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RESOLUTION

2013-01

WHEREAS, La Plata Electric Association's Board of Directors Policy 128 requires the Board of Directors to review the number of members in each district annually, and;

WHEREAS, each district shall contain as nearly possible the same number of members, and

WHEREAS, the Board of Directors of La Plata Electric Association has reviewed the number of members in each District,

NOW THEREFORE BE IT RESOLVED by the Board of Directors of La Plata Electric Association, Inc. that the number of members per district are relatively equal, and that there need not be any district geographic changes to any of the districts at this time.

I, Ken Fox, Secretary of La Plata Electric Association, Inc., do hereby certify that the above is a true and correct copy of a resolution adopted by the Board of Directors of La Plata Electric Association, Inc., at a regular meeting held in Durango, Colorado, on January 16, 2013, at which meeting a quorum of directors was present and voting.

Ken Fox, Secretary

Dated at Durango, Colorado this 16th day of January 2013