

**MINUTES OF THE 79th ANNUAL MEETING  
OF THE MEMBERS  
OF EAU CLAIRE ENERGY COOPERATIVE  
MARCH 22, 2016**

The 79th 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 6:00 p.m. at The Florian Gardens at 2340 Lorch Avenue in Eau Claire, WI on March 22, 2016.

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 John Hibbard, IT Analyst Rob Weber, and Executive Assistant Monica Obrycki. Guests at the meeting included Dana Kelroy, Editor of the WEC News magazine; Deb Mirasola, Communications Manager at Dairyland Power Cooperative and Adam Wehling, Associate Dean of Agriculture and Energy at Chippewa Valley Technical College. Mr. Boettcher also welcomed legislators including Representative Dana Wachs of the 91<sup>st</sup> Assembly District and Representative Warren Petryk of the 93<sup>rd</sup> Assembly District.

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.

PLEDGE OF ALLEGIANCE & ANTHEM

Mr. Boettcher introduced Jane Mueller for the singing of the National Anthem. He asked that everyone remain standing while the Youth Ambassadors, Nick and Tim Campbell, 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, 2016 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, 2016 WEC News magazine and are also available on tables in the room tonight.

## QUORUM

Ms. Judith Anibas, 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 John Hibbard 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 2016 Annual Report. Motion was 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. 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: Jeanne Chromey, Dean Solie, Mike DeGrasse.

## TELLERS

Mr. Boettcher called the roll of the tellers and the following were present: Linda Goss, Marjorie Blaschko, Jeanne Anderson, Lila Chamberlain, Donna Odegard, Frank Neibauer, Ron Horlacher, 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. John Hibbard, to introduce each of the Director candidates for Districts 3, 7 and 9, as follows;

District #3 Michael Schummer – Incumbent; Scott Creaser

District #7 Andrew Bourget – Incumbent; unopposed

District #9 Clarence L. Boettcher – Incumbent; Alexander Kostromin, Frederick Poss

Mr. Kostromin was not in attendance. Each candidate present was given the opportunity to address the membership for three 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 three minutes each, with a maximum time of ten minutes. No members spoke.

#### 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 6:45 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 Ms. Anibas as soon as they are available. 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 30, 2016 at the Cooperative headquarters.

#### UNFINISHED BUSINESS

Mr. Boettcher reminded the members of the rules of the meeting, which were published in the March 2016 issue of the WEC News magazine as part of the 2016 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

Mr. Boettcher introduced and recognized the Concern for Community Award recipient, Dan Hanson. Mr. Boettcher stated several projects and organizations that Mr. Hanson volunteered his time for, highlighting the building of the Cleghorn Park.

Mr. Boettcher then asked Mr. Thompson to the podium for his "Lighting the past, electrifying the future" presentation. There were "Fun Fact" questions at each table and Mr. Thompson answered those questions throughout his presentation. This information included updates on MemberSolar, energy efficiency, and the NRECA Co-op Vote campaign.

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 would 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 were several written questions and verbal questions from the floor. Mr. Brecka discussed considerations for line replacement locations, specifically addressing the difficulty with installing underground lines in wooded areas. Mr. Thompson answered several questions about efforts in place to provide security, redundancy of the system and protect against cyber security. Other questions were regarding roadside work and safe work practices when traffic lanes are blocked, the federal solar tax credit, the feasibility of wind and hydro power and the impact of the Clean Power Plan.

#### 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 79th annual meeting of the Cooperative a success. He announced that the 80<sup>th</sup> annual meeting of the Cooperative would be held in March of 2016 at The Florian Gardens.

#### ADJOURN

Mr. Boettcher requested a motion to adjourn the 79th Annual Meeting. That motion was made, seconded and carried, and the meeting adjourned at 7:20 p.m.

#### PRIZES AWARDED

The CEO, Lynn Thompson, invited the members to stay for dinner after announcement of the prize winner names. Ten winners received an envelope containing \$100.00 in cash. Deb Mirasola of Dairyland Power Cooperative assisted by drawing ticket numbers at random to select the winners. The winning members are listed as follows: Dale Lunderville, John Brouwer, Ron Hoepner, Allen Risler, Lila Chamberlain, Pam Lahr, Janet Weltzin, Robert Janke, Judy Provos and Joanne McHugh.

#### TELLERS' REPORT

At this time, Mr. Boettcher 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. 3 Michael Schummer elected with 166 votes over Scott Creaser with 38 votes

District No. 7 Andrew Bourget elected with 205 votes

District No. 9 Clarence Boettcher elected with 143 votes over Fred Poss with 64 votes and  
Alexander Kostromin with 5 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 2016 Annual Meeting File.

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Judith Anibas, Secretary