

**MINUTES OF THE 80th ANNUAL MEETING
OF THE MEMBERS
OF EAU CLAIRE ENERGY COOPERATIVE
MARCH 21, 2017**

The 80th 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 21, 2017.

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, Technology Manager Rob Weber, and Executive Assistant Monica Obrycki. Mr. Boettcher stated that Director John Bilderback is retiring from the Board of Directors. He asked Mr. Bilderback to join him at the podium where he was presented with a plaque recognizing his 18 years of service. Guests at the meeting included Dana Kelroy, Editor of the WEC News magazine and Rob Palmberg, Vice President of Generation at Dairyland Power Cooperative.

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 Bernadette Rechek and Greta Schlafer, 7th graders from Altoona Middle School, for the singing of the National Anthem. He asked that everyone remain standing while Youth Ambassador, Dylan Klindworth, 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, 2017 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 table. 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, 2017 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 2017 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: Noble Larson, Matthew Gabler, and Patrick Casey.

TELLERS

Mr. Boettcher called the roll of the tellers and the following were present: Mary Wampole, Larry Anderson, Jeanne Anderson, Lila Chamberlain, Donna Odegard, Wilson Lund, Ron Horlacher, Rhonda Kelly, and Jim Odness. The tellers had met prior to the meeting and selected Jim Odness 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 1, 5 and 7, as follows;

- District #1 Thomas Schwartz – Incumbent; unopposed
- District #5 Loren Anderson; Joseph Becker; Charlene Warner
- District #8 Jeffrey Frieburg – Incumbent; unopposed

Ms. Warner 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, and in our WEC News magazine. The Chair also stated that the organizational meeting of the Board of Directors is scheduled for March 28, 2017 at the Cooperative headquarters.

UNFINISHED BUSINESS

Mr. Boettcher reminded the members of the rules of the meeting, which were published in the March 2017 issue of the WEC News magazine as part of the 2017 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 an amendment to the Bylaws that was approved by the Board of Directors and implemented on September 28, 2016. The amendment was published in the March 2017 WEC News magazine for review by the members. No member spoke or moved to amend or repeal the Bylaw amendment as approved by the Board of Directors.

Mr. Boettcher introduced and recognized the Concern for Community Award recipient, Lauren Lea. Ms. Lea recognized a community need for a weather siren near Lake Eau Claire and she spearheaded a fundraiser to raise \$25,000 to install that siren.

Mr. Boettcher then introduced the guest speaker, Rob Palmberg from Dairyland Power Cooperative. Mr. Palmberg gave a brief overview of Dairyland Power Cooperative. He explained the generation mix and the diversification plans for the future. He explained Dairyland Power's plans for expanded wind, solar and natural gas as energy sources.

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 first answer signed questions that had been deposited in the question box, but were informed there were none. 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 questions from the floor regarding the following topics: grid security, pump storage as an energy source, and the impact of changes at the national level with the Environmental Protection Agency. Mr. Palmberg and Mr. Thompson addressed each of those questions.

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 80th annual meeting of the Cooperative a success. He announced that the 81st annual meeting of the Cooperative will be held on March 13, 2018 at The Florian Gardens.

ADJOURN

Mr. Boettcher requested a motion to adjourn the 80th Annual Meeting. That motion was made, seconded and carried, and the meeting adjourned at 7:10 p.m.

PRIZES AWARDED

Mr. Thompson invited the members to stay for dinner after announcement of the prize winner names. Five winners received an envelope containing \$100.00 in cash and one winner won a unit subscription to MemberSolar. The cash prize winners are listed as follows: Harold Krause, Caroline Eslinger, Dean Solie, Sylvia Meyer and Avery Burton. The MemberSolar subscription winner was Wayne Abley.

TELLERS' REPORT

Ms. Anibas 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 Schwartz was elected with 184 votes

District No. 5 Joseph Becker was elected with 111 votes over Lauren Anderson with 70 votes and Charlene Warner with 7 votes.

District No. 8 Jeffrey Frieburg was elected with 180 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 2017 Annual Meeting File.

Judith Anibas, Secretary