

**2015 Annual Meeting of the Membership
Gunnison County Electric Association, Inc.
June 23, 2015**

The 76th Annual Meeting of the Gunnison County Electric Assn., Inc. (GCEA) was held Tuesday, June 23, 2015 at the Headquarters Building 37250 West Highway 50 in Gunnison, Colorado.

Notice of this meeting was first posted December 11, 2014; 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 172 members and guests attending. In-house voting was available as of the 5:00 p.m. start of registration. Prior to the opening of the business meeting, and at approximately 5:50 p.m., Attorney David Dodero advised of the registration and voting in progress. Attorney Dodero encouraged those who have not voted to please do so before registration and voting closes at 6:00 p.m.

President John Vader called the meeting to order at 6:00 p.m. and declared registration and voting 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), Chuck Cliggett (District 7), Attorney David Dodero of Hoskin Farina and Kampf, and Chief Executive Officer (CEO) Mike McBride.

President Vader also recognized Edward Howard, CPA, as the consulting third party auditor conducting tabulation of election ballots. President Vader then continued with introductions for: Tri-State's Michelle Pastor who escorted mascot "POWER" prior to the beginning of the meeting to greet members and guests. Tri-State Generation & Transmission (Tri-State) Senior Vice President of Production Barry Ingold; Relationship Manager Gary Meyers also from Tri-State; Executive Director Mike Prom of Western United Electric Supply Corporation (WUE); Energy Services Equipment Loan Program Manager for Western Area Power Administration Gary Hoffman; The Honorable Larry Crowder, Colorado State Senator representing District 35; Colorado Rural Electric Association (CREA) Executive Director Kent Singer; Angelea Meyer, Assistant to the Director of Safety at CREA; and keynote speaker Mike Williams, Director of Safety Training and Loss Control for Colorado Rural Electric Association.

President Vader called for quorum determination. Chief Financial Officer Marcia Wireman reported a quorum of 50 was met with 99 members registering.

President Vader advised the membership that the Final Notice of 2015 Annual Meeting and the 2014 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 entertained a motion to accept these official recordings.

Motion by member Frances (Joy) Besse to accept certification for notice of meeting and proof of mailing carried unanimously.

President Vader also advised that the minutes of the 2014 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 2014 minutes.

Motion by member Jerry Trammel to dispense with the reading of last year's minutes and to approve the June 24, 2014 minutes as amended carried unanimously.

President Vader introduced a CREA produced video highlighting Colorado's electric cooperatives' efforts to create renewable energy generation. He followed with a presentation of related GCEA projects. These include the Green Power program first introduced in 1999, which allows members to purchase blocks of kWh produced by renewable resources; the assistance on behalf of GCEA to install solar panels at Crested Butte Community School (2005) and Gunnison High School (2007); the Doyleville wind generation project (2010); the Community Solar Garden (2014); and for the third year GCEA has advanced its previous Energy Efficiency Expos to host with various partners, including Western State Colorado University (WSCU), our first Natural Resources Fair in 2015. President Vader also highlighted rebates for specific energy saving items and commercial lighting. He spoke to the income qualified weatherization program and the Low-income Energy Assistance Program (LEAP).

Audit committee chair Greg Wiggins was called to the podium and announced a clean 2014 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. Both President Vader and Mr. McDonough recognized scholarship committee chair Bart Laemmel; Mr. McDonough acknowledged the efforts and appreciation for the scholarship committee members, especially chair Laemmel. Mr. McDonough noted recipients of the 2015 Washington DC tour: Savannah Gozzola, Lake City High School, and Benjamin Swift of Crested Butte Community School. Youth Leadership Camp participants Ella Donovan and Ryan Carroll, both from Crested Butte Community School, were also recognized. Mr. McDonough noted contributors to the scholarship fund, including unclaimed capital credits and the Operation Roundup funds. Mr. McDonough announced the 44 names of the 2015 scholarship recipients and asked each attending recipient to stand in recognition.

President Vader introduced CEO Mike McBride. CEO McBride thanked attendees and spoke to examples of employee commitment to member satisfaction. CEO McBride asserted that the GCEA employees take pride in service to members and have a great amount of dedication. He also noted that we appreciate the member comments of gratitude and he thanked members for these. CEO McBride thanked members for supporting their electric cooperative and noted that we are here to serve them.

President Vader welcomed CREA's safety director Mike Williams to the floor. Mr. Williams began with a replay of an accident that involved two linemen transporting a transformer through a busy highway. He then further detailed the story of the accident with the transformer and highlighted its significance in his journey to becoming more safety conscious. Mr. Williams also explained a concept for "safety third," following in order of cooperation, culture and then safety. He relayed the examples of GCEA's spirit of cooperation, our culture, and our focus on safety. Mr. Williams gave examples of the over half of all GCEA employees who are involved in volunteer and other civic contributions to our community. Mr. Williams noted that effective safety is not limited to a small group inside the cooperative; it is meant for every employee to have safety training and awareness. Mr. Williams concluded with his assertion that he is proud to say GCEA has great cooperative culture and safety culture.

Upon conclusion of the keynote speaker's address, President Vader noted that the GCEA directors and executive staff spend a great deal of time in board room discussing safety.

Attorney David Dodero introduced candidates for the 2015 GCEA director election. For District 6 – incumbent John Vader and challenger Lucy Waldo; for District 7 – incumbent Chuck Cliggett and challenger Mark Daily. CFO Wireman sought to determine if election results were available. In the interim, the meeting proceeded in accordance of other agenda items.

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 Grand Prize of \$300 was awarded to Ken Steelman of Gunnison.

Upon notification that election results were prepared to be announced, President Vader welcomed CPA Edward Howard to the podium.

CPA Edward Howard announced election results as follows with a total receipt of 1,145 valid ballots. For District #6, incumbent and declared winner John Vader received 649 votes and candidate Lucy Waldo received 461 votes. For District #7, challenger Mark Daily received 571 votes and incumbent Chuck Cliggett received 568 votes.

Mr. Howard explained, that as per GCEA policy A-39: Voting and Elections G.1.(3), "In the event that an election contest is won by a margin of 2% or less of total votes cast for that director district position, the CPA will automatically recount all ballots related to that director district position." Candidates Cliggett and Daily were advised to meet with the CPA and GCEA legal counsel following the adjournment of the meeting to discuss procedure for the required recount process.

President Vader thanked members for participating in the director election. He noted that directors continually serve the membership and encouraged they reach out to directors when inclined. He asked for a hand of applause for GCEA employees. There being no further business, President John Vader declared the meeting adjourned at 7:25 p.m.

/ John P. Vader /
President

/ Paul Hudgeons /
Secretary

June 28, 2016
Date