket to a staff member when they leave to receive their two free CFL light bulbs.

TELLERS' REPORT

The Teller Chair 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 121 to 90 to 64, respectively
District No. 5	John Bilderback – re-elected 184-92
District No. 8	Jeffrey Frieburg – re-elected 163-131

Each of these directors will serve for three (3) years. The original teller report is affixed to these minutes. A signed copy of the teller report is in the 2008 Annual Meeting File.

David Myren, Secretary