West Central Electric Cooperative, Inc. ~ Serving our members' needs since 1939

## Business Meeting begins at 7 p.m.

West Central Electric Cooperative's 74th Annual Meeting Aug. 2, 2013 UCM Multipurpose Building, Warrensburg, MO.

#### 5:00 p.m.

- Registration begins. All registered members will receive a \$25 energy credit. Must be present to receive.
- ◆Join us for a fun, old-fashioned co-op barbecue of hamburgers, hot dogs, pasta salad, chips and cookies, tea & lemonade! Meals will be served to the first 1,300 members and guests in attendance.
- •Informational booths and displays open at east end of Multi.

#### 6:50 p.m.

•Nora Faris, 2013 Youth Tour delegate to Washington, D.C.

#### 7:00 p.m.

◆Business Meeting -- approval of minutes (page 3 of this issue), reports of business, election of directors and consideration of bylaw change (profiles on pages 4-5, bylaw language on pages 5-6.)

### Also...

- •Drawings for prizes, including a 32" Samsung HDTV monitor donated by NW Electric Power Cooperative and several \$25 and \$50 energy certificates
- Drawing for grand-prize: one month FREE electricity! (Residential account only, applies to the bill due in September)
- \*Drawings for kids' prizes including a girl's bike and a boy's bike with helmets
- •Kids' Safety Area with giveaways, safety demonstrations, and Rural Missouri's Buddy Bear --Bring your camera to take pictures with Buddy!
- •Swimming for the kids 6 p.m. to 8 p.m. at the Multipurpose Building indoor pool
- •Blood pressure screenings from Johnson County Community

Continued on page 7



WCE Lineman Matt Schellman, Oak Grove

# The power of cooperation

The earliest members of West Central Electric started this cooperative many years ago to meet a need -- the need for a better life. They knew that cooperatives provided the power to change their communities.

As the dream of electrifying the countryside became a reality, farmers became more productive. Running water, light in the darkness and storing food was made possible. People were empowered by the improvement of everyday life. Your electric cooperative is still doing that today.

When the cooperative was formed back in 1939, the biggest concern was providing safe, reliable and affordable electricity. West Central Electric has met that need. But even more, your electric cooperative is here to empower members to improve their lives.

You asked for high-speed internet. We jumped in to provide that service when there was none available. You asked for our help in sponsoring community events and activities such as Miles for Meals for the senior centers, or Project Graduation. We happily obliged because we knew it was a good thing

for the people in our local communities.

We provide scholarships and the Rural Electric Youth Tour to help give our future leaders an education and broaden their awareness of our country. We provide free safety and efficiency programs to schools, businesses and community groups.

So you see, **powering our communities** was the original focus, but **empowering our members** is what keeps us strong.

Rural Missouri Mailing Label

Headquarters: 7867 S. Highway 13, P.O. Box 452 Higginsville, MO 64037 1-660-584-2131 or 1-800-491-3803

> District office: 506 N. Broadway Oak Grove, MO 64075 1-816-625-8211

Website:

www.WestCentralElectric.coop

24-Hour Number: 1-800-491-3803

General Manager: Mike Gray

**Board of Directors:** 

Clark Bredehoeft, President Ron Steelman, Vice-Pres. Paul Nolte, Treasurer Robert Simmons, Secretary Stan Rhodes, Asst. Sect. Dale Jarman, Director Max Swisegood, Director Densil Allen, Director Richard Strobel, Director



## Instructions for voting a proxy

If you are asked by a fellow cooperative member to vote in their place by proxy at the annual meeting, please take note of the following bylaw regarding proxy

#### West Central Electric Cooperative Bylaws

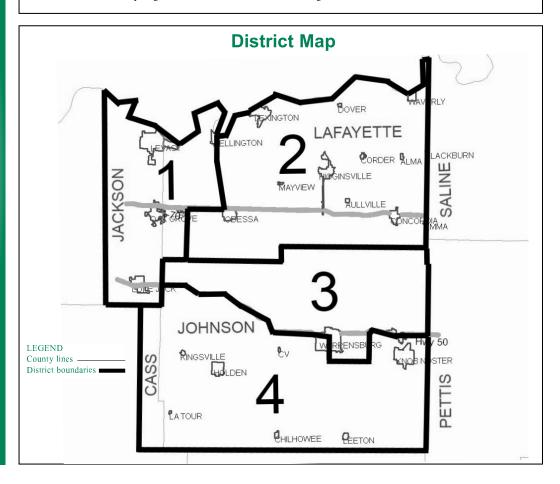
Section 6. Proxies A member may vote by proxy executed in writing by the member. Such proxy shall be filed with the secretary before or at the time of the meeting. No proxy shall be valid after sixty (60) days from the date of its execution. No proxy shall be valid unless it shall designate the particular meeting at which it is to be voted and no proxy shall be voted at any meeting other than the one so designated or any adjournment of such meeting. A member may give his proxy only to another member or to an adult relative living in the same home with such member, and no person may hold more than two proxies at any meeting. The presence of a member at any meeting shall revoke a proxy theretofore executed by him and such member shall be entitled to vote at such meeting in the same manner and with the same effect as if he had not executed a proxy

### West Central Electric Cooperative **Board of Directors Election**

The West Central Electric Board of Directors election will take place during the 74th annual meeting Aug. 2, 2013 at the University of Central Missouri Multipurpose Building in Warrensburg.

Members will vote for ONE director each in District 1, District 2 and District 4. Members will receive a ballot upon registering at the annual meeting. Any person who is not a member of the cooperative cannot vote. A member's spouse cannot register and vote in his or her stead unless the spouse is named as a joint member. However, a spouse may vote in the member's stead by presenting a legally-executed proxy at the annual meeting registration table. A member may vote two proxies. A proxy form is printed at the top of this page.

Directors with terms expiring in 2013 include District 1: Max Swisegood and District 2: Stan Rhodes & Ron Steelman.



#### West Central Electric Cooperative, Inc.

Minutes of the 2012 Annual Meeting of Members, August 3, 2012 To be approved at August 2, 2013 Annual Meeting of Members

The 73rd Annual Meeting of Members of West Central Missouri Electric Cooperative, Inc. (hereinafter referred to as "Cooperative"), was held at the multipurpose building on the campus of the University of Central Missouri, Warrensburg, Johnson County, State of Missouri, on Friday, August 3, 2012, pursuant to the bylaws of the Cooperative and previous resolution of the Board of Directors.

Registration began at 5 p.m. A dinner was served and pre-meeting musical entertainment was provided by David Rest. Hali Meiser, a 2012 Youth Tour Delegate to Washington, D.C., gave a brief speech and report about her experience in Washington, D.C.

#### BUSINESS MEETING

The business meeting was called to order by Clark Bredehoeft, President of the Cooperative, at 7 pm. Robert Simmons, Secretary of the Cooperative, caused the minutes of the meeting to be kept.

The President called on Hali Meiser to lead the membership in the Pledge of Allegiance and a video presentation of the National Anthem. A prayer of invocation was offered by Assistant Operations Clerk, Wes Schloman.

President Bredehoeft introduced special guests in attendance at the meeting and the Board of Directors.

Attorney Matt Krohn was called upon to verify the presence of a quorum. Mr. Krohn noted that the quorum formula required the presence of 199 members and that 1,023 members had registered for the meeting, and therefore a quorum was established for the transaction of business.

President Bredehoeft presented and explained the Agenda and Order of Business to come before the meeting. On motion made, seconded and passed, the Agenda was accepted as presented. Secretary Simmons presented the Notice of Meeting and Affidavit verifying mailing of the Notice to each member. He then directed membership attention to the Unapproved Minutes of the 2011 Annual Meeting of Members, held on August 5, 2011, that were printed with the Notice of Meeting. On motion made, seconded and passed, the reading of minutes was waived and the minutes were approved as printed.

#### PRESIDENT'S REPORT

Mr. Bredehoeft presented the President's Report. He mentioned the theme for the year is "Building a Better World", meaning a better world in which to grow up for members and future members. He noted scholarships awarded, highlights of the Rural Electric Youth Tour, and the Cooperative Youth Conference and Leadership Experience put on by the Association of Missouri Electric Cooperatives. President Bredehoeft reported that almost \$1 million was returned to members in patronage dividends that will be credited to their August bills. He discussed rates and the need to treat everyone fairly by keeping rates as low as possible.

#### TREASURER'S REPORT

Treasurer Paul Nolte presented
Treasurer's Report. He directed members' attention to the financial information contained in the meeting program that was taken from the Cooperative's 2011 Audit. On motion made, seconded and passed, the membership resolved to approve the Treasurer's Report.

#### BYLAW ELECTION

Attorney Widger explained the bylaw question balloting issue. Mr. Widger answered questions regarding the proposed Bylaw Amendment. Members were allowed time to speak only in favor of or in opposition to the proposal. Members were given instructions regarding voting and collection of Bylaw Amendment ballots.

#### ELECTION OF DIRECTORS

Walter Hutcherson presented the report of the Nominating Committee.

Mr. Widger conducted the election of Directors. He noted that there were no nominations received by petition. He then called for nominations from the floor. After waiting the required time, the nominations were declared ceased without objection. The membership was given instructions regarding marking and collecting ballots. The appointed election judges collected ballots and retired to a counting room.

Robert Simmons, Secretary

#### MANAGER'S REPORT

Manager Mike Gray presented the Manager's Report. He reported on maintenance and system upgrades to improve the system. He noted 2011 margins were in good shape and given information which is available at present he doesn't think a rate increase will be necessary in 2013. He reported on changes in customer service, options members have regarding billing and a new high-speed internet choice. He spoke of government regulations and how they affect the members. He noted the Cooperative is financially solid and continues to look for better alternatives to help keep rates low. He thanked the employees for another outstanding year.

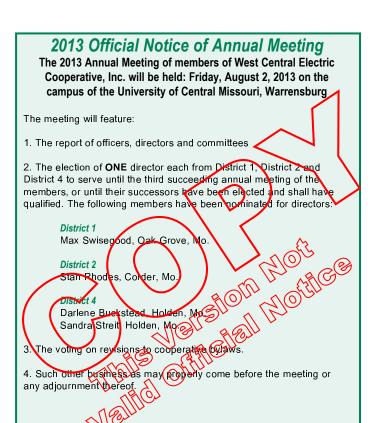
Mr. Steve Moore and other employees conducted drawings for attendance prizes.

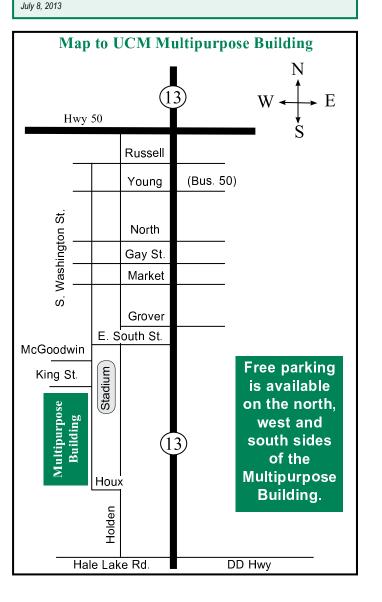
#### ADJOURNMENT

The President then asked for any unfinished or new business. There being none, on motion made, seconded and passed, the business meeting was adjourned.

#### ELECTION RESULTS

Following the adjournment, Mr. Krohn returned to the podium to report the election results as follows: Bylaw Amendments - 554 "yes" votes; 398 "no" votes. It was declared that the Amendments were therefore adopted. Directors – Paul Nolte, 590 votes; Clark Bredehoeft, 569 votes; James Martin, 376 votes; Dale Jarman, 623 votes; and John Staples, 310 votes. It was therefore certified that Paul Nolte, Clark Bredehoeft, and Dale Jarman were each elected for a term of 3 years until their successors are duly elected and qualified





## **West Central Electric Cooperative • 2013 Board of Directors Candidates**

## Max Swisegood, Oak Grove, Mo.

Occupation: Mechanic and raise Black Augus cattle

## District 1

Family: wife, Verna; daughter Shelby, her hus-

band, Brad and two grandsons; three step-sons, Darrin and Clint Cole and John Crawford; three step-daughters, Lana Crawford and Tisha and Stephanie Cole; eight step-grandsons and two step-granddaughters.

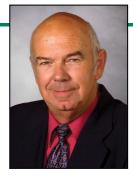
Community groups and organizations, church, etc. to which you belong: My choice of religion is Baptist. I have belonged to the Missouri Tractor Pullers for 33 years, serving on the board for more than 32 years. I have served on the West Central Electric board as a director from Jackson County for 15 years. I also belong to the Farm Bureau.

Why did you agree to run for re-election to the board of directors? As a director, I have noticed several things that need to be addressed to make our co-op stronger and an improvement for our members. I understand changes are slow to come, but the need is there. To make our co-op more effective, I want to be instrumental in making decisions for all the members.

What are your goals for your next three-year term? Working for West Central electric at times has been a challenge, but well worth the effort. I will strive to make the correct decisions to keep our electric rates as low as possible, but our service strong by doing repair work as soon as possible.

In your opinion, what is the biggest issue facing electric cooperatives today, and how do you plan to

address that issue? Our main problems have always been government regulations, and it seems to be more intense each year. I will make a stronger effort to keep co-op members better informed of changes that need to be made and improvements that have been made.



Max Swisegood Oak Grove, Mo.

Additional comments: none provided

## Stan Rhodes, Corder, Mo.

Occupation: Farmer

Family: My wife, Vicky, and I have five children and

## District 2

two grandchildren: Sons Mason, Spencer and Beau; and daughters

Bailey (Atticus, and son Roman) and Madie (Dane, and daughter, Marley.)

Community groups and organizations, church, etc. to which you belong: I am a member of Immanuel Lutheran Church, Corder Lions Club, Missouri Corn Growers Association, Missouri Farm Bureau and the West Central Electric Scholarship Committee.

Why did you agree to run for re-election to the

board of directors? I have enjoyed my three years on the board of directors, and have learned a great deal about how the cooperative works. West Central Electric has served my family electricity my entire life, and with my past experience on the board, I look forward to helping West Central move forward for years to come

What are your goals for your next three-year term? My goals are very simple: 1) Keep service to our member-owners at the best possible level; 2) Keep electricity costs under control; 3) Be a responsible board member to our member-owners and cooperative.

In your opinion, what is the biggest issue facing electric cooperatives today, and how do you plan to address that issue? The cost of electricity. We

as a co-op need to keep our government officials aware of the impact that environmental and government regulations have on our cost of electricity.

Additional comments: I want to thank the co-op members for electing me to serve on the board the previous three



years, and would appreciate the opportunity to continue. Thank you for your support.



19,000 linemen. One mission.

Power ON.



## **West Central Electric Cooperative • 2013 Board of Directors Candidates**

## Darlene Buckstead, Holden, Mo.

Occupation: Farm wife, nurse

Family: Husband, Kevin; daughter, Pat Carstens

Community groups and organizations, church, etc. to which you belong: I am an active member of Farm Bureau, vice president of the Johnson County Farm

## District 4

Bureau board, past member of the Missouri Farm Bureau Wheat and

Feed Grains Committee; past 4-H leader in Johnson County; past member and chair of Johnson County FSA Committee; active member of Chilhowee Baptist Church.

Why did you agree to run for election to the board of directors? With the bylaw change and the changed make-up of the board, I appreciate the opportunity to

represent my neighbors as we work together for West Central Electric Cooperative.

What are your goals for your first three-year term? I want to become more familiar with the function of the co-op, build relationships and communication with my fellow board members and others in the co-op, make a contribution toward providing stable service at a reasonable rate. I have a history of keeping in touch with my legislators, and I look forward to continuing those relationships for the benefit of the co-op.

In your opinion, what is the biggest issue facing electric cooperatives today, and how do you plan to address that issue? The ever increasing load of regulations from multiple agencies is a major issue West Central Electric Cooperative has dealt with in the past, and will need continued attention. I expect to work

with the board, the employees, and the members to address this and other problems facing the co-op.

Additional comments: A safe and dependable supply of electricity is vital to today's business and lifestyle. As members of a rural electric cooperative, we are



Darlene Buckstead Holden, Mo.

fortunate to have some control over the electric power we use on a daily basis. I hope to make a personal contribution to West Central Electric Cooperative.

## Sandra Streit, Holden, Mo.

**Occupation:** Sales Manager for Tri-Meats, Inc. an international meat and poultry sales and processing company.

**Family:** Married to Marshall, FFA Advisor at LaMonte High School. We have two children, Rylee, my oldest, is a sophomore at Holden High School. My

District 4

son, Garrett, will be entering the 8th grade at Holden Middle School.

Community groups and organizations, church, etc. to which you belong: Chilhowee Indians 4-H Club volunteer leader, Johnson County Extension Council, Holden FFA Alumni Association. My kids are active in school athletics and show horses, the rest of my time is spent in support of their passions.

Why did you agree to run for election to the board of directors? The Cooperative is driven by member involvement. With the redesign of districts the ability to represent my community appealed to me. Problem solving and decisiveness are core traits in my business, in conversations with a current director I felt those traits would have a positive impact on the board.

What are your goals for your first three-year term? Initially I would work to get in sync with current board members. Beyond this, my goal would be to listen to issues and focus on the best outcome for the cooperative. I would also look for ways to incorporate more efficient use of energy in member's daily routines.

In your opinion, what is the biggest issue facing electric cooperatives today, and how do you plan to address that issue? Resources, their allocation and

cost effectiveness would be my perceived biggest issue. I would focus on the microeconomics of the cooperative developing efficiencies for the entire cooperative without prejudice. This is a highly regulated industry, staying informed and proactive would be a top priority.



Sandra Streit Holden, Mo.

Additional comments: none provided

## PROPOSED BYLAW CHANGES

The Board of Directors recommends to the membership some revisions to Article IV of the cooperative's bylaws. The sections which contain the proposed changes follow in this newsletter. Language that is proposed

to be deleted has a line through it and language proposed to be added is highlighted in green color. The following proposed changes will appear on ballots to be voted on at the August 2, 2013 Annual Meeting of Members.

### **Proposed Bylaw Amendment 1**

Rationale:

Many cooperatives have found it prudent to cause former employees to have a period of ineligibility before they may serve as directors. This is referred to as a "cooling off" period that protects the candidate from the charge that he/she is running to be director with a particular agenda in mind. The NRECA model bylaws classify this as a conflict of interest qualification and suggest that three years is a reasonable time limit.

#### Article IV

Directors

#### Section 3. Qualifications

No person shall be eligible to become or remain a director or to hold any position of trust in the cooperative who:

(a) Is not a member and bona fide resident in the area served or to be

served by the cooperative; or

- (b) Is in any way employed by or financially interested in a competing enterprise or business selling electric energy or supplies to the Cooperative, or a business primarily engaged in selling electrical or plumbing appliances, fixtures or supplies to the members of the Cooperative; or
- (c) Is the incumbent of or candidate for an elective public office in connection with which a salary or compensation in excess of one hundred dollars per annum is paid; or
- (d) Has been an employee of the cooperative within the last three (3) years.

Upon establishment of the fact that a director is holding office in violation of any of the foregoing provisions, the board of directors shall remove such director from office.

Nothing contained in this section shall affect in any manner whatsoever the validity of any action taken at any meeting of the board of directors.

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### **Proposed Bylaw Amendment 2**

#### Rationale:

Last year the membership adopted significant changes to the system of districts established for board representation. The board of directors has assessed the new districts in terms of natural geographic and political divisions and for parity in the numbers of members residing in each district. The bylaw proposal represents the effort of the board to refine the previous work in compliance with the intent of the membership. Districts 3, 4, and 5 will remain unchanged. District 1 will follow county lines to include all of Jackson County. District 2 will contain all of Lafayette County. These modifications will result in approximately the same number of members per director in each district.

#### Article IV

Directors

#### Section 4a. Geographic Representation Required:

The territory in which the Cooperative supplies electrical energy to its members shall be divided into geographical districts for the purpose of equitably distributing the Cooperative's directors over the district in which its members reside. The district together with the number of directors who shall represent the respective districts, are as follows:

District Number 1 - Two One directors. District Number One shall consist of all that part of the Cooperative's territory lying within the County of Jackson in the State of Missouri, and that part of the Cooperative's territory lying within Lafayette County west of Z Highway, and that part of the Cooperative's territory lying north of Interstate 70 which is west of Highway <del>131.</del>

District Number 2 - Two Three Directors. District Number Two shall consist of all that part of the Cooperative's territory lying within the County of Lafayette, except that part in District One, but shall include and all of that part of Cooperative's territory lying within the County of Saline in the State of Missouri.

District Number 3 - Two Directors. District Number Three shall consist of all that part of the Cooperative's territory lying within the County of Johnson in the State of Missouri, lying north of Highway 50, and all that part of the Cooperative's territory lying within Township 46 north, Range 25 west lying south of Highway 50, and all that part of the Cooperative's territory lying within the County of Pettis in the State of Missouri.

District Number 4 - Two Directors. District Number Four shall consist of all that part of the Cooperative's territory lying within the County of Cass, in the State of Missouri, and all that part of the Cooperative's territory lying within the County of Johnson, in the State of Missouri, excluding the territory of District Three.

District 5, At-Large District - One Director. The At-Large District shall consist of all the Cooperative's territory in the State of Missouri.

The nominations of directors, appointment of directors, and election of directors shall be made in compliance with the provisions set forth herein; with the qualifications of a director in this regard being determined by his residency within the above described geographic districts. The provisions set forth in this section are in addition to and supplement other qualifications which exist or may exist pertinent to the position of Director.

Upon passage of the by-law provision, the new districts will be implemented according to the following time line:

Election Year 2013 1 Director Each Election Year 2014

2 Directors

Districts One, Two & Four District Three

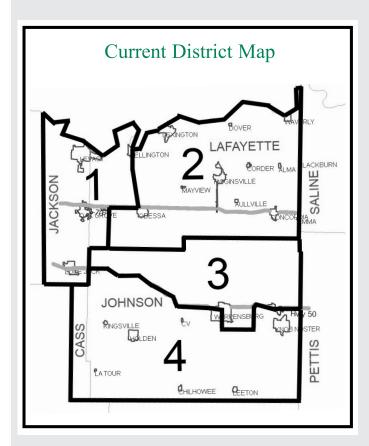
1 Director

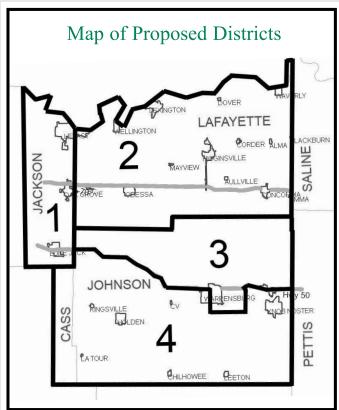
District Five

Election Year 2015 4 2 Directors Each

Districts One, Two & Four

District Four 1 Director







## From the Manager...

## Making life in our communities better

hat would make life better in our service territory? I'm not talking about winning the lottery—that only makes life better for one person or a small group. Educational opportunities? Safe activities for our high school seniors at graduation? High-speed satellite internet service where none was available? School supplies for families who can't afford them? Those are areas that benefit everyone in the WCE area.

West Central Electric exists to power communities and empower you, our members, to improve your quality of life. The cooperative business model offers the perfect tool for tackling tasks too big for one person to handle alone. But we need a common purpose to effectively wield the power of cooperation.

Think about the impact electricity made in rural areas 74 years ago. Women lived longer because they no longer had to work from dusk to dawn at backbreaking chores. Farm production jumped. Things like running water, lights, and stored food were possible—and with those leaps, our ancestors' lives were given new opportunities.

A few of you may remember our beginnings from your younger days you know full well the power of neighbors uniting behind a common purpose. But the vast majority doesn't remember when this area rolled up its sleeves and worked together to get the lights on. Back when life was hard—before cooperation changed the landscape of the communities we serve.

Does that mean we don't need a cooperative anymore? Is our job done? Are there no challenges, no roadblocks to a brighter future for our children? What's next for us?

To be honest, that's up to you.

West Central Electric is more than a power provider. We're proof that when folks unite with a single focus, we can bring dreams to reality. Our purpose—powering this community and empower-

ing you, our members—can make life better in west central Missouri.

You, our members, have the power to enact change—all with a little cooperation. So think about it—what's important to you? What would make life better?

Please tell us what you're working on to improve the quality of life. We're here to support your efforts, and we want to know how we can help bring people with common needs and interests together. Remember, electric co-ops can be a mechanism you use to make life hetter.

We exist today because co-op members like yourself 74 years ago believed they could turn darkness into daylight.

## 2013 Nominating Committee



#### NOMINATING COMMITTEE MEETS...

The West Central Electric Cooperative Nominating Committee met in May to nominate candidates for the 2013 Board of Directors election. The committee consists of the following active WCE members: Front row, (I-r): Tim Evert, Sarah Willard, Jerry Phoenix and Dennis Knipmeyer. Back row (I-r) Gary Bell, Walter Hutcherson, David Matthews and Ellis Dieckhoff

## West Central Electric Cooperative's 74th Annual Meeting Aug. 2, 2013

From page 1

Health Services

- •Meet the WCE linemen and learn more about what they do.
- ◆Glaucoma & macular degeneration screenings by the Missouri Lions Foundation
- •West Central Services booth -where you can get more information about the Exede satellite service provided by your electric cooperative
- ◆Take Control and Save booth.

  This cooperative energy-efficiency program can show you how to make the most of your energy dollars by taking control of your electricity

See you Aug. 2 in Warrensburg!

## The Seven Co-op Principles...

Cooperatives around the world generally operate according to the same core principles and values, adopted by the International Cooperative Alliance in 1995. The International Cooperative Alliance is a global membership association of co-ops and co-op support organizations. Cooperatives trace the roots of these principles to the first modern cooperative founded in Rochdale, England in 1844.

## 1. Voluntary and Open Membership

Cooperatives aré voluntary organizations, open to all people able to use its services and willing to accept the responsibilities of membership, without gender, social, racial, political or religious discrimination.

### 2. Democratic Member Control

Cooperatives are democratic organizations controlled by their members—those who buy the goods or use the services of the cooperative—who actively participate in setting policies and making decisions.

## 3. Members' Economic Participation

Members contribute equally to, and democratically control, the capital of the cooperative. This benefits members in proportion to the business they conduct with the cooperative rather than on the capital invested.

## 4. Autonomy and Independence

Cooperatives are autonomous, self-help organizations controlled by their members. If the co-op enters into agreements with other organizations or raises capital from external sources, it is done so based on terms that ensure democratic control by the members and maintains the cooperative's autonomy.

## 5. Education, Training and Information

Cooperatives provide education and training for members, elected representatives, managers and employees so they can contribute effectively to the development of their cooperative. Members also inform the general public about the nature and benefits of cooperatives.

## 6. Cooperation Among Cooperatives

Cooperatives serve their members most effectively and strengthen the cooperative movement by working together through local, national, regional and international structures.

## 7. Concern for Community

While focusing on member needs, cooperatives work for the sustainable development of communities through policies and programs accepted by the members.

