

Minutes

Cuivre River Electric Cooperative, Inc. 2008 Annual Meeting of Members

September 19, 2008

The 66th Annual Meeting of Members of Cuivre River Electric Cooperative, Inc., (hereinafter referred to as "Cooperative"), was held on September 19, 2008, at the National Equestrian Center in Lake Saint Louis, Missouri. Registration began at 4:30 p.m. and a complimentary picnic was provided. Members were entertained by Butch Wax and the Hollywoods prior to the business meeting.

President Walter Gregory called the meeting to order at 7:30 p.m. by announcing that a quorum of 519 members was present. The members were welcomed, and an invocation was given by Rev. Jim Wheeler of the First Baptist Church in Lake Saint Louis, Missouri. After the invocation, special guests attending the meeting were introduced by General Manager/CEO Dan L. Brown.

Proof of mailing of the Notice of the Annual Meeting was read by the Secretary. A copy was ordered attached to these minutes.

Members of the Board of Directors were introduced. Mr. Gregory then called upon Mr. Andrew Sporleder, the Cooperative's attorney, to conduct the election of directors and consideration of four proposed bylaw amendments. Mr. Sporleder stated that the Committee on Nominations had met and nominated Larry Buck and Troy Galloway from Lincoln County District #1; Mike Sutherland, Robert Dale Wheeler, and Charles E. Madinger, Jr. from Warren County District #3; Gary Seigler, Larry Cochrun, Matthew Liefer, and Dennis Hornberger from St. Charles County District #4; and Jack Baldwin, Margaret A. Mortland, Robert M. Hellebusch, and Michael Warakowski from St. Charles County District #5. No nominations were made by petition. Each candidate was invited to address the members. The four proposed amendments to the Bylaws were then presented. Members were then asked to mark their ballots. The inspectors collected the ballots and retired to count them.

On motion duly made, seconded, and unanimously passed, the minutes of the 2007 Annual Meeting of Members were approved as recorded. Treasurer Glenn Ridder presented the financial report included with the Annual Meeting program.

Mr. Brown reported on the highlights of the Annual Report.

President Gregory then called for new business.

The floor was then opened for questions from the members concerning the operations of the Cooperative, noting those questions of an individual nature would be answered following the meeting. There were no questions.

The inspectors of election, having completed the counting of the ballots, submitted their report as follows:

Lincoln County District 1

Larry Buck	568
Troy Galloway	572

Warren County District 3

Mike Sutherland	629
Robert Dale Wheeler	335
Charles E. Madinger, Jr.	199

St. Charles County District 4

Gary Seigler	442
Larry Cochrun	183
Matthew Liefer	251
Dennis Hornberger	294

St. Charles County District 5

Jack Baldwin	457
Margaret A. Mortland	359
Robert M. Hellebusch	174
Michael Warakowski	157

Mr. Sporleder then declared that Troy Galloway, Mike Sutherland, Gary Seigler, and Jack Baldwin, having received the highest number of votes, were elected directors of the Cooperative, each to serve a term of three years and until his successor has been elected and qualified.

It was also reported that proposed Amendments Nos. 1, 2, 3, and 4 passed with the following are the results:

Amendment #1	Yes	1,146
	No	157
Amendment #2	Yes	893
	No	402
Amendment #3	Yes	1,002
	No	281
Amendment #4	Yes	1,034
	No	256

The reports of the Committee on Nominations, Inspectors of Election, and Oath of Inspectors were ordered attached to these minutes.

The Chairman then asked if there was any unfinished business. There being none, on motion made, seconded, and passed, the meeting was adjourned. Attendance prizes were distributed and a second performance by Butch Wax and the Hollywoods was held.

Chairman

Approved:

Secretary