

RESOLUTION

2016-05

WHEREAS, La Plata Electric Association, Inc. is scheduled to hold its 2015/2016 annual meeting on May 7, 2016, 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

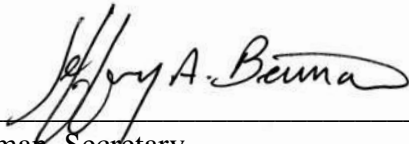
WHEREAS, for District 3, the sole nominee is Doug Lyon; and

WHEREAS, the board of directors desires to cancel the election for said position and declare Doug Lyon 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 3 is canceled.

BE IT FURTHER RESOLVED that Doug Lyon is deemed elected as a director from District 3 as of the May 7, 2016, Annual Meeting.

BE IT FURTHER RESOLVED that the duration of Doug Lyon's term commences and expires as if he had been elected at the 2015/16 annual meeting.



Jeff Berman, Secretary

Dated at Durango, Colorado this 20th day of April, 2016