

**MINUTES OF THE ANNUAL MEETING OF THE MEMBERSHIP
OF CAPITAL ELECTRIC COOPERATIVE, INC.
OF BISMARCK, NORTH DAKOTA**

Tuesday, June 4, 2019

The 73rd Annual Meeting of the members of Capital Electric Cooperative, Inc., Bismarck, North Dakota, was held at the Ramkota Hotel, Bismarck, North Dakota, on Tuesday, June 4, 2019, commencing at 6:30 p.m. Preceding the formal convening of the annual meeting, registration commenced at 4:30 p.m. and a dinner was served from 4:45 p.m. to 6:30 p.m., courtesy of the cooperative. Lucas Bernier Steel Band entertained the membership prior to the meeting. Also, concurrent with the formal opening of the meeting, a children's movie was available.

Convening: The meeting was called to order at 6:30 p.m. by Chairman Dwight Wrangham. Chairman Wrangham called on Arlene Olson to deliver the invocation. The national anthem was sung by member Duane Isaacson who was selected by an audition committee. The Bismarck-Mandan Knights of Columbus presented the colors. Manager Fitterer welcomed several special guests as well as former and current U.S. Military members to the meeting. The Chairman welcomed Steve Bakken, Bismarck Mayor, who provided greetings to the membership.

Quorum Report and Minutes: The Chairman reported there was a quorum present. It was moved, seconded, and carried to dispense with the reading of the Notice of Mailing, the Affidavit of Proof of Mailing of such Notice to the members, and the minutes and to approve and accept the minutes of last year's annual meeting held on June 12, 2018.

Election Committee and Credentials Committee: The Chairman appointed members to serve on the Elections Committee and Credentials Committee, as follows:

Elections Committee

LeAna Hug
Dan Rouse
Harold Karch
Denise Brown
Keith Schmaltz
Roberta Thorson
Brian Bitner
Al Wald
Allen Blotske

Credentials Committee

Al Wald
Brian Bitner
LeAna Hug

Attorney Carol K. Larson of Pringle & Herigstad, P.C., was appointed Parliamentarian and recording secretary of the meeting.

Report of Nominations Committee and Election: The report of the nominating committee was then presented by Julie Roswick, Chairman. The nominees for District 1, 2, and 3 were as follows:

District 1 (one to be elected)

Sheri Haugen-Hoffart

District 2 (one to be elected)

Arlene Olson

District 3 (one to be elected)

Kyle Hilken

It was moved, seconded, and carried to close nominations for District 1. It was moved, seconded, and carried to cast a unanimous ballot for Sheri Haugen-Hoffart and she was re-elected.

It was moved, seconded, and carried to close nominations for District 2. It was moved, seconded, and carried to cast a unanimous ballot for Arlene Olson and she was re-elected.

It was moved, seconded, and carried to close nominations for District 3. It was moved, seconded, and carried to cast a unanimous ballot for Kyle Hilken and he was re-elected.

Treasurer's Report and Financial: The Chairman introduced Business Manager, Luke Steen, who reviewed the financial and audit report. He reported that the Brady Martz audit was a good "clean" audit and that the books and records of CEC are in order. Following a review of the financial condition of the corporative, Steen invited the members to ask any questions, and none were asked. It was moved, seconded, and carried to approve and accept the treasurer's report.

Charitable Trust Report: Roberta Thorson, President of the Board of Capital Electric Charitable Trust which is funded by "Operation Roundup", provided a report. The mechanics of Operation Roundup were explained and various beneficiaries of the Trust were noted. In its 21st year of operation over \$649,000 has been donated by the members and contributed to worthy causes.

Scholarships: Isaiah Germolus was awarded the Basin Electric scholarship award for 2019. Mr. Germolus recently graduated from Legacy High School and plans to attend the University of North Dakota.

Youth Tour: Jill McCusker of Bismarck will represent the cooperative at the Electric Cooperative Youth Tour in Washington D.C.

President and Manager's Report: President Wrangham and the General Manager

Fitterer provided a comprehensive joint report which reviewed the past year's operations.

Bylaws Amendments: The board of directors presented recommended amendments to the Bylaws. It was moved, and seconded, to approve the amendments to the Bylaws as presented. Motion carried.

Recognition of Current and Former Directors: The Chairman recognized current and former Capital Electric directors and also recognized the employees, both current and former, of the cooperative.

Recognition of Guests Not in Attendance: Comments were shared from elected leaders and officials not in attendance. A video presentation from U.S. Senator's Hoeven and Cramer, and letter from Congressman Kelly Armstrong are available on our website.

Old Business and New Business: The Chairman inquired if there was any old business. None was offered. The Chairman inquired if there was any new business, and none was offered.

Adjournment: College students attending with their parents were eligible for a drawing for a \$500 college scholarship. MiKayla Linnie was drawn for the scholarship. There followed the drawing of additional door prizes, including the grand prize of \$1,000 which was won by Susan K. Olson.

There being no further business to come before the meeting, the meeting, upon motion made, seconded, and carried, was adjourned at 8:05 p.m.

Carol K. Larson, Recording Secretary

Sheri Haugen-Hoffart, Secretary

APPROVED:

Dwight Wrangham, President