

## Minutes of the Annual Meeting

The 2019 Annual Meeting of the members of Wheatland Electric Cooperative, Inc. (Wheatland or Cooperative) was held on April 24, 2019, in the Great Bend Events Center at 3111 10th Street, Great Bend, Kansas at 12:30 p.m. CDT. The meeting was held pursuant to notice provided to each member of Wheatland. The luncheon began at 11:30 a.m., and Charles Ayers, former Board of Trustee member, presented an invocation.

William Barnes, Board President, served as Chairman throughout the meeting. The Chairman called to order the 71st Annual Meeting and welcomed all members and guests. Chairman Barnes introduced the Trustees of the Cooperative. Bruce Mueller, Wheatland's General Manager, introduced the executive staff of Wheatland and special guests in attendance to include: Stuart Lowry, President and CEO of Sunflower Electric Power Corporation, Clare Gustin, Vice-President of Member Services at Sunflower Electric Power Corporation, Tara Mays, Manager of Government Relations at the Kansas Electric Cooperative, James Lane, District Director for U.S. Senator Pat Roberts and Rebecca Swender, representing Congressman Roger Marshall's office. At that time, a color guard from the Great Bend Boy Scouts presented and posted the colors, and members recited the Pledge of Allegiance followed by the playing of the National Anthem.

Chairman Barnes announced there were 204 members present in person at the meeting and 52 members present by proxy. Those members present by proxy were reported and posted to the members by the Wheatland staff. The Cooperative membership exceeds 1,000 members, and therefore, 50 members or more constitutes a quorum. A quorum was announced by Chairman Barnes.

The Chairman again presented that the official Notice of the Annual Meeting, the Affidavit of Mailing, and the Certificate of Membership would be read to the members verbatim. However, upon motion made by the members from the floor, seconded and passed by unanimous vote to waive the formal reading of the Official Notice of the Annual Meeting, the Affidavit of Mailing and the Certificate of Membership. Jim McVay, legal counsel for Wheatland, summarized the Official Notice of the Annual Meeting, the Affidavit of Mailing, and the Certificate of Membership.

The 2018 Annual Meeting minutes were provided to the membership when registering at the meeting. Chairman Barnes presented that the 2018 Annual Meeting minutes would be read to the membership. However, upon motion made from the floor to dispense with the reading of the 2018 minutes and to approve them as presented, was made, seconded, and approved by unanimous vote. The reading of the previous minutes was, therefore, waived. There were no additions or corrections to the minutes and they were approved and adopted by unanimous vote.

Thereafter, a video presentation was made to the members. Radona Smythe, the Wheatland Director of Finance, presented the Financial Report/Treasurer's Report, which was also 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. Once Radona finished, the Chairman asked the members if there were questions relative to her report. The Chairman announced that he would entertain a motion to accept the report as mailed to each member of the Cooperative. Upon motion made, seconded, and passed by unanimous vote, the Financial Report/Treasurer's Report was approved and adopted.

Bruce W. Mueller made a presentation to the members on the Wheatland highlights for 2018. Mueller presented that all area Wheatland offices were participating in the annual meeting by video conference. All Wheatland members attending the video conference annual meeting presentation at the district offices were permitted to vote, and participate fully. Mueller presented on legislation, safety statistics and Wheatland's new Prepay Power program. Mueller presented on a new statute that protects service territory for retail electric suppliers. Mueller also presented on a rate issue and study to be conducted by the Kansas Legislature.

Quinten Wheeler, the Manager of Safety & Compliance, also presented on Wheatland's safety statistics for 2018. Wheeler presented on Wheatland's commitment to zero contacts. Pam Brungardt, Director of Consumer Services, also presented on the Prepay Power program. Rick Klaus, Director of Operations, presented on Wheatland's drone program and explained to the membership the effectiveness of drones during storms and outages. Alli Conine, Manager of Member Services & Corporate Communications, also presented on the capital credits to the membership and the record-breaking year in 2018 for the Cram the Van program.

Bruce W. Mueller then concluded the video conference with some additional comments and good news from the Board of Trustees that there will be a \$1,000,000.00 capital credit retirement in the year of 2019 of Wheatland margins for 2018.

Trey Grebe, Wheatland's Assistant General Manager, announced the Cooperative's winners for the Youth Tour programs. The two students attending the Washington, DC, trip are Olivia Mull of Great Bend High School, and Delaney Mayo from Caldwell High School. Wheatland is also proud to sponsor the Cooperative Youth Leadership Camp in Steamboat Springs, CO. This year the two students attending are Tori Poe from Norwich High School and Fabel Yanez from Greeley County/Tribune High School.

Grebe then presented that every year Wheatland awards \$14,000.00 in scholarships to high school seniors who are attending a post-secondary school from the 13 schools in the Wheatland territory, and one at-large scholarship. The winners of the 14 scholarships are:

Brant Cotta – Argonia High School

Sophee Sprague – Caldwell High School

Jamie Manning – Chaparral High School

Molly Schmanke – Conway Springs High School

Yadira Juarez-Soto – Deerfield High School

Grace Soupiset – Great Bend High School

Sebastian Torres – Greeley County/Tribune High School

Jasmine Palacios – Holcomb High School

Hannah Holler – Norwich Consolidated Schools

Chaseton Cupp – Scott Community High School

Cade Dvorak – South Haven High School

Wyatt Carter – Syracuse High School

Kaiya Gerstberger – Wichita County High School

Abby Flickner – at large, Kingman High School

The service awards were also then announced by the Chairman to employees and Trustees as follows:

30 Years – Chris Huber.

25 Years – Bruce Loy and Curtis Peterson.

20 Years – Carlos Pardo and Matt Riley.

15 Years – Nick Buehler, Kevin Morphew and Dave Morris.

10 Years – Woody Barnes \*, Vic Case \*, Clinton Gulick, Bob Hiss\*, Nathan Porter, Debbie Stonestreet, Kyle Strickert, Trent Suchy. \* Denotes a Trustee.

5 Years – Mario Diaz, Rabecca Lopez, Logan Mattheyer and Blake Reed.

Chairman Barnes then inquired of the members whether there was any old business to come before the meeting. There was no old business to come before the meeting.

The Chairman then called for new business. There was no new business announced from the floor. The Chairman announced two items of new business. There is a proposed change to the Wheatland Bylaws to change the qualifications of a trustee to be a candidate or hold office as a trustee for Wheatland. Also, there were three Wheatland districts up for trustee election. Jim McVay read the Nomination Committee Affidavit. The Nominating Committee was composed of Ed Cupp, Milan Reimer, Dale Wetzel, Marvin Graber, Robert Buerkle, Matt Hoisington and Kim Miller. The Nominating Committee placed into nomination and selected the following candidates: Wes Campbell, from Garden City, Kansas (District 5); Robert Hiss, from Great Bend, Kansas, (District 6); and William Barnes, from Caldwell, Kansas (District 7). Jim presented that all nominations were made by motion, seconded and passed by unanimous vote. The members were once again told that Trustee candidates could be nominated from the floor. The qualifications for the Office of Trustee were read to the membership verbatim from the Wheatland Bylaws.

Thereafter, the Chairman asked for nominations from the floor. At that time, it was announced that there was a nomination from the floor made in District 7. Scott Blubaugh was nominated as a candidate for District 7. Jim McVay then vetted Scott Blubaugh to ensure that he met the appropriate qualifications to be a Trustee of Wheatland. It was then announced that Scott Blubaugh was a proper and qualified candidate for Trustee. Upon motion made, seconded and passed by unanimous vote of the members to accept that slate of candidates for Districts 5 and 6 that were nominated by the Nominating Committee. Therefore, Wes Campbell of District 5 and Robert Hiss of District 6 were elected to three-year terms as Wheatland Trustees.

Pursuant to the rules of the annual meeting and specified in the notice of the annual meeting to the membership published in the Kansas Country Living, William Barnes gave a three-minute presentation on his desire and qualifications to be a Wheatland Trustee.

Thereafter, General Counsel Jim McVay informed the membership to write in Scott Blubaugh's name in District 7 if they desired to vote for Mr. Blubaugh and check the box next to Mr. Blubaugh's name. Thereafter, District 7 trustee election was held. A ballot counting committee was formed in each of Wheatland's offices to count the ballots. The results of the election are as follows: Mr. Scott Blubaugh received 35 votes and William Barnes received 160 votes. Therefore, Woody Barnes was elected to a three-year term in District 7.

The membership also voted on a bylaw change of the qualifications for a Trustee to prevent a Trustee from having a close family member that was an employee of Wheatland. The membership voted in favor of the bylaw change by 190 voting yes and seven voting no. Therefore, the bylaw change was passed by the membership.

During the counting of ballots, a safety video presentation was made to the membership.

After the new business results were announced, Chairman Barnes called for the retirement of the colors. The Great Bend Boy Scout Troop then retired the colors.

Thereafter, Chairman Barnes announced that Becky Hill was the winner of the grand prize television.

The Chairman also asked for and found that there was no additional new business to be presented at the meeting. The Chairman, Woody Barnes, ordered that the meeting be adjourned by motion made, seconded and carried at 1:57 p.m. CDT.

Respectfully submitted,

James M. McVay, General Counsel