

RESOLUTION

2013-07

WHEREAS, La Plata Electric Association, Inc. is scheduled to hold its 2012/2013 annual meeting on May 11, 2013, at which time Article II, Section 5 of the LPEA Bylaws states that an election of certain directors is required; and

WHEREAS, Article III, Section 5 of LPEA's Bylaws provides that, in the event there is only one nominee for a position on the board of directors for a district, the board may cancel the election for that district and by resolution declare the sole nominee elected; and

WHEREAS, for District 2, the sole nominee is Tom Compton and

WHEREAS, the board of directors desires to cancel the election for said position and declare Tom Compton as deemed elected for the director position for his district.

NOW, THEREFORE, BE IT RESOLVED by the LPEA board of directors that, in accordance with Article III, Section 5 of the LPEA Bylaws, the annual director election for District 2 is canceled.

BE IT FURTHER RESOLVED that Tom Compton is deemed elected as a director from District 2.

BE IT FURTHER RESOLVED that the duration of Director Compton's term commence and expire as if he had been elected at the 2012/2013 annual meeting.



Ken Fox, Secretary

Dated at Durango, Colorado this 17th day of April, 2013