

**2017 Annual Meeting of the Membership
Gunnison County Electric Association, Inc.
June 27, 2017**

The 78th Annual Meeting of the Gunnison County Electric Assn., Inc. (GCEA) was held Tuesday, June 27, 2017 at the Headquarters Building at 37250 West US Highway 50 in Gunnison, Colorado.

Notice of this meeting was first posted December 2, 2016; 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 202 members and guests attending in addition to GCEA employees.

President Greg Wiggins 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 Greg Wiggins welcomed GCEA's members and guests.

President Wiggins introduced directors begin with himself as the District Director, Chris Morgan (District 2), Bart Laemmel (District 3), Michelle Lehmann (District 4), Paul Hudgeons (District 5), 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 Paul Hudgeons acknowledged his retirement from the GCEA Board after fifteen years of service.

President Wiggins also recognized Mike McInnes, Chief Executive Officer of Tri-State Generation and Transmission, and Relationship Manager Gary Myers also from Tri-State, WUE CEO Mike Prom, Chip Marks, CFC Regional Vice President, Colorado Rural Electric Association (CREA) Executive Director Kent Singer, CREA Director of Safety and Loss Control Dale Kishbaugh, and CREA Risk Management Coordinator Angelea Myer.

President Wiggins called for quorum determination. Chief Financial Officer Marcia Wireman reported a quorum of 50 was met with 107 members registering.

President Wiggins advised the membership that the Final Notice of the 2017 Annual Meeting and the 2016 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 Wiggins also advised that the minutes of the 2016 Annual Meeting were previously made available on the GCEA website and per request. These minutes were also available at the registration desk. President Wiggins entertained a motion for approval of the 2016 minutes.

Motion by member Steven Schechter of District 4, second by member Mike Graber of District 2, to dispense with the reading of last year's minutes and to approve the June 28, 2016 minutes carried unanimously.

President Wiggins provided his message on behalf of the GCEA Board, noting rates, reliability and safety are the directors' primary focus.

President Wiggins, on behalf of Audit committee chair Chris Morgan, announced a clean 2016 financial audit without exception as determined by an independent audit firm.

President Wiggins asked Dan McDonough to take the floor to provide the scholarship report. Dan. McDonough recognized scholarship committee chair Bart Laemmel and members Greg Wiggins (ex officio) Michelle Lehmann and Mark Daily, as well as GCEA employee Marketing and Communications Assistant Logann Long; Mr. McDonough invited Ms. Long to the podium and introduced her and her efforts on behalf of scholarship advertising and receipt selections. Mr. McDonough acknowledged the efforts and appreciation for the scholarship committee members and 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 68 names of the 2017 scholarship recipients and asked each attending recipient to stand in recognition. Mr. McDonough noted recipients of the 2017 Washington DC tour, Madeline

Johnson and Sydney Peterson, students of Gunnison High School and Crested Butte Community School respectively. Youth Leadership Camp participant Elier Bilow-Makler from Crested Butte Community School was also recognized.

President Wiggins then introduced Mike McBride who provided his Chief Executive Officer's message. Mr. McBride thanked the Board and retiring director Paul Hudgeons for their diligence and hard work, and acknowledged incoming director Tom Carl for District 5.

Mr. McBride's PowerPoint highlighted 2016 annual report statistics. He explained GCEA's operating expenses with 56% being cost of power. He spoke to the wholesale power bill with an explanation of the energy charge (54%) based on kWh. He relayed the 2016 demand charge (46%) kW equaled \$4,872,362. Demand is the highest 30 minutes of usage each month. Mr. McBride also shared February 2017 graphs as example for peak times. He shared a July 5, 2016 summer day generation pattern and the fuel sources. Peak demand drivers cited include weather variations, coincidental usage patterns, special events, and tourism. Mr. McBride concluded with an invitation to attendees to join upcoming co-op educational opportunities.

CEO Mike McBride welcomed cowboy poet John Nelson of Gunnison. Mr. Nelson is a longtime Gunnison Valley outfitter and continues the tradition of reciting memories from trail and cowboy life. Mr. Nelson entertained the annual meeting crowd with renditions of "The Dude Wrangler" by Gail Gardner and multiple original compositions including "Never Eat Oranges" and "Just One More Day." Mr. Nelson spoke about test driving a GCEA fleet vehicle, the all-electric Chevrolet Spark EV, for a week. Mr. Nelson claimed we are living in "the good old days" now and said the GCEA organization is an example of this as the flip of a switch makes our lives much better.

President Wiggins called Attorney David Dodero to the podium to conduct affirmation of directors. Incumbents Greg Wiggins, District 1 and Michelle Lehmann, District 4, as well as new candidate Thomas (Tom) Carl, District 5 ran unopposed. Mr. Dodero explained (and spoke to GCEA's benefit to having had Paul's service) GCEA Bylaws, Article III, Section 5.B, allowing for resolution of cancellation of voting in lieu of an uncontested election.

Motion by member Rikki Santarelli of District 3, second by member Jess Garetson of District 6, to affirm uncontested candidates as elected directors carried unanimously.

President Wiggins 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, several young audience members, and GCEA operations personnel.

Tri-State donated TV won by Harold Archuleta of District 6, and the Grand Prize of \$300 was awarded to District 4 member Anthony Kinsella.

Motion by member Steven Schechter of District 4, second by member Wayne Bush of District 6, to adjourn the Gunnison County Electric Association 78th Annual Meeting carried unanimously.

There being no further business, President Greg Wiggins thanked members and guests for attending the 2017 annual meeting and declared the meeting adjourned at 7:20 p.m.

President

Secretary

Date