

2017 ANNUAL MEETING & BOARD ELECTION FAQ

Bluebonnet Electric Cooperative's Annual Meeting is Tuesday, May 9, 2017, at Sons of Hermann Hall, 1031 CR 223 in Giddings. Registration begins at 1:30 p.m. and ends at 2:30 p.m. The meeting starts at 2:30 p.m. If you need more information after reading the questions and answers below, call 800-842-7708 between 7 a.m. and 5:30 p.m., Monday through Friday, or email memberservices@bluebonnet.coop.

Q: What is the Annual Meeting, and why is it important to attend?

A: Bluebonnet's Annual Meeting is one of the many benefits of being a member of an electric cooperative. The meeting, held each year in May, offers members the opportunity to meet the Board of Directors, the general manager and the co-op's executive staff. Members hear a "State of the Co-op" message and elect, or re-elect, directors.

Q: Bluebonnet's service area is divided into seven districts. Can I vote for candidates in all districts or just the district in which I live?

A: During contested board elections, co-op members can vote for directors in all districts. The districts in the co-op's service area were drawn along Bluebonnet's service area boundary and county lines. The seven districts are represented by one to three directors based on, among other things, the number of meters in each district.

Q: How many Board of Director seats were up for election?

A: Four of the 11 seats on Bluebonnet's Board of Directors were up for election this year. The seats represent District 3 for Bastrop County; District 4 for Lee, Milam and Williamson counties; District 6 for Austin, Colorado and Fayette counties; and District 7 for Washington County. Because the candidates for the four board seats were unopposed, they were elected by general consent in accordance with Bluebonnet's bylaws.

Q: What are my voting options?

A: There are currently no ballot items to be voted on this year. However, items can be added to the Annual Meeting agenda that would require a vote by members. Those items would have to be added no later than 10 days before the Annual Meeting. Your proxy could be used in that vote, which is why your proxy selection is important.

Q: What is proxy voting and how does it work?

A: Proxy voting is a method that allows a member who cannot attend the Annual Meeting to designate another person to vote in his or her place. On the proxy, members can assign their vote to either Bluebonnet's Proxy Committee or to a person of their choice.

Q: Who serves on Bluebonnet's Proxy Committee?

A: The Proxy Committee is composed of all Bluebonnet Board members whose terms are not currently up for election. This year's Proxy Committee members are Ben Flencher, Debbi Goertz, James B. Kershaw, Kenneth Mutscher, Richard Schmidt, Milton Shaw and Suanna Tumlinson.

Q: How do I vote by proxy?

A: Complete the proxy form and return it by mail or drop it off at any of Bluebonnet's member service centers in Bastrop, Brenham, Giddings, Lockhart or Manor. If you misplace the proxy form, stop by a member service center to pick one up or call 800-842-7708 and ask a representative to mail one to you. Proxies must be hand-delivered to a member service center by 5:30 p.m. May 2, 2017, or mailed to:

Bluebonnet Elections Processing
c/o Election Services Co.
P.O. Box 9020
Ronkonkoma, NY 11779-9822

Mailed proxies must be postmarked by May 2, 2017.

Q: Can this proxy be used again at future Annual Meetings?

A: No, the proxy is valid only for the meeting specified on the proxy form.

Q: Can I vote at the Annual Meeting if I sent in a proxy form?

A: When you register at the meeting, you may revoke your proxy and then cast your ballot in person.

Q: What information do I need to bring with me to register at the Annual Meeting?

A: You will be asked to verbally recite two pieces of information that are on your account. This account verification process is identical to the one performed when members would like to transact business on their accounts. You can simply tell the member service representative at the registration desk any two of the following pieces of information about your account: the name(s) listed on the account, your birthday, last four digits of your Social Security number, your driver's license number, your mailing address or your Bluebonnet account number.

Q: Who administers the election?

A: Election Services Co., which is a third party, independent vendor that specializes in administering corporate elections nationwide. It has the skills, experience and equipment to efficiently and accurately tally proxies and votes while adhering to the Federal Trade Commission's Red Flag requirements that protect members' confidential account information. This is the eighth year Election Services has administered Bluebonnet's election.

Q: Can I change my address or do other business at the Annual Meeting?

A: Bluebonnet's member service representatives at the information booth will be able to help members with most of their co-op business and answer any questions they would normally handle at any of the member service centers or through the call center.

Q: I still have questions. Who can I contact?

A: Call a member service representative at 800-842-7708 or email memberservices@bluebonnet.coop.

WE'RE NOT CUSTOMERS.

We're members!

2017 BLUEBONNET ANNUAL MEETING

MAY 9, 2017

SONS OF HERMANN HALL
1031 CR 223
GIDDINGS, TX

**REGISTRATION 1:30-2:30 P.M.
MEETING STARTS AT 2:30 P.M.**

REFRESHMENTS — DOOR PRIZES — INFO BOOTHS



The Rev. Robert and Ruth Goins, at left, and Robert's sister-in-law Marjorie Goins are ready for the Bluebonnet Annual Meeting on Tuesday, May 9, at the Sons of Hermann Hall in Giddings. The Rev. and Mrs. Goins of Giddings have been Bluebonnet members for more than 45 years and they've attended every Annual Meeting in that time.

2017 BLUEBONNET ANNUAL MEETING

Members will hear a State-of-the-Cooperative report, learn of milestones that Bluebonnet reached in 2016, have the opportunity to take care of Bluebonnet business and be entered in a drawing for door prizes. We hope you'll join us for a day of business, fellowship and fun. If you cannot attend but want to have a voice on any issue that may require a vote at the Annual Meeting, you may vote by proxy. Those forms were mailed to members in March.

IN THIS ISSUE:

See the back two pages of this special magazine cover for a Q&A about the Annual Meeting and proxy voting plus information about the four unopposed incumbents who have been re-elected by general consent to Bluebonnet's Board of Directors.

REGISTRATION:

When you arrive at the Bluebonnet Annual Meeting, stop by the registration table. A member service representative will ask you to verbally verify account and personal identification. This account verification process is identical to the one performed when members transact business on their account.

WIN A TRUCK!

Any Bluebonnet member who submits a completed proxy (by mail or in person at a member service center by 5:30 p.m. May 2, 2017) or who registers at the Annual Meeting will be entered in a drawing to win a used **2006 Chevrolet Silverado 1500** extended cab. The truck, which has 131,000 miles, is being retired from Bluebonnet's fleet. A member who has submitted a completed proxy does not have to be present at the Annual Meeting to be entered in the truck drawing.*

*Bluebonnet employees, members of the Board of Directors and spouses are ineligible to win.

For more information, call **800-842-7708** during business hours, email memberservices@bluebonnet.coop or visit bluebonnet.coop/annualmeeting.



2017: INCUMBENT DIRECTORS RE-ELECTED TO BOARD

Roderick L. Emanuel
District 3



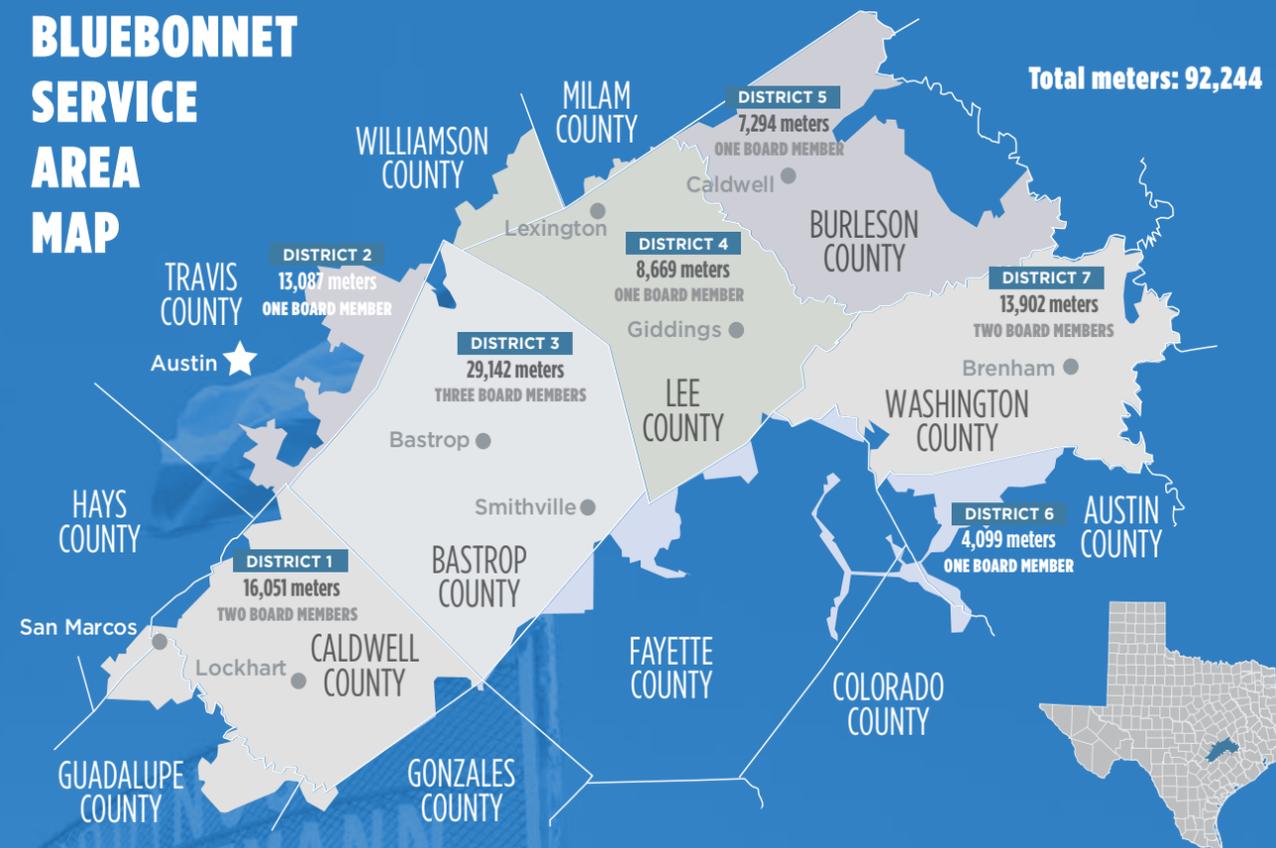
Emanuel, secretary/treasurer of the Bluebonnet Board of Directors, has been on the electric co-op's Board since 2011. He is chairman of Bluebonnet's Member Experience Committee and a member of the Employee Services and Legal & Governance committees. He earned his Credentialed Cooperative Director, Board Leadership and Gold certifications through the National Rural Electric Cooperative Association. Emanuel raises cattle on the family farm with his son. Emanuel previously spent 34 years in the education field. He was an economics and special education teacher for Bastrop ISD before moving up to superintendent. He also worked at Gary Job Corps near San Marcos. He earned a bachelor's degree in education from what is now Texas State University and a master's degree from Prairie View A&M University. Emanuel is a motivational speaker and chairman of the deacon board at Hopewell Primitive Baptist Church in Cedar Creek. He serves on the boards of Hopewell Rosenwald School, Bastrop Central Appraisal District and the Juneteenth Committee. Roderick and Charlene have one son, Roderick Jr.

Russell Jurk
District 4



Jurk has served on the Bluebonnet Board of Directors since 2011. He is chairman of Bluebonnet's Audit & Finance Committee and a member of the Energy Services, Member Experience and Legal & Governance committees. He earned his Credentialed Cooperative Director certification through the National Rural Electric Cooperative Association. He is vice president and general manager at Bobby Lehmann Inc., a Giddings-based trucking company that hauls oil field equipment. He has worked there since 1994. Jurk earned a technical degree from Southwest School of Electronics in Austin. He has served several positions with the Giddings Noon Lions Club, and he and his wife, Laurie, own Ashley's Attic, a home décor and collectibles shop in Giddings. At the state level, Russell is a past chairman of the Texas Trucking Association and has served as the association's foundation treasurer. His hobbies include target shooting, hunting, saltwater fishing and restoring old pickups and Jeeps. He and his wife, Laurie, have two children, Ashley and Richard.

BLUEBONNET SERVICE AREA MAP



Byron Balke
District 6



Balke, assistant secretary/treasurer of the Bluebonnet Board of Directors, has been on the electric co-op's Board since 2000. He is a member of Bluebonnet's Audit & Finance and Member Experience committees. He's a cattle rancher and former shopkeeper from Bleiblerville, a community of fewer than 100 people in northwestern Austin County. There, he helped run his family's historic general store and later operated a fertilizer and seed business. He played baseball at Blinn College in Brenham and had a short pro baseball career with the Houston Colt .45s (now the Houston Astros). He earned a bachelor's degree in agribusiness from what is now Texas State University and served in the Army Reserves. He is treasurer of the Austin County Livestock Association and a member of the 100 Club and the Bleiblerville Volunteer Fire Department. His hobbies include collecting antiques, hunting and fishing on the coast. He and his wife, Annette, have two children, Virgil and Phyllis, and four grandchildren.

Robert Mikeska
District 7



Mikeska has served on the Bluebonnet Board of Directors since 2008. He is chairman of Bluebonnet's Energy Services Committee and a member of the Employee Services and Legal & Governance committees. He earned his Credentialed Cooperative Director certification through the National Rural Electric Cooperative Association. He is senior vice president/controller at Mike Hopkins Distributing Co. in Brenham, which sells beer, wine and other beverages wholesale to retailers in seven counties. Mikeska earned a bachelor's degree in finance from the University of Texas at Austin. He has a long and varied career, from assistant budget officer of the Texas House of Representatives to vice president at the Wholesale Beer Distributors of Texas and vice president at Brenham National Bank. Mikeska is a former Brenham city council member and Washington County commissioner. He's an active member of Abiding Word Lutheran Church, currently serving as vice president, and a former board member with Brenham's Senior Activity Center. He and his wife, Marita, have a daughter, Michele.