CELEBRATE

COOPERATIVE ENTERPRISES BUILD A BETTER WORLD



Annual Meeting Saturday, April 28, 2012



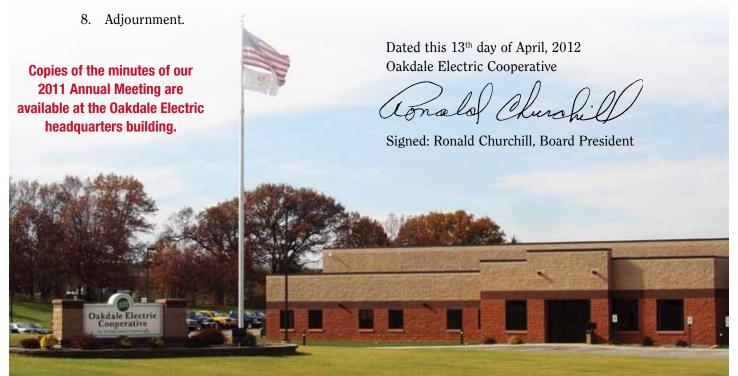
~ 2012 ANNUAL MEETING NOTICE ~

The Annual Meeting of Members of Oakdale Electric Cooperative will be held at 10:00 a.m., Saturday, April 28, 2012 at the Tomah High School Auditorium in Tomah, Wisconsin, with registration beginning at 9:30 a.m.

Action will be taken on the following:

ANNUAL MEETING OF MEMBERS SATURDAY, APRIL 28, 2012 • 10:00 A.M. CALL TO ORDER

- 1. Reading of the notice of the Meeting and proof of the due publication of mailing thereof.
- 2. Reading of the unapproved minutes of last years meeting of the members and taking of necessary action thereon.
- 3. Presentation and consideration of, acting upon reports of officers, directors and committees.
- 4. Election of a Director from District #2, (Comprised of the Townships of Knapp, Bear Bluff, Lincoln, Scott, La Grange and Byron) for a three-year term to fill the vacancy caused by the expiration of the term of James Van Wychen, 3365 Auger Road, Warrens, WI 54666.
- 5. Election of a Director from District #4, (Comprised of the Townships of Oakdale, Orange, Clearfield, Fountain and Lisbon) for a three-year term to fill the vacancy caused by the expiration of the term of Edwin Shie, 18007 County Hwy N, Tomah, WI 54660. (Not seeking re-election)
- 6. Election of a Director from District #5, (Comprised of the Townships of Kingston, Cutler, Necedah, Germantown and Marion) for a three-year term to fill the vacancy caused by the expiration of the term of James Guilbault, W7271 23rd St W, Necedah, WI 54646.
- 7. Such other business, regular or special, which may come before said meeting.



~ ANNUAL MEETING PROGRAM ~

Saturday, April 28, 2012 Tomah High School, Tomah WI

9:30 a.m. Registration of Members

10:00 a.m. Business Session

Lunch

immediately

following the

meeting.

Meeting Called to Order......Ronald Churchill, Board President

Invocation

Certification of Quorum Present

Approval of Program Agenda

Director Election Process Attorney Thomas Zaremba
District #2

District #4

District #5

Guest Speaker......John Carr, Director, Fuel and Power Marketing at Dairyland Power Cooperative

Any Other Business

Prize Drawings - Five \$100 Electric Bill Credits

(Must be present to win)

Adjournment



~A Message from your General Manager and Board President~

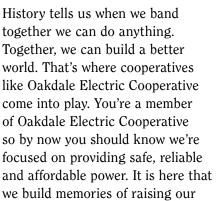
The year 2011 will be remembered as an exciting and historic one for Oakdale Electric Cooperative. In 2011 we honored our past and celebrated the 75th anniversary of the organization and incorporation of our cooperative. The celebration continues into 2012 which will mark 75 years since the switches were thrown on July 14, 1937 to energize the co-op's first 48-miles of line.

2012 has been declared the International Year of Cooperatives. It's a chance for us to celebrate our legacy of innovation and to remind us of what's important in business---putting people first. "Cooperative Enterprises Build a Better World" is a very fitting theme for our 76th annual meeting. The principles of self-governance, equal voting rights among cooperative members regardless of the amount of electricity used, not-for-profit operations, and concern for community remain alive and well here at Oakdale Electric Cooperative.

We hope you are making plans to attend this year's annual meeting on Saturday, April 28. As a member, you have a voice in how your co-op operates. Each year you have the opportunity to elect fellow members to our board of directors to represent your best interests. Attending the co-op's annual meeting gives you a chance to meet the employees and directors of Oakdale Electric and learn more about the cooperative.

2012 will be another challenging year. We will continue to experience rate increases from DPC as they deal with increased pressures related to governmental and environmental regulations. Financially, the cooperative is in good shape. 2011 closed in a strong financial position and we are looking forward to another positive year in 2012. Because we put people first, our rates are set simply to cover the cost of doing business, not to generate profits for stockholders.

We do everything we can to keep your electric bills affordable and to keep the power on. To accomplish that, we're controlling costs through innovation and taking a proactive approach to these issues. A few of our 2011 highlights were: invested over \$1.5 million in distribution system upgrades, spent almost \$800,000 to clear more than 200 miles of right-of-way and the systemwide completion of our automated meter reading (AMR) project.





Bruce Ardelt



Ronald Churchill

children, develop life-long relationships with friends, and work to leave a lasting mark on our communities. Look around our area and you'll find one-of-a-kind people, places and experiences.

We sincerely appreciate the cooperation and involvement of all our members in helping make Oakdale Electric Cooperative a success and for allowing us to serve you.

June Ardelt

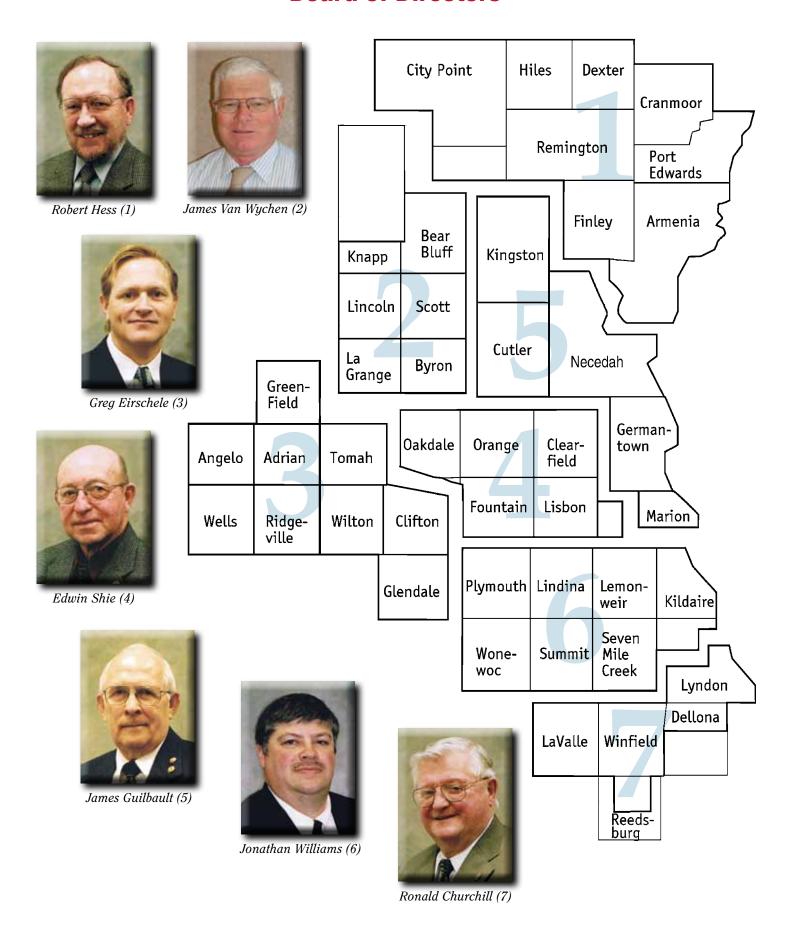
Conald Churchil

Bruce Ardelt General Manager

Ronald Churchill Board Chairman

COOPERATIVE ENTERPRISES BUILD A BETTER WORLD

~Board of Directors~





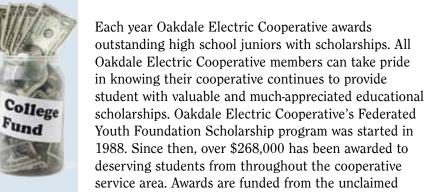
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The 2011 Scholarship Winners were:

- * Kelli Guyse, Mauston High School
- *** Jordan Hamm, Mauston High School**
- * Heidi Kruger, Mauston High School
- Erica Deming, Tomah High School
- * Samuel Mattison, Tomah High School
- *** Jedidiah Venner, Tomah High School**
- Brandon Maly, Nekoosa High School
- * Kelli Montag, Nekoosa High School
- Chris Scofield, Nekoosa High School
- * Leah Nicksic, New Lisbon High School
- * Benjamin Woggon, New Lisbon High School
- * Benjamin Wyss, New Lisbon High School
- * Jessica Demmerly, Pittsville High School
- * Emily Belmonte, Necedah High School
- Kayla Brey, Necedah High School
- * Bradley Weber, Necedah High School
- ***** Gabe Ness, Royall High School
- ***** Gina Niehausen, Royall High School
- * Stephanie Kopenhafer, Wonewoc Center High School
- * Kallie Stork, Wonewoc Center High School



Youth Leadership Congress – UW-River Falls

capital credits of former cooperative members.

Each year Oakdale Electric Cooperative sponsors high school students to the Youth Leadership Congress at the University of Wisconsin-River Falls. This year, the program will be held July 11-13 on the UW-River Falls campus. Over 140 students from around Wisconsin participate in this yearly event. To attend, you must be the dependent of an Oakdale Electric Cooperative member and a high school student completing your junior year at one of our 12 area high schools. We pay

all expenses, and best of all; you have a chance to earn a \$1,000 scholarship through Oakdale Electric Cooperative.

Brandon Maly of Nekoosa will serve on the six-member 2011-2012 Youth Board.

Interested? A great opportunity for high school students in their junior year!

Application information and forms will be available from your school's guidance counselor in April, or contact Nicole Modl at **nmodl@oakdalerec.com**.

The three day on campus conference is designed by and for teenagers and is intended to:

- * introduce students to the business of cooperatives
- * encourage the examination of today's issues
- * help students learn about and practice leadership skills
- * offer an opportunity for high school students to sample life on a college campus

~2011 FINANCIAL REPORT~

Statement of Operations OPERATING REVENUE	Dec. 31, 2011	Dec. 31, 2010
ELECTRIC SALES REVENUE	\$31,453,520	\$29,864,113
OTHER ELECTRIC REVENUE	160,124	150,198
TOTAL OPERATING REVENUE	31,613,644	30,014,311
OPERATING EXPENSES COST OF POWER	20,081,612	18,715,913
DISTRIBUTION EXP-OPERATIONS	1,249,821	1,350,611
DISTRIBUTION EXP-MAINTENANCE	2,103,419	1,970,896
ADMINISTRATIVE & GENERAL EXPENSE	2,175,018	2,054,606
DEPRECIATION EXP	2,231,306	2,126,096
TAX EXPENSE	367,872	360,419
INTEREST ON LONG TERM DEBT (CFC)	1,634,316	1,607,370
OTHER	59,018	72,294
TOTAL COST OF ELECTRIC SERVICE	29,902,382	28,258,205
OPERATING MARGINS	1,711,262	1,756,106
NON-OPERATING MARGINS	312,570	325,621
DPC CAPITAL CREDITS	974,155	593,841
NET MARGINS	\$ 2,997,988	\$ 2,675,568
Balance Sheet ASSETS		
NET UTILITY PLANT NON UTILITY PLANT	\$50,090,287	\$47,621,827
LONG-TERM INVESTMENT	10,173,219	9,222,745
NOTES-ECONOMIC DEVELOP	35,338	45,883
CASH & TEMPORARY INVESTMENTS	356,740	185,697
ACCTS RECEIVABLE	2,874,528	3,311,682
MATERIALS & PREPAYMENTS	928,408	758,842
OTHER ASSETS & DEFERRED DEBITS OTHER INVESTMENTS	224,338	323,670
TOTAL ASSETS	64,682,859	61,470,346
LIABILITIES & EQUITY		
PATRONAGE CAPITAL	29,089,295	27,032,477
CONSUMER DEPOSITS	198,458	226,587
LONG TERM DEBT	29,873,118	27,810,317
ECONOMIC DEVELOPMENT	30,000	37,500
ACCOUNTS PAYABLE	2,198,850	2,421,711
OTHER CURRENT LIABILITIES	3,293,138	3,941,754
TOTAL LIABILITIES & EQUITY	\$64,682,859	\$61,470,346

MISSION STATEMENT

Oakdale Electric Cooperative is committed to superior service, reliability and safety. We strive to provide our members dependable electricity at the lowest possible price. Our cooperative proudly serves our members based on a foundation of honesty and integrity, while improving the economy and quality of life in the communities we serve.



Our 2011 financial records and the reports contained herein have been audited by Bauman Associates, Ltd., Eau Claire, WI.

~Together...We can Build a Better World~



Bruce Ardelt



Cherlyn Moseley



(L-R): Scott Brookman, Jerry Bloom, Shane Rowan, Glenn Pampuch



Maribeth O'Dell



Seated: Sandi Bloom, Tina Von Haden Standing (L-R): Rose Bartholomew, Dale Ludeking, Chad Schauf, Sherry Anderson, Linda Pierce



Nicole Modl



Seated: Todd Duncan (L-R): Ken Murray, Roy Boyles



(L-R): Jim Suzda, Todd O'Neil, Al Taylor, Ryan Hubbard



Lori Larsen and Cheri Ness



(L-R): Dave Stelter, Cory Johnson, Matt Riggs



(L-R): John Ollendick, Bob Thompson, Brock Brown, Josh Von Haden, Joe Engel, Dane Pasch, Kurt Starkey, Dan Kallies



(L-R): Tommy Liddane, Jim Hayward, Pat Eirschele, Mike Rosier, Andy Steele, Stewart Walters, Kelly Ingenthron, Dan McGarry, Travis Champlin, Travis Moser, Robert Peterson



WE HAVE A NEW LOOK!

Oakdalerec.com

Every decision we make at Oakdale Electric Cooperative is guided by one question-"What's in your best interest?" Featuring a brand-new look and feel and improved navigation, the site reflects the co-op's focus on using the latest technologies to improve service and add convenience. Improvements include easier-to-find content, enhanced homepage functions, exciting new features and guicker access to account information.

What's more, the co-op is excited to announce its presence on Facebook. With the new, improved website, we felt the time was right to employ social media. We aim to provide added value to members by sharing cooperative updates, energy-efficiency tips, and most importantly, storm and outage information. OEC looks forward to interacting with members through posts that are fun, educational, and informative.

We know that you expect more from us...that's why we've provided added convenience to managing your account, conserving energy, and receiving the latest industry and company news.

With a click of the mouse, you can access information about:

- View and pay your bill
 - Bill4U go paperless. Receive your statement online and pay online
 - ACH automatic bill payment plan, your payments are paid automatically from your checking or savings account on the 20th of each month
 - Online bill payment 24/7 pay by credit/debit card online or by phone
- Capital Credits
- Scholarships
- Operation Round-Up®
- Co-op Connections Card Program
- Mainstreet Messenger Emergency Response Telephone System
- Rebates and incentives
- New construction and service upgrades
- Explore our Online Newsroom
- "Like" us on Facebook to ensure you have access to the latest news about OEC
- Focus on Energy
- Questline energy library and calculators
- Safety tips



If you have a question about your account or service, just click on Contact Us from the home page of Oakdalerec.com. Watch for outage information, energy-saving tips, service enhancements, company news, member communications and more.



~ BUILDING A BETTER WORLD ~

These are challenging times for us and for our members. The communities we serve and the organizations in those communities that provide a range of services to their resident have also experienced changes. With the economic downturn have come funding reductions, drops in charitable contributions and budget cuts. At the same time, the economy has increased the need for help. Now more than ever, what we do in the community counts. Oakdale Electric Cooperative has stepped up to help the communities we serve in many ways.

Little Things Count

Even when there is a big demand for help, little things that are done in the community count for a lot. While it is normal to see an Oakdale Electric bucket truck and its crew on the side of the road working on power lines, those same crews present Hot Line Safety Demos and explain their job of keeping the lights on at schools and community events in our service area. You'll find Oakdale employees supporting the community in so

employees supporting the community in so many ways. Through "Blue Jean Fridays" they donate funds to a variety of charities and organizations. Belonging to clubs like the Lions, supporting youth groups, participating in Relay for Life, or coaching the local soccer team...they're making their communities better places to live.

Focusing on Youth

The co-op believes that young people should not only be academically accomplished, but also well rounded.

To help them learn and develop the leadership skills that will serve them as tomorrow's community and business leaders, Oakdale Electric sponsors students to attend the Youth Leadership Congress held each year in July on the UW-River Falls campus. Attending the conference also gives these students the opportunity to earn scholarships to further their education.

Members' Generosity Benefits Communities, Changes Lives

Begun in 2002, Operation Round Up literally "rounds up" participating members' monthly electric bills to the next dollar amount, depositing the "spare change" into the Operation Round Up Trust. Individuals and organizations from throughout the five counties serviced by Oakdale Electric may submit applications for funding that are reviewed by the Operation Round Up Board made up of Colleen Woggon, Pat Christensen, Bonnie Anderson, Barbara Brooks, Sandy Chroninger, Judy Gebhardt, and Lillian Jorgensen, who ensure members' donations are put to good use. To date, the Trust has put nearly \$30,000 back into the communities where our members live and work. This wouldn't be possible without the support of our members. Participants of Operation Round Up contribute an average of \$6 a year...they have stepped up, coming together, in true cooperative fashion, using the strength of their numbers to do something they couldn't do as individuals and help others. If you aren't already a part of Operation Round Up, just fill out this coupon and return it to Oakdale Electric or simply give us a call.

Step Up and participate in Operation Round-Up®! Ves, I want to participate in Operation Round Up® Name: Address: Phone: E-mail: Account Number: Date:

(4-28-12)

IMPORTANT REGISTRATION CARD

Tear off here and bring this card to register at the annual meeting.



OAKDALE ELECTRIC COOPERATIVE

ANNUAL MEETING

Saturday, April 28, 2012

Tomah High School Tomah, WI · Five \$100 Electric Bill Credits

· Attending members will receive a gift

Must be a registered voting member in attendance at the annual meeting.

Lunch served following the meeting

