

**MINUTES OF THE 77th ANNUAL MEETING
OF THE MEMBERS
OF EAU CLAIRE ENERGY COOPERATIVE
MARCH 18, 2014**

The 77th regular annual meeting of the members of the Eau Claire Energy Cooperative was called to order by the Chair of the Board of Directors, Mr. Clarence Boettcher, at 6:30 p.m. at The Florian Gardens at 2340 Lorch Avenue in Eau Claire, WI on March 18, 2014.

WELCOME

Mr. Boettcher welcomed the members and special guests to the annual meeting. He reminded the members to wait to complete their ballot until after each director candidate addresses the membership.

The membership was introduced to the Board of Directors, as well as CEO Lynn Thompson, Attorney Bill Thedinga (filling in for John Hibbard), and Administrative Assistant Monica Obrycki. Guests at the meeting included Jeffrey Peck, candidate for the 68th assembly district. Mr. Boettcher noted that many legislators could not be with us this evening because they are in session in Madison.

Mr. Boettcher introduced the recipients of the \$500 Federated Youth Foundation scholarships and asked that they stand and be recognized. Mr. Boettcher asked the participants in the Eau Claire Energy Cooperative Youth Ambassadors program to stand and be recognized. Mr. Boettcher also asked the members of the Member Advisory Council to stand and be recognized. He asked that members take time to fill in the Cooperative Action cards left on the tables.

PLEDGE OF ALLEGIANCE & ANTHEM

Mr. Boettcher introduced Ms. Brianna Dean and asked that she begin the meeting by singing the National Anthem. He asked that everyone remain standing while the Youth Ambassadors led everyone in the Pledge of Allegiance.

MEETING AGENDA AND MEETING RULES

Mr. Boettcher went through housekeeping items noting that the meeting agenda and rules were published in the March, 2014 issue of the Wisconsin Energy Cooperative News magazine (WEC News), and are also available on tables in the room tonight. He also noted that the Notice of the Annual Meeting was published in the same issue of the WEC News magazine. The Affidavit of Mailing was posted at the registration tables. Mr. Boettcher also stated that member questions will be taken after completing the business portion of this meeting.

OFFICER'S REPORTS

The reports of the Chair, CEO, and Secretary-Treasurer were published in the March, 2014 Wisconsin Energy Cooperative News magazine and are also available on tables in the room tonight.

QUORUM

Mr. David Myren, the Secretary-Treasurer, informed Mr. Boettcher that at least 50 members had registered, which constituted a quorum. Mr. Boettcher then declared the meeting open for business.

PARLIAMENTARIAN

Mr. Boettcher appointed Attorney Bill Thedinga act as parliamentarian for this meeting.

CALL AND NOTICE , AFFIDAVIT OF MAILING, MINUTES

A motion was made to dispense with the reading of the Notice of Meeting, the Affidavit of Mailing and the Minutes, and to approve them as published in the 2014 Annual Report. Motion was seconded and carried. These documents will be affixed to these minutes as Exhibits A & B, respectively.

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. Mr. Boettcher thanked the nominating committee, the attorney, 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: Mark Zuber, Patrick Casey and Mathew Gabler.

TELLERS

Mr. Boettcher called the roll of the tellers and the following were present: Kenny Steinmetz, Marjorie Blaschko, Jeanne Anderson, Donna Odegard, Wilson Lund, Rita Hibray, Rhonda Kelly and Jim Odness. The tellers had met prior to the meeting and selected Donna Odegard as Chairperson. The tellers were instructed to take charge of the ballot boxes.

DIRECTOR CANDIDATES

Mr. Boettcher then turned the meeting over to the attorney, Mr. Bill Thedinga, to introduce each of the Director candidates for Districts 1, 5 and 8, as follows;

District #1 James R. Murray; Thomas W. Schwartz

District #5 John Bilderback – Incumbent; unopposed

District #8 Jeffrey Frieburg – Incumbent; unopposed

Each candidate was given the opportunity to address the membership for three minutes, which each candidate did. Mr. Thedinga then offered the membership the chance to speak on behalf of any candidates for a time period of up to three minutes each, with a maximum time of ten minutes.

CLOSE BALLOT BOX

The tellers were instructed by Mr. Thedinga to collect all ballots. A motion was made, seconded and carried to close the ballot box at 7:15 p.m., with instructions to the tellers to count absentee ballots after the close of the ballot box.

At this time, the attorney turned the meeting back over to the Chair. The Chair requested that the tellers report the voting results to David Myren, Secretary/Treasurer of the Board of Directors. The results will be reported tonight at the meeting, on our website, on our Facebook page, and in our WEC News magazine. The Chair also stated that the organizational meeting of the Board of Directors is scheduled for March 27, 2014 at the Cooperative headquarters.

UNFINISHED BUSINESS

Mr. Boettcher reminded the members of the rules of the meeting, which were published in the March 2014 issue of the WEC News magazine as part of the 2013 Annual Report. The rules of the meeting were also available to members in the meeting room tonight.

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

NEW BUSINESS

New business for this meeting included Bylaw amendments that were approved by the Board of Directors and implemented on September 25, 2013. The amendments were published in the March 2014 WEC News magazine for review by the members. No member spoke or moved to amend or repeal the Bylaw amendments as approved by the Board of Directors.

Mr. Boettcher introduced and recognized the Concern for Community Award recipient, Jerry Vetterkind. He was nominated by Marvin Barneson. He then introduced Mr. Thompson as the Keynote Speaker and he spoke regarding "Community Solar Research Project". Mr. Thompson also surveyed the meeting attendees utilizing transponders with questions regarding their interest in solar.

Mr. Boettcher then asked if there was any new business to come before the membership. Hearing none, he declared the business session closed and turned the floor over to CEO Thompson to hear any questions from the members.

QUESTION AND ANSWER SESSION

Mr. Thompson then explained that he was answer signed questions that had been deposited in the question box. He also encouraged all members to contact him, or any of the management staff, if they have any questions in the future.

There was one question read and answered from the question box. The floor was then opened to questions from members. There were several questions from the floor. To conclude the session, Mr. Thompson 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.

CHAIR'S THANK YOU

Mr. Boettcher thanked the members, the Cooperative employees, The Florian Gardens staff, the scholarship winners, the Youth Ambassadors, the Member Advisory Council, and the guests in attendance for making the 77th annual meeting of the Cooperative a success. Thanked special guest, Dana Kelroy who is the photographer tonight and editor of the WEC Magazine.

He announced that the 78th annual meeting of the Cooperative would be held in March of 2015 at The Florian Gardens.

ADJOURN

Mr. Boettcher requested a motion to adjourn the 77th Annual Meeting. That motion was made, seconded and carried, and the meeting adjourned at 7:50 p.m.

PRIZES AWARDED

The CEO, Lynn Thompson, invited the members to stay for dinner after announcement of the prize winner names. Winners will receive a credit on their energy bill up to a maximum of \$100. Anthem singer, Brianna Dean, assisted by drawing ticket numbers at random to select the winners. The winning members are listed as follows: Joanna McHugh, James Peterson, Eugene Fischer, Roger Lane, Gary Evans, Shirley Pederson, Charles Fischer, Andrea Eslinger, Norbert Seipel, and Raymond Hetchler.

TELLERS' REPORT

At this time, Mr. Boettcher requested that Mr. Myren read the results of the Director election, as reported by the chairperson of the tellers. The following voting results were reported to the membership:

- District No. 1; Thomas W. Schwartz – elected with 112 votes
over James R. Murray – 93 votes
- District No. 5 John R. Bilderback – re-elected with 198 votes
- District No. 8 Jeffrey S. Frieberg – re-elected 197 votes

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 2014 Annual Meeting File.

Judith Anibas, Secretary