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RESOLUTION OF THE BOARD OF DIRECTORS

A petition regarding a candidate forum received from Britt Storkson was discussed by the board of directors at the board meeting September 23, 2004. On motion by Jean McKinney, seconded by Gary Brown and unanimously carried, the following resolution was adopted.

WHEREAS, Wasco Electric Cooperative, Inc. is a private non-profit corporation organized and operated under Chapter 62 of the Oregon Revised Statutes; and

WHEREAS, the annual election of directors is conducted in accordance with the laws of the State of Oregon, the Articles of Incorporation and Bylaws of Wasco Electric Cooperative, Inc.; and

WHEREAS, the purpose of the Annual Meeting of the Membership held each year is to elect directors, approve or disapprove proposed bylaw amendments and report to the membership the financial and operating condition of the electric cooperative together with other information; and

WHEREAS, Article II Section 3 of the bylaws defines the process for the nomination and election of Directors at the annual meeting; and

WHEREAS, the bylaws do not provide for a "candidate forum" as described and proposed by a petition, a copy of which is attached hereto and made a part hereof;

NOW THEREFORE IT IS HEREBY RESOLVED, the Cooperative's Board of Directors will not participate in the proposed candidate forum suggested by the attached petition.

CERTIFICATE OF PRESIDENT

I, Neal R. Harth, certify that I am President of the Wasco Electric Cooperative, Inc., board of directors and the above and foregoing is a true excerpt from the minutes of a regular board meeting of the Board of Directors of Wasco Electric Cooperative, Inc. held on the 23rd day of September 2004 at which a quorum was present, and that the above portion of the minutes has not been modified nor rescinded.

IN WITNESS WHEREOF, I have set my hand and affixed the seal of Wasco Electric Cooperative, Inc. this 23rd day of September, 2004.

Signature of President