

MINUTES OF ANNUAL MEETING
WHEATLAND ELECTRIC COOPERATIVE, INC.

April 3, 2013

The 2013 Annual Meeting of the Wheatland Electric Cooperative, Inc. was held on April 3, 2013, at the Caldwell Community Center, 117 E First, Caldwell, Kansas at 12:30 p.m. CDT. The meeting was held pursuant to notice mailed to each member of the Cooperative. Charles Ayers offered an invocation just prior to the luncheon at 11:30 a.m.

Dave Lowe, Vice President, who acted as chairman throughout the meeting, called to order the 65th Annual Meeting. Chairman Lowe welcomed each one to the 2013 Annual Meeting and stated that our President Wes Campbell, representing District 5 was unable to attend the meeting today he then introduced the officers, trustees of the Cooperative and their spouses. Bruce Muehler, then introduced special guests in attendance, Stuart Lowry, SEPC President and CEO, Bob Hall, Ark Valley General Manager, Nikki Phannenstiel, SEPC, Bob Hall, KEC CEO, Abby McGreedy, Comm Specialist SEPC, Mark Arnold, Mayor of Caldwell, Kansas, Steve Housler, External Specialist, SEPC, Allen Zadorozny, Manager Caney Valley Electric Cooperative, Inc..

Keen Brantley, acting as Secretary announced there were 100 members present in person at the meeting and 3 members present by proxy. As our membership exceeds one thousand, fifty members present or by proxy constitutes a quorum. Since there were 100 registered members present in person and 3 by proxy, a quorum was declared. A list of the attendance of the 2013 Annual Meeting is attached hereto as Reference "A".

The Chairman asked Keen Brantley, acting as secretary, to read the official Notice of Annual Meeting and Affidavit of Publication in Country Living Magazine. Mr. Brantley directed the Notice of such meeting with Certificate of Mailing be attached to the minutes of the meeting as Reference "B".

The preprinted 2012 Annual Meeting minutes were handed out when members registered. A motion to dispense with the reading of the minutes and to approve them as presented was made. On motion made and duly seconded reading of the minutes was waived. There were no additions or corrections to the minutes and they were approved.

The Chairman reported the Treasurer's Report was published in the April issue of the "Kansas Country Living" magazine and was mailed to each of the members, along with the official Notice of Meeting. The Chairman then inquired whether there were questions relative to that report. The Chairman then announced he would entertain a motion to accept the report as mailed to each of the members of the Cooperative. Upon motion made, seconded, and unanimously carried, the treasurer's report was approved.

The Chairman called on Bruce Mueller, General Manager of Wheatland Electric Cooperative. Mr. Mueller presented the highlights of Wheatland's business activities for the past year including price and risk to our patron owners.

Stuart Lowry, President & CEO of Sunflower talked about coal generation resources, the 2000 mile high voltage transmission line, nearly overwhelming regulation requirements from Government agencies and compliance to them have added costs to wholesale power. SEPC is in a build cycle. SPP regulates 7 states transmission lines. SEPC's lines were originally built to serve only SEPC customers not the entire 7 state region as SPP being asking SEPC to serve this is tremendously costly to SEPC. SEPC Member rates are \$.11/kw which is quite low compared to other G&T's. Wind generators have brought a lot of money to Kansas. Wind Farms cost about the same as coal generators. A Production tax credit is imposed on coal generation to subsidize wind lowering its cost and increasing cost to coal generation.

Buffalo Dunes is selling to Alabama Power Rubart Station 13 miles East of Ulysses operates 110 MW NG generators. It matches up well with wind and it only takes 10 min. to ramp up when wind stops.

Bruce Mueller stated that service is competitive pricing. Risk requires system reliability.

The Chairman then inquired whether there was old business to come before the meeting. There was none.

The Chairman called for new business.

The Chairman announced that an item of new business involved election of five trustees. The Chairman asked for the nominating committee report from Keen Brantley. The Nominating Committee Report was made to the membership. The nominating committee comprised of Ed Cupp, Milan Reimer, Dale Wetzel, Marvin Graber, Robert Buerkle, Clark Rusco, and Kim Miller duly appointed, qualified, and acting nominating committee of Wheatland Electric Cooperative, Inc., met on February 27, 2013 at 11:00 o'clock a.m. The Nominating Committee placed in nomination:

District No. 3, three year term, Lawrence Houston
District No. 5, three year term, Wes Campbell
District No. 6, three year term, Bob Hiss
District No. 7, three year term, Woody Barnes

The qualifications for the office of Trustee were read from the by-laws. Nominations were requested from the floor. One minute passed and no nominations were made from the floor. Upon motion duly made and duly seconded the nominations were closed and a unanimous ballot was cast in favor of the nominees placed in nomination by the Nominating committee.

The Trustees elected for the following terms were: District No. 3, three year term, Lawrence Houston, District No. 5, three year term, Wes Campbell, District No. 6, three year term, Bob Hiss District No. 7, three year term, Woody Barnes.

The Chairman directed the report of the nominating committee be made a part of the official minutes of the meeting and attached hereto as Reference "C".

The Chairman conducted a drawing for attendance prizes, the list of prize winners is attached hereto as Reference "D".

Meritorious service awards were presented by David Lowe to Wheatland Electric Inc. employees and trustees, who have been with Wheatland Electric Cooperative as follows:

40 Years	Stanley R. Bieker Ronald R. Davis Vincent J. Strickler
35 Years	Gary F. Fair
30 Years	Richard E. Klaus Phillip L. Shelley
25 Years	Kathleen M. Hoeme Marcia K. Matthies
15 Years	Roe R. Johnson, Board Member Jevin P. Kasselmann
10 Years	Jamie A. Coleman Joshua R. Holt Michael J. Ille Pamela R. Murphy Perry R. Smith
5 Years	Paul S. Asguiniga Dan R. Bonine, Board Member Adam L. Carver Mark A. Douglas Stephen R. Gerard Ashley W. Grubb Steven M. Hageberg Secret D. Imel Jamie A. Kitch Jillane M. Koochel David H. Lowe, Board Member Luciana Martinez Eric E. Newberry Neil C. O'Connell Clay A. Shelton James E. Welker

There being no additional business to be brought before the membership the Vice President ordered the meeting was adjourned by motion made, seconded, and carried at 3:00 p.m..

Keen K. Brantley, Acting Secretary