

Clay NEWS

A Touchstone Energy® Cooperative

7784 Old Hwy. 50 ■ P.O. Box 517 ■ Flora, Illinois 62839 ■ www.ceci.coop ■ 618/662-2171 ■ 800/582-9012

NOMINATING PROCESS FOR 2015 ANNUAL MEETING

ARTICLE III TRUSTEES

SECTION 1. General Powers. The Board of Trustees shall consist of nine members. Except as otherwise provided by law, the certificate of incorporation of the Co-operative, or by these bylaws, the Board of Trustees shall manage the business affairs and property of the Co-operative, authorize contracts, fix charges for its services for furnishing electric energy to its members, and for other services rendered for and to its members, and shall otherwise manage the affairs of the Co-operative in such manner as may be necessary, convenient or proper in order to carry out its objectives and purposes; provided, however, that the Co-operative shall not be operated for pecuniary profit either to itself or to its members.

SECTION 2. Qualifications and Tenure. (a) The persons named as Trustees in the certificate of incorporation of the Co-operative shall compose the Board of Trustees until the first annual meeting or until their successors shall have been elected and shall have qualified. At each annual meeting of the members beginning with the year 1941, Trustees shall be elected by ballot, by and from the members, as hereinafter provided, to serve until the next annual meeting of members or until their successors shall have been elected and shall have qualified, subject to the provisions of these Bylaws with respect to the removal of Trustees. No member shall be eligible to become or remain a Trustee, or to hold any

position of trust in the Co-operative who is not a member and is not presently residing in the area served or to be served by the Co-operative, and in addition thereto is not a bona-fide resident of the district from which he is elected, or who is in any way employed by or financially interested in a competing enterprise or a business enterprise or a business selling electric energy or supplies to the Co-operative, or a business primarily engaged in the selling of electrical or plumbing appliances, fixtures or supplies to the members of the Co-operative. When a membership is held jointly by a husband and wife, either one, but not both, may be elected a Trustee; provided, however, that neither one shall be eligible to become or remain a Trustee or to hold a position of trust in the Co-operative unless both shall meet the qualifications hereinabove set forth. Nothing in this section contained shall be construed to affect in any manner whatsoever the validity of any action taken at any meeting of the Board of Trustees. (As amended July 14, 1978)

(b) At the first Annual Meeting of Members following the meeting held in the year 1947, three Trustees shall be elected for a term of one year; three for a term of two years; and three for a term of three years; and all nominations made for Trustees to be elected at this meeting, regardless of the method by which said nominations are made, shall specify for what terms said person is being nominated, and no person shall be nominated for more than one of the alternative terms.

Thereafter, at each Annual Meeting of the Members, three Trustees shall be elected each for a term of three years, to succeed those Trustees whose term is then expiring. (As amended February 11, 1947)

SECTION 3. Nominations. (a) For the purposes of nomination of candidates for the office of Trustee, and to determine the number of Trustees elected to represent each district, the following districts and number of Trustees representing each district are established as follows:

DISTRICT	NUMBER OF TRUSTEES
District II to include Blair Township, Clay County; and Union Township, Effingham County	1
District VI to include Oskaloosa Township, and Songer Township, Clay County; and Meacham Township, and Omega Township, Marion County	1
District VIII to include Harter Township Clay County; and Kieth Township, and Indian Prairie Township, Wayne County	1

Continued on page 16B ►

◀ *Continued from page 16a*

(b) Any qualified member, a member meeting the requirements of Article III, Section 2 of these Bylaws, from the required District, may be nominated for Trustee by official petition of not less than fifteen (15) members of the Co-operative from the required District. Official petition forms will be available at the Co-operative Headquarters no more than one hundred twenty (120) days prior to the date of the meeting for the calendar year in which Trustee's terms expire.

(c) All candidates' nomination petitions, together with such additional information as may be requested by the Secretary of the Co-operative, shall be submitted by the prospective candidate to the Secretary at the Co-operative headquarters building, not less than forty-five (45) days prior to the date of the meeting at which Trustees will be elected. At the time of delivering the signed written petition to the Secretary, the prospective candidate shall also deliver to the Secretary a completed Statement of Qualifications demonstrating that he or she is qualified to serve as a Trustee under the terms of Article III, Section 2 of the bylaws. All petitions filed by persons waiting in line as of 8:00 a.m. on the first day for filing, or as of the normal opening hour of the headquarters building on that day, shall be deemed filed as of 8:00 a.m. or the normal opening hour, as the case may be. Petitions filed by mail and received after midnight of the first day for filing and in the first mail delivery or pickup of that day shall be deemed as filed as of 8:00 a.m. of that day or as of the normal opening hour of such day, as the case may be. All petitions received thereafter shall be deemed as filed in the order of actual receipt. Where 2 or more petitions are received simultaneously, the Secretary shall break ties and determine the order of filing, by means of lottery or other fair and impartial method of random selection approved by the Secretary. Such lottery shall be conducted within nine (9) days following

the last day for petition filing and shall be open to the public. Seven (7) days written notice of the time and place of conducting such random selection shall be given by the Secretary and such notice shall be posted at the Co-operatives headquarter building.

(d) The Secretary shall review all candidate nomination petitions to insure that the candidate is qualified to be a Trustee and to insure that the requisite number of qualified signatures (signatures of members residing in the required District) are contained in the petition.

(e) The Secretary shall cause to be posted a list of all qualified nominations at the Co-operative's headquarters building thirty (30) days before the meeting and shall cause to be mailed with the notice of meeting or separately, but at least five (5) days before the date of the meeting at which Trustees are to be elected, a statement of the number of Trustees being elected, the names and addresses of the candidates, and the Districts in which they are candidates. The ballot to be used at the election, if needed, shall list the names of the candidates nominated and the District in which they are candidates. Further, the order of candidates on the ballot shall be determined as follows: for each district, all candidates shall be listed in the order in which their petitions have been filed; where candidates have filed simultaneously, they shall be listed in the order determined by lot and prior to candidates who filed for the same District at a later time.

(f) In the event petitions are received only for the number of Trustees to be elected in a District and the Secretary determines the petitions are in order and the candidates qualified, no further election process shall be held and those candidates nominated shall be declared elected as Trustees at the meeting.


(g) Nominations by petition is the only means or method of becoming a candidate for Trustee. No

nominations shall be made by nominating committee nor from the floor of a meeting at which trustees are to be elected.

(h) In the event the term of Secretary of the Co-operative expires at an upcoming meeting, the duties of the Secretary for the nominating process will be assumed by the President or Vice-President of the Co-operative. If all three officers' terms expire in the same year, another Trustee will be appointed to oversee the nominating process. **(As amended September 2, 2010)**

**Petitions available April 30, 2015
Deadline to return petitions July 14, 2015**

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Office hours:
7:30 a.m. — 4:00 p.m.
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Pictured (L-R) are: Parker Moses, Flora H.S., Rep. David Reis, Lexi Harrison, North Clay H.S., Sen. Dale Righter, Bobby Wicke, Clay City H.S., and Doug Hockman Clay Electric Member Services Director.

Local high school students participate in Youth Day

Sen. Dale Righter and Rep. David Reis met with students representing Clay Electric Co-operative, Inc. during the Illinois Electric and Telephone Cooperatives Youth Day on Wednesday, March 25 in Springfield. The students were able to go onto the actual floor of the House of Representatives to speak to their legislators. Several students asked questions of them including cuts in local programs such as county fairs, and what advise the legislators could give to guide a young person who would like to serve the public in the political process.

More than 250 students from around Illinois had an opportunity to visit the State Capitol, view state government in action, and question their legislators on key issues. They also were invited into the office of Secretary of State Jesse White.

Secretary White removed his shoes and stood on his desk, to give a very powerful presentation to the students about their privilege to have a driver's license, dangers of texting and driving, drinking and driving, and also encouraged them to sign up for the organ donor program when they reached the age of 18. The students also had several questions that Secretary White answered. Because of an unexpected cancellation of touring the Supreme Court, they got the chance to meet David Nance, an Abraham Lincoln impersonator, in front of the Lincoln Statue on the Capital Complex. During lunch, Lieutenant Governor Evelyn Sanguinetti addressed students and chaperones and challenged them to take an interest in the political process and encouraged them to talk to their state senators and representatives about issues that interest them. She

spoke about her experience growing up poor and how she got to where she is today.

Wyatt Reid, the 2014-15 Illinois Youth Leadership Council Representative from Rock Energy Cooperative, spoke about his experiences on the Youth to Washington tour and challenged attendees to maintain an interest in their cooperatives and the political process. While in Springfield, the students also visited the Old State Capitol and the Abraham Lincoln Presidential Museum

Youth Day is designed to introduce young rural leaders to state government. There were 26 co-ops from across the state represented at the event.

Minutes of Board of Trustees Meeting

Regular meeting February 23, 2015

Trustees present were: Frank Czyzewski, Bill Croy, Frank Herman, Kevin Logan, Bob Pierson, Richard Rudolphi, Danny Schnepfer and Greg Smith. Also present was Executive Vice President/General Manager Ed VanHoose. Absent was Neil Gould. The invocation was given by Kevin Logan.

Approved the agenda as presented by Gen. Mgr. VanHoose.

Approved the minutes of the regular meeting held January 26, 2015.

Accepted 6 new members for service.

Canceled 10 members no longer receiving service.

Approved work orders in the amount of \$23,837.78 for the month of January 2015.

Accepted the disbursement list for the month of January 2015.

Heard a report by Trustee Logan concerning the recent AIEC regular monthly meeting, including the financials, legislative and administrative updates, Youth Day update, and the upcoming National Lineman Appreciation Day.

Heard a report by Trustee Herman concerning the recent SIPC Board meeting, including January financials, and the status of operation of units.

Heard a report by Gen. Mgr. VanHoose as to the following; Reviewed financials specifically Form 7, cash flow, SIPC Power Bill, wholesale power cost budget, and line loss. Recent safety meeting held with all employees.

Completion of CFC Office Compliance certification survey. Upcoming CRC Annual Meeting and thereafter Board Approved the designation of Gen. Mgr. VanHoose as Voting Delegate to said meeting. Presented the receipt of CRC fiscal year-end 2014 dividend.

Reviewed consignment agreement in place between United Utility Supply and CECI.

Reviewed appointment of Luke Johnson as Operations Manager. Thereafter **Approved** Managers report.

Reviewed Certificate of Liability Insurance of Oilfield Tree Service.

Adjournment.



Clay Electric Cooperative Office will be closed on Monday, May 25, 2015 in honor of Memorial Day. The Board of Directors, & Employees want to remember those brave men and women who fought and died serving this great country.

Promotions

Clay Electric Co-operative, Inc. has named Luke Johnson as the new Operations Manager. Johnson has been employed as a Journeyman lineman since 1999, having served most recently as a temporary Line Foreman. He will oversee operations of the line department for construction and upgrades of the Clay Electric distribution system. Luke and wife Jeana have three children, Grant, Reese and Trevor, and they reside in Flora.



Conklin promoted to Line Foreman Clay Electric Co-operative welcomed Matt Conklin as the newest Line Foreman on Feb. 18. Matt began his career with Clay Electric October 2001 as a lineman. He has spent his career in the construction and maintenance of the electric distribution system for CECI with progressively advanced leadership positions in the cooperative. Matt and wife, Tera, have three children, Danica, Dane and Dylan. They reside in rural Flora.

