



Central Wisconsin  
Electric Cooperative  
Your Touchstone Energy® Cooperative



By Mike Wade,  
President & CEO

## FROM HERE TO THERE

Please mark your calendar for Saturday, April 8, to attend our 79th annual meeting of the membership at the Wittenberg-Birnamwood High School in Wittenberg. The

event will be a great opportunity for you to learn more about your cooperative and the programs we offer. We look forward to visiting with you, sharing ideas, and enjoying a morning together. Come join us for an informative meeting.

At this year's annual meeting, we will have a vote of the membership on a proposed update to our bylaws. This revision will clarify and modernize the language in the bylaws regarding the qualifications an individual must

have to serve as director.

The proposed language can be found in this magazine edition and I ask everyone to read through these changes carefully. If you have questions or concerns about this revision, please contact our office.

**We look forward to visiting with you, sharing ideas, and enjoying a morning together.**

Special thanks go out to the Nominations Committee for their work in finding members interested in running for our board of directors. The care you took in interviewing the candidates shows your commitment to the cooperative. In addition, I appreciate the ideas that you bring to the co-op that illustrate how we can operate more effectively for the benefit of the membership.

Also, I wish to thank the commitment and dedication of the Operation Round Up trust committee for their work in helping our communities and our members. You spend a lot of time reviewing applications and ensuring that our Operation Round Up funds are used to support scholarships, charitable needs and helping our community organizations achieve their goals. By "rounding up" your electric bill and contributing a few cents each month, we are able to do great things for our members and communities.

I know each of you has a busy schedule, but I hope that you will make time to come to our annual meeting in April. I look forward to seeing each of you there.



Mike Wade (l), CWEC president and CEO, accepts an ACRE award from Robert Kretzschmar (r), national ACRE chairman.

## CWEC RECOGNIZED FOR 100 PERCENT ACRE PARTICIPATION

Central Wisconsin Electric Cooperative was recognized for its participation in the Action Committee for Rural Electrification (ACRE) at the recent WECA Annual Meeting. The co-ops' political action organization raises funds for use in state and national election campaigns, supporting candidates who back the goals of the rural electrification program. Co-op directors and staff contribute to ACRE annually, and if a co-op achieves substantial participation, it is recognized with a certificate for earning honor roll status.

CWEC earned 100 percent Board and Management Century Club participation.

For more information about how you can become a member of ACRE, go to [www.cwecoop.com](http://www.cwecoop.com) or call us at 800-377-2932.



## Daylight Savings Time March 12, 2017

Remember to move your clock forward one hour before you go to bed on Saturday, March 11, 2017.



## NEW LOCATION!

Wittenberg-Birnamwood High School  
400 W. Grand St., Wittenberg, WI 54499

# CWEC 79<sup>th</sup> Annual Meeting Saturday, April 8

Join Central Wisconsin Electric Cooperative on Saturday, April 8, 2017, for our 79<sup>th</sup> Annual Meeting. The meeting will be held at the Wittenberg-Birnamwood High School Auditorium in Wittenberg.

Registration for the meeting begins at 9 a.m., with members having an opportunity to socialize over coffee and rolls and view various displays.

Music by the Bowler High School Band will be from 10–10:30 a.m. in the school auditorium. President & CEO Mike Wade and Board Chairman Anthony Buss, Jr. will keynote the meeting's business session, which begins at 10:30 a.m. During the business session, members will have the opportunity to hear how their co-op is faring financially, learn details about various services offered by their member-owned power supplier, and receive updates on state and federal regulatory issues of importance to electric co-ops. An election of three board positions will be held. Members in attendance will also vote on a bylaw amendment to Article IV, section 5.

As a member-owner of an electric cooperative, you can voice your opinions at the annual meeting. This is an advantage cooperatives have over the investor-owned utilities, whose customers have no say in the management of the company and cannot vote for their board of directors.

Prizes will be given to all in attendance. In addition to many door prizes, one lucky member will have a chance to win a grand prize consisting of a big-screen TV. For all of the drawings, winners need to be present.

Lunch will be served after the business meeting, so make sure you stick around.

## Help Fill Our Local Food Pantry Shelves

CWEC will be kicking off its food pantry drive at the annual meeting on Saturday, April 8, 2017. Bring three or more non-perishable food items that are not expired, and you will receive a FREE LED bulb. (limit of three bulbs per family)



Your generous donation helps fill the shelves of food pantries in our service area.

If you cannot make it to the annual meeting, we will be collecting food pantry donations at our office, located at 10401 Lystul Road, Rosholt, throughout the year, and you will still receive the free LED bulb.

For more information call 715-677-2211.



# Bylaw change to be voted on at annual meeting

One item of business at the Central Wisconsin Electric Cooperative annual meeting to be held on Saturday, April 8, 2017, at the Wittenberg-Birnamwood High School Auditorium is a proposed bylaw change. The change redefines the qualifications for eligibility to serve on the Board of Directors. The current language is outdated and does not adequately answer many of the questions that are often raised regarding director eligibility. In an attempt to better define director qualifications, we are proposing modifying only this area of the bylaws.

Your Board of Directors and legal counsel have reviewed the bylaw amendment and are recommending its approval. Bylaw changes affecting the election of the Board of Directors must be approved by the membership. A vote on this bylaw amendment will be taken at the

annual meeting on Saturday, April 8, 2017.

If you have questions regarding the proposal, please feel free to contact our office.

The current language under Article IV, Directors, Section 5 is as follows:

**SECTION 5. Qualifications.** No person shall be eligible to become or remain a board member of the Cooperative who:

- A. is not a member and bona fide resident in the area served or to be served by the Cooperative, a bona fide consumer of electric service supplied by the Cooperative and a resident of the district from which elected; or
- B. is in any way employed by or financially interested in a competing enterprise or a 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 employed by the Cooperative within three (3) years prior to the date of taking office.

Following a due process hearing as provided in Section 6 of these Bylaws, upon establishment of the fact that a board member is holding the office in violation of any of the foregoing provisions, the board shall remove such board member 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.

## Proposed substitute language for Article IV, Directors, Section 5

**SECTION 5. Qualifications.** To become and remain a Director, a person must comply with the following qualifications:

- A. be an individual who is a member served by the Cooperative at his or her residence, who is a bona fide resident of the district which the individual is to represent, and who has been a bona fide resident of that district for at least the one year immediately before his or her nomination;
  - B. have the capacity to enter into legally binding contracts;
  - C. while a Director and during the one year immediately before becoming a Director, not be, be employed by, control, own more than ten percent of, serve as a director or officer of, or receive more than ten percent of annual gross income from
    - a. an individual or entity that competes with the Cooperative, a Cooperative Subsidiary or a Cooperative Affiliate,
    - b. an individual or entity that provides a good or service similar to a good or service provided by the Cooperative, a Cooperative Subsidiary or a Cooperative Affiliate, within the same geographic area as the Cooperative, Cooperative Subsidiary or Cooperative Affiliate, or
    - c. an individual or entity that directly or indirectly advances the individual or entity's pecuniary interest by engaging in business dealings with the Cooperative, a Cooperative Subsidiary or a Cooperative Affiliate, if such interest or relationship would likely impair the individual's ability to serve the best interest of the Cooperative. Nothing in this provision shall be construed to disqualify any member from serving as a director who provides electric energy by means of distributed generation facilities that are interconnected with Cooperative facilities.
  - D. while a Director and during the three years immediately before becoming a Director, not be an employee of the Cooperative, a Cooperative Subsidiary or a Cooperative Affiliate;
  - E. while a Director, not be a relative of a Director or Employee of the Cooperative or of a Cooperative Subsidiary or Cooperative Affiliate except as may be reasonably authorized by the Board as set forth in a policy or policies adopted by the Board;
  - F. Not have been previously removed as a Director by the Board or the members in accordance with these Bylaws, or shall not have resigned as a Director while a proceeding to remove him or her was pending;
  - G. while a Director not be, and at any time during the three years immediately before becoming a Director, not have been a party in any stage of mediation, arbitration, lawsuit, or other legal action against or by the Cooperative or a Cooperative Subsidiary;
  - H. while a Director and during the five years immediately before becoming a Director, not be convicted of, or plead guilty to, a felony or first degree misdemeanor;
  - I. except as otherwise provided by the Board for good cause, attend at least two-thirds of all Board Meetings during each year of the Director's term of office; and
  - J. any other reasonable qualifications set forth in a policy or policies adopted by the Board.
- Nothing in this section shall be construed to preclude any member from serving as a director because such member is also a member or a director of any other cooperative from which this Cooperative purchases or may purchase electric energy, supplies or services, or which is engaged in selling electrical or plumbing appliances, fixtures, or supplies to the members of this Cooperative.
- Following a due process hearing as provided in Section 6 of this Article, if the Board determines that a Director is in violation of any of the foregoing provisions, the Board 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.





## ROUND UP DONATIONS

Operation Round Up provides funds for worthwhile causes, including member hardship cases, educational purposes including scholarships, and charitable organizations. It is funded by volunteer donations from co-op members. Recent beneficiaries of co-op member's generosity include:

- Rosholt Area First Responders – \$1,335 to purchase a defibrillator
- Project Backpack – \$350 to purchase food items for the backpacks
- Three Member Hardships

Pictured at left: Jessica Moore, Rosholt Area First Responders, accepts a donation from Sue Halverson, Operation Round Up board member.

## DATES TO REMEMBER IN MARCH

### Crossroads Community Mystery Dinner Theatre Presents: "Fishin' For Trouble: A Whale of a Fateful Tale", by Tony Schwartz March 3 & 4

\$35/Person, advance ticket sales only. Limited space. 5:30 p.m./6 p.m. Dinner. WOWSPACE: 114 Vinal St., Wittenberg. For more information call 715-253-3525 or go to [www.wallsofwittenberg.com](http://www.wallsofwittenberg.com).

### St. Adalbert Parish "Friday Fish Fry" Friday, February 24 thru Friday, April 7

Serving 4–7:30 p.m. Fish or shrimp, or combo with your choice of potato, coleslaw, bread, beverage, and one dessert. Cost – adults \$9.50 and child meals are \$5.50 (only fish or shrimp). Served at St. Adalbert Church, 3305 St. Adalbert Rd., Rosholt. For take-out orders call 715-677-4518. Weekly raffle. Come share a great meal and good conversation.

### Iola Lions Health Fair Saturday, March 11

7–11 a.m. Cholesterol, blood glucose tests (don't forget to fast) free of charge, blood pressure, balance testing, information on diabetes, skin screens, chiropractic, acupuncture, and numerous health professionals. Free activities for the entire family include swimming lessons, climbing wall, and an inflatable bouncing house and jumping house. Iola-Scandinavia LEO Club will be serving a pancake & sausage breakfast. \$5 adults, \$3 kids under 12. Sponsored by Iola Lions and ThedaCare Waupaca. Iola-Scandinavia Community Fitness and Aquatic Center. For more information call 715-445-4024.



### CWEC Office will be closed Friday, April 14

### Easter Sunday April 16



### Walls of Wittenberg Presents: "Artists' Free Play: V" – 10th Annual Juried Art Show

April 22–May 14, Saturday and Sunday only  
11 a.m.–3 p.m. Free. WOWSPACE: 114 Vinal St., Wittenberg. For more information and contest details call 715-253-3525 or go to [www.wallsofwittenberg.com](http://www.wallsofwittenberg.com).

### Walls of Wittenberg "Wine, Beer, & Cheese Gala", Art Show Opening Sat. April 22

7–10 p.m. \$25 per person tax deductible donation, or \$30 per person at the door. WOWSPACE, 114 Vinal St., Wittenberg. For more information call 715-253-3525 or go to [www.wallsofwittenberg.com](http://www.wallsofwittenberg.com).

### Rural Health Initiative 6th Annual Wine & Cheese Tasting Fundraiser Friday, April 21

7–10 p.m. Crystal Falls Banquet Hall, New London. Forty-five kinds of wine, seven brews from Pigeon River Brewing, 25 types of Wisconsin cheeses, and entertainment. For more information go to [www.wiruralhealth.org](http://www.wiruralhealth.org) or call Rhonda at 715-524-1488. Fundraiser for Waupaca & Outagamie Counties to benefit the Rural Health Initiative.

To submit your community events email [brenda.mazemke@cwecoop.com](mailto:brenda.mazemke@cwecoop.com) or call Brenda at 715-677-2211.

**The April Wisconsin Energy Cooperative News magazine will include your 2017 Annual Report.**

### Mike Wade, President & CEO

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715-677-2211 • 800-377-2932  
[www.cwecoop.com](http://www.cwecoop.com)

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## Board of Directors

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