

**RESOLUTION**

**2017-06**

**WHEREAS**, La Plata Electric Association, Inc. is scheduled to hold its 2016/2017 Annual Meeting on May 13, 2017, 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

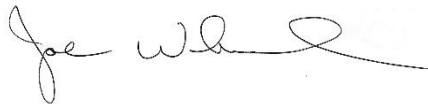
**WHEREAS**, for District 1, the sole nominee is Bob Lynch; and

**WHEREAS**, the Board of Directors desires to cancel the election for said position and declare Bob Lynch 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 1 is canceled.

**BE IT FURTHER RESOLVED** that Bob Lynch is deemed elected as a Director from District 1 as of the May 13, 2017, Annual Meeting.

**BE IT FURTHER RESOLVED** that the duration of Bob Lynch's term commences and expires as if he had been elected at the 2016/17 Annual Meeting.



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Joe Wheeling, Secretary

Dated at Durango, Colorado this 19th day of April, 2017.