



WHITE RIVER ELECTRIC ASSOCIATION, INC.
Notice of Virtual Annual Meeting at www.wrea.org & Director Election
September 8, 2021

Thank you to all our members who were able to attend White River Electric Association’s (WREA) Member Appreciation Dinner on July 23, 2021. In addition to our Member Appreciation Dinner, **WREA will conduct its Annual Meeting, including the election of directors, approval of minutes and a vote on proposed bylaw amendments, in video format on Wednesday, September 8, 2021 at 1:00 pm at www.wrea.org.** This online meeting presentation will be 10-15 minutes in length. **The video presentation will begin at 1:00 pm on Wednesday, September 8, 2021, and a link to the video presentation will remain available to members at www.wrea.org.**

As allowed by our bylaws and Colorado law, the election will be conducted by mail-in or hand delivered ballots only. The appointed election clerks and judges will oversee the election and the ballots will be counted on September 8, 2021. Results will be posted on the front door of the WREA office, at www.wrea.org and on the WREA Facebook page.

Director Election: The following members have been nominated for election by petition:

Town of Meeker District for a Three-Year Term

Mark A. Rogers – Incumbent

Rural District for a Three-Year Term

Ronald K. Hilkey - Incumbent

Bylaw Amendments: An outline of the proposed bylaw amendments is listed on the back of the Notice of Election and were mailed to all members. The proposed bylaw amendments were approved by the WREA Board of Directors and are recommended to the membership for approval. Proposed bylaw information is also posted at WREA and on www.wrea.org. The amendments are combined into one ballot question. With your vote, you will vote for or against all the proposed bylaw amendments.

Should the White River Electric Association, Inc., Bylaws be amended as proposed? Yes _____ No _____

Minutes: Copies of the Annual Meeting Minutes from 2019 and 2020 are enclosed with the Notice of Election.

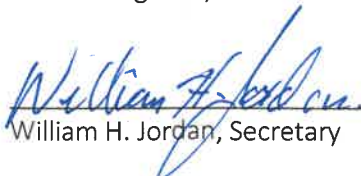
Do you approve the 2019 & 2020 WREA Annual Meeting Minutes as presented? Yes _____ No _____

Only WREA members are eligible to vote. If a membership is held jointly, only one member may vote per membership. **Please review your membership prior to voting to ensure that your membership is listed correctly.** You may vote by returning your ballot by mail or delivery to WREA. Please find the enclosed green ballot and envelope for your use. The enclosed ballot has the candidates listed who have been nominated by petition, a vote on the bylaw amendments and a vote to approve the minutes from 2019 and 2020. Please vote for one Town of Meeker District Director and one Rural District Director. Please also vote on the proposed Bylaw Amendments and approval of the Annual Meeting Minutes. **PLEASE SIGN** on the return envelope. State law no longer requires a privacy envelope, but the return **envelope must be signed where indicated or your vote will not be counted.** Please mail or deliver **the signed** envelope to White River Electric by noon on September 8, 2021. Following the video annual meeting, WREA will draw names from the members who returned ballots for boxes of meat purchased from the Rio Blanco County Fair 4-H sale. WREA encourages all our members to participate by tuning into the video and mailing in your ballot. Please call WREA at 970-878-5041 if you have any questions about the WREA Annual Meeting or election.

WHITE RIVER ELECTRIC ASSOCIATION, INC.

(S E A L)

Dated: August 3, 2021


 William H. Jordan, Secretary



White River Electric Association, Inc.
Proposed 2021 Bylaw Amendments

In the spring of 2021, the Colorado legislature amended the statutes that govern Colorado electric cooperatives. Some of the new legislation required changes to WREA Board policies and administrative procedures. WREA has amended the necessary policies and procedures accordingly. In addition, the legislation requires WREA to amend specific bylaw provisions. All bylaw amendments require WREA member approval. These required amendments include the following:

1. **Director Petition:** Director Candidate Nomination Petitions are now required to be returned to WREA at least sixty (60) days before the director election; replacing the previous forty-five (45) day requirement.
2. **Secrecy Sleeve:** The statute no longer requires the returned mailed ballot to be placed in a secrecy sleeve.
3. **Annual Meeting & Electronic Voting:** The statute now expressly authorizes, but does not require, video/virtual annual meetings and board meetings. In addition, the legislation includes authorization for electronic voting at Annual Meetings. The provision also allows for electronically cast votes to achieve quorum requirements.

In addition to the statutorily required amendments, the WREA Board and staff reviewed the WREA Bylaws in its entirety and the WREA Board recommends the following additional amendments:

1. **Annual Meeting:** Strike the requirement that the Annual Meeting be held in September. WREA would still be required to hold an Annual Meeting, but this would allow the board to set the Annual Meeting in a month other than September. For example, the board may determine to hold the required Annual Meeting in July along with the Member Appreciation dinner.
2. **Annual Meeting:** Strike the required specific date to call for the Director Candidate Petitions and allow the Board to set that candidate petition dates based upon the specific date set for the Annual Meeting.
3. **Disposition of Property/ Article X:** Current language requires that WREA may not sell, lease or otherwise dispose of all or any substantial portion of its property unless such sale, lease or other disposition is authorized at a meeting of the Members thereof by the affirmative vote of not less than two-thirds of all of the Members of the Cooperative.
 - a. The WREA Board recommends amending this to require **only 2/3rds of the voting membership and not 2/3rds** of the total membership. WREA has no current plans to transfer substantial portions of its property but if a situation would require such a vote, 2/3rds of the total membership **exceeds the total number of votes WREA has ever received in an election**. The WREA Board believes that this is an unachievable standard due to historical voter turnout and therefore an unrealistic standard.
Disposition of substantial WREA property would still require member approval but only require 2/3rds of the voting membership. Prior to a member vote, the disposition of property would also require staff and board review with WREA Board approval.
4. Non-Substantive Amendments: Grammatical, heading and clarifications.

The WREA Board of Directors and staff have reviewed all the proposed bylaw amendments. Based upon this review, the WREA Board approved to recommend the above listed WREA Bylaw Amendments to the membership for approval at the 2021 Annual Meeting election.

Please call WREA's General Counsel (970-878-5041) for questions regarding the proposed bylaw amendments.

MINUTES OF ANNUAL MEMBERS MEETING
OF
WHITE RIVER ELECTRIC ASSOCIATION, INC.
September 11, 2019

The 74th Annual Meeting of the Members of White River Electric Ass'n, Inc was held at the Fairfield Community Center in Meeker, Colorado at 1:00 o'clock P.M. on Wednesday, September 11, 2019, pursuant to the requirements of the By-laws and Notice of Meeting to Members. A luncheon was served at 11:30 a.m. and catered by the Meeker Lions Club. Approximately 275 consumers enjoyed the barbecue beef meal. President Richard Welle called the Annual Meeting of the Membership to order for registration of the Members present at 11:30. President Welle began the business meeting to order at 1:00 P.M. and presided throughout. President Welle introduced the Meeker VFW Post 5483 to present the colors, and then asked for a moment of silence in remembrance of those who lost their lives 18 years ago at the World Trade Center, the Pentagon, and Flight 93. He then introduced Hailey Rose, and Navaeh LeBlanc who sang "The National Anthem". Sheriff Anthony Mazzola gave the invocation followed by the Pledge of Allegiance. President Welle then thanked them for their singing, the VFW, and the Meeker Lion's Club for the lunch. He then announced that a quorum had been determined and that the quorum included mail-in and hand delivered ballots. President Welle announced that he had appointed John Purkey as the Credentials Committee to assist at the registration desk determining qualifications of voter registration. President Welle announced that he had appointed Peggy Shults and Jean Wood as Judges of the Election and Peggy Back and Marci Nielson as Clerks of the Election. It was regularly moved, seconded, and passed by all members present to dispense with the reading of the official notice of the annual meeting. It was regularly moved, seconded, and passed by all members present to dispense with the reading of the minutes of the 2018 Annual Meeting. President Jordan introduced General Manager Michalewicz. Michalewicz then introduced the Board of Directors, Dale Dunbar Manager of Finance/CFO, Frank Sampson Manager of Operations, and General Counsel/Manager of Member Services Trina K. Zagar-Brown. Guests attending the annual meeting included Jennifer Goss, Senior Vice-President of Member Relations of Tri-State G&T, Mr. Matt Fitzgibbon – Relationship Manager with Tri-State Member, Geoff Heir – Director of Government Relations of the Colorado Rural Electric Association, Brandon Kibler – Sales Representative of Western United Electric Supply, and Perry Wills - Colorado Representative from the 57th District. President Welle recognized a couple of the members present in the crowd. He then announced that the election was uncontested and that there was one director from the Town of Meeker District and two directors from the Rural District to be elected for 3-year terms. the candidates for election.

Town of Meeker District – Richard R. Welle

Rural District - William H. Jordan, Richard L. Parr

Remarks were then heard from President Welle. Welle welcomed everyone to the 74th annual meeting. He then gave thanks to the staff at WREA for making the annual meeting happen. President Welle gave remarks on the co-op from the previous year. He also mentioned the By-Laws up for change with the amendments to them. Welle also talked about the recent Patronage Capital checks mailed out. Welle then highlighted several of the accomplishments of the year and announced there would be no rate increase for 2020. Welle concluded with a thank you to the membership for the opportunity to serve on the board and as the President. Treasurer Stan Wyatt gave the financial report. A copy of this was printed in the Annual Meeting Report and made available to all persons in attendance at the meeting. He announced that the finances were annually audited by Kevin Kelso of the firm Jackson Thorton. It was regularly moved, seconded and approved as presented.

President Welle announced that the Directors reports would be next on the agenda. Director Ron Hilkey, White River Electric's representative on the Tri-State G&T Board gave a brief review of Tri-State. After a short video, Director Hilkey then introduced Jennifer Goss. Ms. Goss commented on Tri-State and activities of the Association. President Welle introduced Director Jordan as the CREA representative, and Manager Michalewicz as the CREA Manager's representative. A brief report was given about the Energy Trails program and the WREA employee who travelled to Guatemala to participate in that program. Director Jordan reported on the reported on CREA and introduced Mr. Geoff Heier who gave remarks about CREA. Mr. Heier briefly talked about CREA activities.

President Welle, as the representative to Western United Electric Supply, gave brief remarks about WUESC. General Manager Alan Michalewicz addressed the audience. Manager Michalewicz talked about the evolving electric industry, the Bylaw Amendments, Finances, Safety and Members services and the Community. Attorney Zagar-Brown reported on the Bylaw Amendments and the legal state of the organization. Currently, there were no pending or threatened matters of litigation against the Association. Manager Michalewicz then informed the audience that in lieu of a safety presentation. White River crew members had working demonstration models both inside and outside for them to view. President Welle and Manager Michalewicz thanked all the Directors and Employees for their work over the previous year. Retiree Pete Larson was recognized for his past service to the members of White River Electric. They then presented service awards to the following directors.

Stan Wyatt – 5 years, Rich Parr – 10 years, Bill Jordan – 30 years

Manager Michalewicz then presented the employees with their service awards.
J.H. Sheridan – 5 years, Dustin Allen – 10 years, Joe Foster – 10 years, Jason Kracht – 15 years
Also, White River Energy employee Troy Hilkey was recognized for 20 years of service.

Welle then introduced Trina Zagar-Brown in her capacity as Member Services Manager. Ms. Zagar-Brown then introduced the Washington D.C. youth tour representatives Brynlee Williams and Brandon Lozano, and the Steamboat Leadership Camp attendees Hailey Scott and Brayden Garcia. Both groups gave power point presentations for the membership and were well received. Secretary Parr presented the list of applicants for Membership in the Cooperative. It was regularly moved, seconded, and passed that these applicants be accepted as members of the Cooperative. A list is attached and made a part of these minutes. President Welle proceeded with the election of directors. All registered members who had not previously mailed in a ballot had been provided a green ballot at registration. Mr. Welle instructed each member to vote for one (1) candidate for the Town of Meeker District, a 3-year term, and one candidate for the Rural District, a 3-year term. General Manager Michalewicz then introduced the entertainment for the day the Meeker High School Choir who sang a variety of patriotic songs. CFO Dunbar announced the Trivia winner, and conducted the final activity, which was the drawing of the door prizes. No other business appearing, the meeting was adjourned.

The official tally and results of the voting was as follows:

MEMBERS VOTING IN PERSON	89
MEMBERS VOTING BY ABSENTEE BALLOT (MAIL).....	250

Town of Meeker District
Three-Year Term
Richard R. Welle ... 315

Rural District
Three-Year Term
William H. Jordan ... 318
Richard L. Parr... 311

MINUTES OF ANNUAL MEMBERS MEETING
OF
WHITE RIVER ELECTRIC ASSOCIATION, INC.

September 9, 2020

The 75th Annual Meeting of the Members of White River Electric Assn, Inc was held virtually for the protection of the membership from the Covid-19 pandemic and in compliance with Federal, State and Local mandates. The pre-recorded event was originally aired at 1:00 o'clock P.M. on Wednesday, September 9, 2020, pursuant to the requirements of the By-laws and Notice of Meeting to Members.

President Richard Welle called the Virtual Annual Meeting of the Membership to order at 1:00 and presided throughout.

President Welle announced that the requirements of the annual meeting will be met, and there will be a members appreciation gift of a logoed 75th anniversary camp chair, and drawings for boxes of 4-H meat. President Welle also gave tribute to the veterans who have served and are serving our nation. He then introduced Ruby Holliday who sang "The National Anthem".

Welle then introduced the Board of Directors and gave some brief remarks about the major occurrences of the year. President Welle announced that there would be no rate increase for 2021. He introduced the management team of White River Electric and thanked the administrative and operations staff for their work.

Welle announced that a quorum had been determined and that the quorum included mail-in and hand delivered ballots.

President Welle announced that he had appointed Peggy Shults and Jean Wood as Judges of the Election and Peggy Back and Marci Nielson as Clerks of the Election.

Notices, instruction, and ballots had been mailed in August. Also, a notice had been published in the local newspaper. Ballots were accepted until noon today, 9/9/2020, and then the clerks and judges will count ballots in their normal fashion. Results of the voting will be posted on the door of White River Electric offices, Facebook, and the website.

The minutes of the 2019 Annual Meeting will be tabled until next year's 2021 meeting so that the members may approve or amend the minutes in person.

President Welle announced that there will be two (2) directors from the Town of Meeker District elected for 3-year terms. As allowed by the WREA by-laws, and Colorado Election law, this year's election will be with the mail-in and hand delivered ballots only.

Candidates for election.

Town of Meeker District – Hal W. Pearce,
Brett W. Dearman
Bryce R. Ducey

General Manager Alan Michalewicz addressed the audience. Manager Michalewicz reaffirmed that there would be not rate increase for 2021. He also talked about Covid-19 effects on the Association and the Community. He briefly touched on Pat Cap return, online services, wildfires, and Colowyo and the Craig Station closures. Michalewicz introduced the NRECA/CREA Trails to Energy that White River participated in with a short video.

Remarks were then heard from President Welle. Welle gave the brief attorneys report and stated that there is no pending or threatened matters of litigation against the Association, and that WREA continued to operate within the legal boundaries as established. Welle congratulated the organization on the recently received Safety Award. He also acknowledged the youth winners although they were not able to attend the functions.

Manager Michalewicz then recognized service awards to the following individuals.

Kim Dungan – 5 years
Dick Welle – 5 years as Director

Michalewicz then announced that members may pick up their annual meeting gift, a logoed 75th Anniversary Camp Chair at the Meeker Town Park on Thursday 9/10 and Monday 9/14... one chair per membership.

Welle announced the process of the drawings for the annual 4-H meat.

No other business appearing, the President Welle adjourned the Virtual annual meeting presentation of the 75th Anniversary of White River Electric.

The official tally and results of the voting was as follows:

MEMBERS VOTING 519

Town of Meeker District
Three-Year Term

Hal W. Pearce 322
Brett W. Dearman281
Bryce R. Ducey 391

Richard R. Welle, President

Richard L. Parr, Secretary