

MINUTES OF THE 78th ANNUAL MEMBERSHIP MEETING

Lake City Community Church, Coeur d'Alene, Idaho

May 17, 2017

Doors opened at 5:00 p.m. for registration at the 79th Annual Membership Meeting of Kootenai Electric Cooperative.

The Call to Serve video was the introduction to the meeting.

KEC Board Chairman Bill Swick called the meeting to order at 6:05 p.m. Board Secretary Roger Tinkey gave the invocation. Cub Scout Pack 201 presented the colors and led the membership in the Pledge of Allegiance.

Member Services Assistant Manager Don Crawford facilitated the membership meeting and introduced special guests, including local legislative representatives, former KEC directors and representatives from affiliated businesses, organizations and cooperatives.

Chairman Swick introduced KEC General Manager Douglas Elliott, General Counsel Brent Schlotthauer and members of KEC's Board of Directors: Dave Bobbitt, Todd Hoffman, Terry LaLiberte, Tim Meyer, Jim Robbins and Roger Tinkey. Chairman Swick introduced the members of the Nominating Committee: Shirley Jones, Kim Ann Erk, Kathy See, Mary Mink, Ed Gossett, Terry Harwood and Joy Crupper. Chair Swick also introduced the members of the Credentials and Elections Committee: Bill Gabica, Crystal Musselman, Bob Schwarzkopf, Tim Penberthy, David Odgers, Jan Somers and Casey Amy.

Chairman Swick appointed General Counsel Brent Schlotthauer as Parliamentarian and KEC Executive Assistant Constance Felten as Recording Secretary.

Chairman Swick announced that a quorum was present and then called for corrections to the 2016 Annual Meeting minutes. Hearing none, he declared the minutes approved as presented.

Audit Committee Chair Dave Bobbitt presented the treasurer's report and provided a summary of the Cooperative's 2016 audit performed by the auditing firm of Moss Adams. The purpose of the audit is to express an opinion on the financial statements of the Cooperative for the year 2016. In the opinion of Moss Adams, the financial statements present fairly, in all material respects, the financial position of Kootenai Electric Cooperative and were made in accordance with generally accepted accounting principles and in compliance with all federal regulations.

Nominating Committee Chair Kim Ann Erk presented the Nominating Committee report. The objective of the Nominating Committee is to ensure the most qualified people are nominated for election to the Board of Directors and to do this consistent with the Bylaws and any other applicable legal requirements. The following nominations were made:

<u>By Committee:</u>	District #3:	Todd Hoffman
	District #4:	David Bobbitt

Biographical information on the two candidates was included in members' meeting packets.

In the event of an uncontested election, the Cooperative's bylaws allow for the election of board members by acclamation. As there were no other candidates running for the board positions, Chair Swick declared Mr. Hoffman and Mr. Bobbitt elected by acclamation.

General Manager Elliott updated the membership on local and regional industry events and the state of the Cooperative. After a short review of the accomplishments of the past year, he discussed in detail some of the issues surrounding power supply and the rate pressures being felt by the Bonneville Power Administration.

Board Chair Bill Swick discussed the oversight role of the Board of Directors as well as potential changes in the energy and electrical distribution industry based on local, regional and national factors.


Kootenai Electric Trust Board Chair Len Crosby was featured in a video spotlighting individuals whose lives have been impacted by Operation Round Up® through its support of community programs. He thanked the membership for their continued support. Chair Crosby also thanked the Trust Board members for their commitment to the program. Since the

program's beginning in November 2002, the Trust Board has awarded over \$800,000 in grants to KEC individuals in need and to worthy charitable projects in our area.

Trust Board President Len Crosby recognized the college scholarship winners. The following students were each awarded a \$1,000 scholarship: Kylee Amos, Alayne Chipman, Coleman Donohoe, Lydia Gross, Alicia Hewer, Darin Jenneskens, Brendan Jessen, Matthew Johnson, Myrisa Laufenberg, Mackenzie Lauritzen, Mason Magee, Camille Olphie, Ashely Rotchford, Shelby Salois, and Katelyn Stegman.. The Trust Board has awarded more than 100 scholarships to members or their children since 2007 and plans to offer the scholarship program again early next year.

On behalf of the Board of Directors, Chairman Swick thanked the membership for attending the Annual Meeting and for their continued support of the Cooperative. He invited members to meet with Cooperative senior management and the Board of Directors for a Member Feedback and Questions Session immediately following the meeting. Chairman Swick adjourned the meeting at 7:30 p.m.

I, Roger Tinkey, Secretary to the Board of Directors of Kootenai Electric Cooperative, Inc., do hereby certify that the foregoing is a true and correct copy of the minutes of the 79th Annual Membership Meeting of Kootenai Electric Cooperative, Inc., held at the Lake City Community Church, Coeur d'Alene, Idaho, this 17th day of May 2017 as it appears in the minute book of the Cooperative and that they have not been rescinded.



Roger Tinkey, Secretary

8.31.2017

Date of Approval