

The 2015 Annual Meeting of the Wheatland Electric Cooperative, Inc. (Cooperative) was held on April 15, 2015, at the Fair Grounds in Syracuse, Kansas at 12:30 p.m. MDT. The meeting was held pursuant to notice mailed to each member of the Cooperative. Charles Ayers presented an invocation just prior to the luncheon that began at 11:30 a.m.

Wes Campbell, Board President, acted as chairman throughout the meeting. Wes Campbell called to order the 67th Annual Meeting and welcomed each member. Wes then introduced the officers and trustees of the Cooperative. Bruce W. Mueller, the Cooperative's General Manager, then introduced special guests in attendance to include Stuart Lowry, President and CEO of Sunflower Electric Power Corporation, Ed Wiltse, General Manager of Lane Scott Electric Cooperative, Inc., Bruce Graham of Kansas Electric Cooperatives, Steve Epperson of Southern Pioneer Electric Cooperative, and others.

The chairman announced there were 81 members present in person at the meeting and 2 members present by proxy. The Cooperative membership exceeds one thousand and, therefore, fifty members or more present or by proxy constitutes a quorum. A quorum was announced by the chairman. A list of the attendance of the 2015 Annual Meeting is attached hereto as attachment "A."

Jim McVay, General Counsel for the Cooperative, read the official Notice of Annual Meeting and Affidavit of Publication, both published in Kansas Country Living Magazine. The Notice of the meeting with Certificate of Mailing is attached to the minutes of the meeting hereto as Attachment "B."

The 2014 Annual Meeting minutes were provided to the members when registering at the meeting. On motion made from the floor to dispense with the reading of the 2014 minutes and to approve them as was presented was made. On motion made, seconded, and approved, the reading of the minutes was waived. There were no additions or corrections to the minutes and they were approved.

Radona Smythe, as Director of Finance, reported the Treasurer's Report which was also published in the March issue of the Kansas Country Living magazine and was mailed to each of the members, along with the official Notice of Meeting. Radona presented the Treasurer's Report. The chairman inquired whether there were questions relative to that report. The chairman announced that he would entertain a motion to accept the report as mailed to each of the members of the Cooperative. Upon motion made, seconded, and unanimous vote carried, the Treasurer's Report was approved.

The chairman introduced Stuart Lowry, President & CEO of Sunflower Electric Power Corporation, to provide a special presentation to the members. Mr. Lowry explained the new Southwest Power Pool integrated market, and the role that the Rubart Station plays in the market. Mr. Lowry explained to the members that it is his goal to keep wholesale prices down so the electric rates of the member customers would remain low.

Bruce W. Mueller, General Manager of the Cooperative, made a special presentation to the members. Bruce presented on the ASCI member service satisfaction survey. Bruce presented that the Cooperative rated well in this relative survey. Bruce further presented on Cooperative activities to give back to the community through the "Cram- the-Van" (food drive) program, the Sharing Success Program, the Electric Cooperative Youth Tour and Cooperative Youth Leadership Camp, and the high school scholarship program.

Phillip L. Shelley, Director of Operations, made a special presentation on Advanced Metering Infrastructure (AMI) explaining its relationship to the national grid and the cost efficiencies of the AMI System. He explained to the members how the consumers were advantaged by the AMI System.

Shawn Powelson made a special presentation on the Youth Tour and scholarship programs of the Cooperative. He presented that several youth, to include Bailey Harris, made trips to the Electric Cooperative Youth Tour and that the Cooperative is sponsoring students to attend the Cooperative Youth Leadership Camp. The 2014 Youth Tour winner, Bailey Harris, also presented on her experience at the Electric Cooperative Youth Tour. Shawn Powelson then announced the names of the Youth Tour, Leadership Camp and Scholarship recipients. Shawn then presented the Youth Tour and Leadership Camp awards to the students present.

**Mallory Horton** - Cooperative Youth Leadership Camp, Derian Garrison and Essence Ratzlaff - Electric Cooperative Youth Tour.

Bruce W. Mueller then presented the scholarship awards to the winning students who were in attendance at the meeting. Those presented scholarships at the meeting were:

Bailey Harris - Greeley County High School, Lakota Stucky - Syracuse High School, Marc Skipper - Deerfield High School, Kaitlynn Hammond - Holcomb High School, and Taylor Hofeling - Great Bend High School.

Service awards were then presented by the chairman and Bruce W. Mueller to employees as follows:

#### **40 Years**

George E. Andrasek

Mary Ann Davis

#### **35 Years**

Joseph L. Birzer

Randy G. Coleman

Lynn B. Freese

Gregory M. Ladner

Joyce G. Trettenero

### **30 Years**

John E. Houston

### **25 Years**

Todd A. Nemecek

Gregory A. See

James S. Zorn

### **20 Years**

Jana S. Harkness

Bryan L. Mulligan

Mike R. Olson

### **15 Years**

Chad M. Deniston

Loren R. Goss

Colton T. Green

Mark A. Maier

Randy L. Rogers

### **10 Years**

Darrin A. Campbell

Paula S. Crook

Wade M. Grumbein

Keith D. McMillan

Radona L. Smythe

### **5 Years**

Marcus B. Goebel

Patricia A. Hanna

Brandon M. Ritchie

The chairman then inquired of the members whether there was any old business to come before the meeting. One member requested an update on the issue of capital credits. This was addressed to the chairman, and responded to by the chairman.

The chairman called for new business. Jim McVay read the following proposed Bylaw Amendment recommended by the Board of trustees:

Article 4, Trustees, Section 2: Election and Tenure of Office.

Trustees shall be elected by secret ballot at each annual meeting of the members, and shall be elected for a three-year term. Members of the board of trustees shall not serve more than six, three-year terms beginning from and after adoption of this Bylaw by the membership at an annual meeting. Trustees shall be elected by a plurality vote of those members casting secret ballots at a duly convened annual meeting of members. If an election of the trustees shall not be held on the day designated herein for the annual meeting, or any adjournment thereof, a special meeting of the members shall be held for the purpose of electing trustees within a reasonable time thereafter.

The members were then asked to cast their ballots for the ByLaw Amendment. A Ballot Counting Committee was appointed. The members of the Ballot Counting Committee were Shawn Powelson, Alli Conine, Dale Wetzel and Jamie Cheatham. The Ballot Counting Committee reported that there were 40 votes in favor of the Bylaw Amendment change and three votes against the ByLaw Amendment change. The ByLaw Amendment passed.

The chairman announced that a second item of new business was the election of trustees to the Cooperative. Jim McVay presented the Nominating Committee Report to the membership. The Nominating Committee composed of Ed Cupp, Milan Reimer, Dale Wetzel, Robert Buerkle, Clark Rusco and Kim Miller, were duly appointed, qualified and acting nominating committee members of the Cooperative, and met on February 26, 2015 at 11:00 a.m. in Scott City, Kansas. The Nominating Committee placed into nomination the following candidates:

District 2 – Charles Ayers, District 3 – Roe Johnson, District 4 – Ron Davis, District 6 – Dan Bonine and District 7 – Dave Lowe.

The members were told additional trustees could be nominated from the floor.

The qualifications for the office of trust were read from the ByLaws to the members.

Once again, it was announced that nominations for trustee could be made and were requested from the floor. Upon motion made and duly seconded, the nominations were closed after more than one minute passed. There were no nominations from the floor. A motion was made from the floor to dispense with the casting and counting of ballots for trustees as there were no nominations from the floor, and to approve the full slate of candidates named by the Committee on Nominations for three-year terms. On motion made, seconded, and passed by unanimous vote, the casting and counting of the ballots for trustees was dispensed with and the nominations made by the Committee on Nominations were approved by unanimous vote for three-year terms.

The chairman asked for and found that there was no additional new business to present at the meeting. The chairman of the meeting, and President of the Board, Wes Campbell, ordered that the meeting was adjourned by motion made, seconded and carried at 3:15 p.m. MDT.

**RESPECTFULLY SUBMITTED, JAMES M. MCVAY**