

**2016 Annual Meeting of the Membership
Gunnison County Electric Association, Inc.
June 28, 2016**

The 77th Annual Meeting of the Gunnison County Electric Assn., Inc. (GCEA) was held Tuesday, June 28, 2016 at the Headquarters Building at 37250 West US Highway 50 in Gunnison, Colorado.

Notice of this meeting was first posted December 11, 2015; per GCEA bylaws, additional notice was provided to all members of record within 30 days of the meeting.

Registration opened at 5:00 p.m. with approximately 147 members and guests attending.

President John Vader called the meeting to order at 6:05 p.m. and declared registration closed.

GCEA Member Relations Supervisor and Safety Director Dan McDonough led the Pledge of Allegiance.

President John Vader welcomed GCEA's members and guests.

President Vader introduced directors Greg Wiggins (District 1), Chris Morgan (District 2), Bart Laemmel (District 3), Steven Schechter (District 4), Paul Hudgeons (District 5), John Vader himself (District 6), Mark Daily (District 7), Attorneys Greg Kampf and David Dodero of Hoskin Farina and Kampf, and Chief Executive Officer (CEO) Mike McBride. Special recognition for Director Steven Schechter acknowledged his retirement from the GCEA Board after five years of service. Mr. Schechter is relocating his primary residence to outside the GCEA service territory.

President Vader also recognized Jennifer Goss of Tri-State Generation and Transmission, Senior Vice President of Member Relations; Relationship Manager Gary Myers also from Tri-State; and Tri-State's Melissa Kendrick who escorted mascot POWER prior to the beginning of the meeting to greet members and guests.

President Vader then continued with introductions for: Seth Hart, CoBank Vice President for Electric Distribution, Water and Community Facilities; Energy Services Equipment Loan Program Manager for Western Area Power Administration Gary Hoffman; Frank Kugel, General Manager of the Upper Gunnison River Water Conservancy District, Colorado Rural Electric Association (CREA) Executive Director Kent Singer; Eric Freson, Executive Director for the Gunnison Chamber of Commerce; and the meeting's guest speaker, Mike Tarantino, of the West Region Wildfire Council who serves as the Mitigation and Education Coordinator for Montrose, Gunnison and Hinsdale Counties.

Scheduled speaker Scott Morrill was unable to attend due to an emergency situation. Scott serves as the Emergency Manager and Bobbie Lucero is the Deputy Emergency Manager for the Gunnison County Emergency Services department. A wildfire in the Pitkin area precluded their planned participation at GCEA's annual meeting.

President Vader called for quorum determination. Chief Financial Officer Marcia Wireman reported a quorum of 50 was met with 73 members registering.

President Vader advised the membership that the Final Notice of 2016 Annual Meeting and the 2015 Annual Report had been mailed to every member of record; he also advised that the Certification of Proof of Mailing has been properly executed and is on file.

President Vader also advised that the minutes of the 2015 Annual Meeting were previously made available on the GCEA website and per request. These minutes were also available at the registration desk. President Vader entertained a motion for approval of the 2015 minutes.

Motion by member Joe West of District 4 to dispense with the reading of last year's minutes and to approve the June 23, 2015 minutes carried unanimously.

President Vader noted that officers' reports were included in the annual report. President Vader thanked attendees for their participation and the Lazy F-Bar Ranch for its catered meal.

Audit committee chair Greg Wiggins was called to the podium and announced a clean 2015 financial audit without exception as determined by an independent audit firm.

President Vader asked Dan McDonough to take the floor to provide the scholarship report. Dan. McDonough recognized scholarship committee chair Bart Laemmel and members Greg Wiggins and Mark Daily; Mr. McDonough acknowledged the efforts and appreciation for the scholarship committee members, especially chair Laemmel. Mr. McDonough noted contributors to the scholarship fund, including unclaimed capital credits, Tri-State Generation and Transmission, Basin Power Company, the GCEA Board of Directors, and Operation Roundup funds. Mr. McDonough announced the 44 names of the 2016 scholarship recipients and asked each attending recipient to stand in recognition. Mr. McDonough noted recipients of the 2016 Washington DC tour, Lindsey Gross and Avery Pulley, both students of Crested Butte Community School. Youth Leadership Camp participants Ryan Myers from Crested Butte Community School and Dane Johnson of Gunnison High School were also recognized.

President Vader returned to the podium to introduce Mike McBride for his Chief Executive Officer's message. CEO McBride reminded attendees that, "Weather happens" and like our members, GCEA seeks to be prepared when climate affects our infrastructure. CEO McBride noted the 3520 square miles of GCEA service territory consisting of approximately 43% of overhead lines. He spoke to the reliability challenge of having three out of four radial fed substations. CEO McBride explained that while GCEA works diligently to maintain system reliability, interruptions happen and so we share the message to be prepared for what could happen. Additionally, CEO McBride noted extensive employee experience, various renewable generation projects in development by both GCEA and our power supplier, Tri-State Generation and Transmission, our commitment to power line training and partnership informing the Hot Line School at Colorado Mesa University, GCEA's long standing and affordable Green Power program, and the addition of an all-electric vehicle and a plug-in hybrid vehicle to the GCEA fleet. Lastly, and back to weather happens, though CEO McBride was able to cite 99.97% as our 5 year average for having power on, he spoke to weather conditions and maintenance of power supply created blinks for maintaining this reliability and concluded by reminding attendees to stay prepared for major weather events and the possibility of subsequent extended outages under such conditions.

CEO Mike McBride welcomed Mike Tarantino of West Region Wildfire Council. Mike serves as the Mitigation and Education Coordinator for Montrose, Gunnison and Hinsdale County. Mr. Tarantino discussed fire danger, preparedness, prevention, and safety. He also advised of grant monies for qualified residents in addressing mitigation options for private property.

President Vader called Attorney David Dodero to the podium to conduct affirmation of directors. Incumbents Chris Morgan, District 2 and Bart Laemmel, District 3, ran unopposed. Mr. Dodero explained GCEA Bylaws, Article III, Section 5.B, allowing for resolution of cancellation of voting in lieu of an uncontested election.

Motion by Joe West of District 4 to affirm uncontested incumbents as elected directors carried unanimously.

President Vader returned to the podium to continue the remaining business of the meeting. He asked for and noted there was no unfinished business or new business.

CEO McBride oversaw a prize drawing with assistance from Dan McDonough, a young audience member, and GCEA operations personnel.

The Tri-State donated TV was won by Jack (and Jan) Nixon, joint members from District 3, and the Grand Prize of \$300 was awarded to District 3 member Donna Drake.

President Vader thanked members and guests for attending the 2016 annual meeting. There being no further business, President John Vader declared the meeting adjourned at 7:15 p.m.

President

Secretary

Date