

**GRUNDY COUNTY RURAL ELECTRIC COOPERATIVE
ANNUAL MEETING OF MEMBERS
SEPTEMBER 5, 2019**

The 83rd Annual Meeting of the Members of Grundy County Rural Electric Cooperative was held at the Grundy Center Community Center, 705 F Avenue, Grundy Center, Iowa at 7:00 p.m. on the 5th day of September, 2019.

The meeting was called to order by Kevin Pruisner, President of the Cooperative, who presided, and Larry Rohach, Secretary of the Cooperative, acted as Secretary of the meeting and kept the minutes thereof. The Chairman declared that Attorney Dennis L. Puckett would serve as parliamentarian.

Chairman Pruisner introduced and welcomed special guests.

The Grundy County Amvets presented the colors and the members recited the Pledge of Allegiance.

Chairman Pruisner introduced the employees and thanked them for their service.

The Chairman then introduced the Directors and noted the areas they serve. He noted the work of the Directors and thanked them for their service.

The Secretary reported that the members present in person had been checked, and that the members identified on the attached list were present in person.

The members on the list constituted at least fifty (50) members of the Cooperative, and therefore constituted a quorum of the members of the Cooperative.

The Secretary then presented a copy of the Notice of the Annual Meeting of the Members, together with proof of the due mailing of said notice to all members of the Cooperative, and such notice and proof were ordered to be annexed to the minutes of the meeting.

Upon motion duly made, seconded and carried, the reading of the minutes of the Annual Meeting of the Members held September 6, 2018 was waived, and the minutes were thereupon declared to be approved and were ordered to be filed in the records of the Cooperative.

Copies of the Annual Report of the Treasurer had been distributed to each of the members. The report was reviewed by Treasurer Jason Paper. This included assets, liabilities, revenues, expenses, margins, and equity. He also reported on patronage retirements approved by the Board. On motion duly made, seconded and carried, the report was approved and ordered to be filed in the records of the Cooperative.

The Chairman stated that the next order of business would be voting on the election of three (3) directors for a term of three (3) years each. He further stated that in accordance with the Bylaws,

the Board of Directors had appointed from the members of the Cooperative a Nominating Committee consisting of Larry Bakker, Kevin Herink and Paul Selken, who were assisted by Directors Rohach and Schmidt.

The Report of the Nominating Committee was read by Attorney Dennis L. Puckett of Sullivan & Ward, P.C., which stated that the following members of the Cooperative had been nominated for the office of director for a term of three years:

THREE-YEAR TERM
(Three to be Elected)

District 1:	Kevin Pruisner Jerry Schipper
District 5:	Matt Kopriva
District 7:	Jason Paper James Gienger

The Report of the Nominating Committee was ordered to be identified by the Secretary and annexed to the minutes of the meeting.

Attorney Puckett next explained that the Board of Directors had recommended a change in the Cooperative's Articles of Incorporation. The full text of the Amendment was provided to the members with the notice of the meeting. Attorney Puckett explained the proposal.

Attorney Puckett explained the process for voting on the Amendment. Members were afforded an opportunity to ask questions and Attorney Puckett responded to the same.

The Candidates were each offered an opportunity to address the members.

The Chairman then appointed Noel Rewerts, Roy Hassman, Lareen Steppe and Richard Ruzicka as Inspectors of balloting. The ballots were collected and the tellers proceeded to count them.

The President's Report was presented by President Kevin Pruisner.

The General Manager's report was presented by Vicki Daily.

The Certificate of the Inspectors of Election was then presented and read, certifying that the following members, having received the highest number of votes cast, had been duly elected directors of the Cooperative to hold office for the terms indicated, and until their successors shall have been elected and qualified.

THREE-YEAR TERM

District 1:	Kevin Pruisner
District 5:	Matt Kopriva
District 7:	Jason Paper

The Chairman directed the Secretary to annex the Certificate of the Inspectors of Election to the minutes of the meeting, and thereupon declared the above members duly elected directors of the Cooperative to hold office for the term specified, and until their successors shall have been elected and qualified.

The Certificate of Inspectors of Balloting concerning the Amendment was presented and read, indicating that 78% of the members voting had voted in favor of the Amendment. It was declared that the Amendment had received the requisite support for adoption and the Cooperative Articles of Incorporation would therefore be amended as proposed.

The Chairman directed the Secretary to annex the Certificate of Inspectors of Balloting to the minutes of this meeting.

The Chairman called for any unfinished business and there was none.


The Chairman called for any new business and there were several questions posed by the members that were addressed by the Board.

Drawings were then held for cash prizes.

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting adjourned.


_____, Secretary

Approved:


_____, Chairman