

NOMINATING COMMITTEE MEETING

2012 MINUTES

Swisher Electric Cooperative, Inc.

In accordance with the By-laws of Swisher Electric Cooperative, Inc., the Nominating Committee, duly appointed by the Board of Directors met at the Cooperatives office building in Tulia, Texas on January 26, 2012 at 11:00 a.m.

Those present were: Guinn Fitzgerald, Cody Gruhlkey, Lewis Walker, Clinton Henderson, Gaylord Cogburn, Robert Lowery and Dennis Bryan. Also present was General Manager Steve Gee, Human Resource Manager Mary Matsler and Executive Assistant J'Lee Davis.

Steve Gee, acting as temporary chairman, opened the meeting by asking for nominations for Chairman of the Nominating Committee. Guinn Fitzgerald was nominated by Lewis Walker seconded by Dennis Bryan. It was by a unanimous vote the Committee elected Guinn Fitzgerald as Chairman of the Nominating Committee.

It was the consensus of the Committee that J'Lee Davis, Executive Assistant, act as recording secretary for this meeting.

Guinn Fitzgerald took the Chair and asked for nomination for Secretary of the Committee. Cody Gruhlkey nominated Lewis Walker and Clinton Henderson seconded the motion. It was by a unanimous vote the Committee elected Lewis Walker as Secretary.

After some discussion Guinn Fitzgerald asked for nomination for the two (2) positions up for re-election for the 2012 Directors of Swisher Electric. Guinn Fitzgerald named Jimmy Burson in (Position 1), and Clinton Henderson named Gene Latham and Richard Keener in (Position 2). On a motion made by Gaylord Cogburn and second by Cody Gruhlkey it was by a unanimous vote of the Committee to accept the nominations as Position 1: Jimmy Burson and Position 2: Richard Keener and Gene Latham.

At this time the Chairman asked for a recess at 11:25 a.m. to search for another nominee to run for Board of Director. Due to the By-laws of Swisher Electric, a Board of Director is not eligible to become or remain a member of the Board of the Cooperative who: Is a close relative of a person employed by the Cooperative. It was determined that one of the nominees was in-eligible according to the By-laws.

The Chairman called the meeting out of recess. The meeting began at 11:00 a.m. on Friday, January 27, 2012.

Guinn Fitzgerald presented the name of Ken Wood for Position 1 Nominee. A motion made by Cody Gruhlkey and seconded by Gaylord Cogburn, it was unanimous vote of the Committee to accept Ken Wood for Nominee in Position 1.

**POSITION NO. 1**


Jimmy Burson  
Ken Wood

**POSITION NO. 2**

Richard Keener  
Gene Latham

Upon completion of the Nominating Committee moved and approved the minutes of the 2012. Nominating Committee Minutes. The meeting was then adjourned.

Chairman



Secretary

