

Central Valley Electric Cooperative, Inc.

A Touchstone Energy® Cooperative





Notice of Annual Meeting

To the Members of Central Valley Electric Cooperative, Inc.:

Notice is hereby given that the annual meeting of the members of Central Valley Electric Cooperative, Inc. will be held at the Artesia High School Auditorium (215 S. 15th Street) on Saturday, March 8, 2014, at 1:30 p.m.

Action will be taken on the following items of business:

- 1. Any reports covering the year 2013, including acting upon reports of trustees.
- 2. Election of two (2) members to the Board of Trustees.

The Nominating Committee, appointed by the board of trustees, present the following candidates for election to the board of trustees for one 3-year term.

District 4

District 7

Dexter/Hagerman

WESLEY PILLEY (INCUMBENT)

MICHAEL BENNETT (INCUMBENT)

Any person voting for a company or a corporation at a membership meeting of the co-op must be an officer of that company or corporation, or be authorized, in writing, by an officer to vote. No person authorized in writing to represent a corporate membership will be allowed to register and vote for more than one membership. In the case of individual (non-corporate) membership, proxy voting is NOT allowed. Only the husband or wife may register and vote the individual membership.

In witness whereof, this Notice has been issued by the Secretary/Treasurer of Central Valley Electric Cooperative, dated this 13th day of February, 2014.

Sincerely,

Wesley R. Pilley

Secretary/Treasurer

Nesley L. filley

Co-op Facts

Total Miles of Line:

3.767 miles - distribution

202 miles - transmission

Counties Served:

Eddy

Chaves

Parts of Otero and Lea

Number of Members:

3,897

Number of Meters:

Number of Substations:

Number of Employees:

Board Meetings:

The fourth Wednesday of each month

Date Incorporated:

June 23, 1937

Date Energized:

October 5, 1938

Power Suppliers:

Southwestern Public Service Co. & Western Farmers Electric Cooperative

The Co-op Difference

What makes an electric cooperative different from other utilities?

Locally owned and operated.

Electric cooperatives are owned by their members and focus on their members" needs and local priorities. They are an integral part of the communities they serve.

Members first.

The cooperative business model guarantees every member a voice in business decisions. Members know they can trust their cooperative, because it was created not to make profits, but simply to deliver electricity. Co-ops offer stability, reliability and better value.

Responsive to local needs.

Electric cooperatives are located in the communities they serve, making them easily accessible and responsive to members' needs. They work hard to achieve a better quality of life for their members.



CVE was voted "Best place to work in Artesia" by the voters of the Artesia Daily Press.

Cooperative 7 Principles

CVE is different from many other businesses. We are owned by you, our members, and use the money you pay each month on your bill to operate the co-op. We are not-for-profit, so we are motivated to serve the interests of our members, not those of outside investors. As a co-op, CVE has a set of principles that drives our operations and our participation within our communities. These seven principles lead CVE to do business in a better way every single day.

1. Voluntary & Open Membership

Cooperatives are open to all persons able to use their services and willing to accept the responsibilities of membership.

2. Democratic Member Control

Co-ops are democratic organizations controlled by their members, who actively participate in setting policies and making decisions.

3. Members' Economic Participation

Members contribute equitably to, and democratically control, the capital of their cooperative.

4. Autonomy and Independence Co-ops are autonomous, self-help organizations controlled by their

5. Education, Training & Information

members.

Co-ops provide education and training for their members, elected representatives, managers, and employees so they can contribute effectively to the development of their co-op.

6. Cooperation Among Cooperatives

Co-ops serve their members most effectively and strengthen the cooperative movement by working together through local, national, regional, and international structures.

7. Concern for Community

Co-ops strive to work for the sustainable development of their communities through policies accepted by their members.



Executive Summary



Charles T. Pinson, Jr.
Executive Vice President
& General Manager

WOW! Simply wow is the best word to describe 2013 for Central Valley Electric Cooperative. It was a year unlike any other, at least in my 28 year career at the co-op.

WOW! Simply wow is the best word to describe 2013 for CVE.

In 2013, CVE continued to receive significant requests for power across the co-op's electric system. Although primarily the requests for service were in the oil and gas fields in the Loco Hills area. As a result of the requests, CVE

embarked on major construction projects on facilities in the area. Projects included the construction of approximately 24 miles of 115 kilovolt (kV) transmission line from Xcel Energy's PCA substation to CVE's Skelly and Maljamar substations. CVE will also upgrade the existing transmission line from Loco Hills to the co-op's 8 Mile Hill substation from 69 kV to 115 kV, therefore creating a 50-mile 115 kV transmission loop. Fortunately, when the co-op originally built this transmission line years ago, it was constructed in a way that it could be easily converted to the higher voltage line. This foresight helped save co-op members a considerable amount of money that didn't have to be spent to rebuild the line.

Along with the 115 kV transmission project, CVE also upgraded the Kewanee substation, and built new Maljamar and Skelly substations. Construction is also underway on the new 8 Mile Hill substation, the new Henshaw autostation, and numerous distribution voltage tie lines, which will provide voltage support across the co-op's service area.

Because of the increase in oil and gas production, CVE has also expe-

rienced growth due to fluid transportation facilities across the co-op's service area which included a major project North of Roswell. CVE completed construction of approximately 29 miles of new 69 kV transmission line along U.S. Highway 285 and constructed the new Mesa substation This substation is located on the Fort Sumner highway and will serve a 6,000 horsepower compressor station for Mid-America Pipeline.

In addition to all of the construction activity, CVE continues to move forward with innovative technologies which will provide additional benefits to members. In 2013, CVE completed the Supervisory Control and Data Acquisition (SCADA) system. The SCADA system allows CVE to control and monitor major equipment in all co-op substations. By having this system in place, CVE can increase reliability and help protect valuable co-op assets.

CVE's power system is now accurately reflected on the co-op's mapping database, thanks to the completion of the Geographical Information System (GIS) mapping project. This provides CVE with a powerful tool for engineering, planning, operations, and inventory of assets.

The Automated Meter Infrastructure (AMI) pilot project was also completed in 2013. For this pilot project CVE installed approximately 1,000 smart meters, in the oilfield area, that communicate billing information directly to the co-op's billing department. CVE will continue the AMI project and, in the coming year, will implement Meter Data Management Software and the new National Information Solution Cooperative (NISC) SmartHub application. Coupled together, CVE will be able to provide applications that will allow members to access their billing information, and much more, on a smart phone, tablet or computer.

CVE has completed the construction of its new headquarters facility, and an open house was held on October 9, 2013, for members to tour the facility. The new facility is energy efficient and utilizes geothermal heating and cooling and light emitting diodes (LED) light fixtures. Construction continues on the co-op's warehouse expansion, new meter department, and me-

chanic shop. This construction is expected to be complete in the first quarter of 2014. These additions will allow CVE to continue to grow and meet the needs of the members.

With all the construction that has taken place in 2013, it's not surprising that the Net Utility Plant value of your cooperative, for year-end 2013, increased by over \$31 million from year-end 2012, an increase of 36 percent, for a total of \$117.4 million. I am pleased to reaffirm prior statements that CVE has not seen the need for a rate increase, and will report, that even with the improvements and significant plant additions, your cooperative is finan-

Summary of 2013 Financial & Operating results:

- **ENERGY SALES** were 784,385 megawatt-hours (MWh), representing an increase of 31,600 MWh or 4.2 percent more than 2012. This increase is primarily a result of increased energy sales to oil and gas members.
- **OPERATING REVENUES** were \$62,862,078, which was \$8,652,785 more than 2012. The increase in revenue is driven by increased wholesale power costs passed through to the membership.
- MARGINS for year-end 2013 were \$13,856,951, which was \$1,667,713 more than year-end 2012. Of the 2013 margins, \$3,498,634 represent equity payments to Western Farmers Electric Cooperative (WFEC), pursuant to the transition agreement for membership. These equity payments made to WFEC are booked to the credit of CVE and allocated to the members of CVE in the same way all other margins earned by the co-op are allocated. The margins outside of the WFEC equity payments are used to maintain and build the cooperative's energy system, thereby reducing the amount of additional debt needed to operate.

cially strong and positioned well to meet the needs of the members.

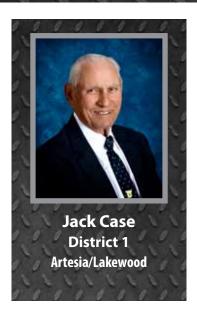
The board of trustees recently authorized the retirement of \$909,995 in capital credits for the year 1994. Capital credit checks and/or bill credits will be issued in February of 2014. The retirement of capital credits is one of the many values associated with membership in the cooperative.

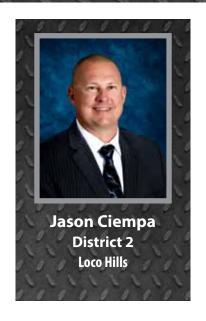
In 2013, CVE collected \$582,739.38 from its members for the Renewable Energy and Energy Conservation Fund. The collection of these monies from members allows the co-op to recover \$271,046.46 that would otherwise go to the State of New Mexico for inspection and supervision fees. To be compliant with state regulations, the funds are to be used to provide renewable energy and energy efficiency programs to members. A few of these programs include the following: Residential Home Energy Audit, Commercial and Industrial Lighting rebates, Marathon Water Heater program, and renewable energy alternatives for members. CVE used some of the money, from this fund, to install the energy efficiency measures incorporated in the new headquarters facility. The co-op plans to continue to develop programs that benefit members and that comply with state regulations.

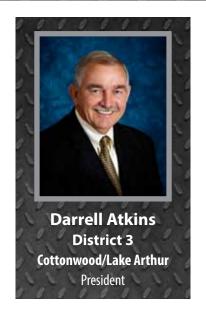
We are very proud to continue to provide low rates and personalized service to our members.

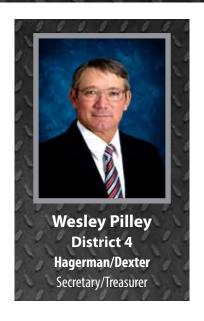
I've briefly summarized the major activities at CVE during 2013, and hope our members agree with the one word description of **WOW!** Through it all, we are very proud that CVE continues to have low rates and provide personalized service to our members. CVE's employees, staff, and board have worked very hard over the last year to provide for the needs of the cooperative and will remain committed to continued excellent service in the years ahead.

Board of Trustees















Thank you to the following board members for your many years of dedicated service to the cooperative.

- Jack Case 35 years of service
- Darrell Atkins 15 years of service

New Headquarters

CVE Moves Into New Headquarters Facility

On October 9, 2013, Central Valley Electric Cooperative celebrated the opening of its new headquarters facility with a ribbon cutting ceremony and open house.

"We're really proud and excited to open this facility and to show people the energy efficient measures we've implemented," said CVE General Manager, Chuck Pinson.

Construction of the 33,500 square foot facility started in November 2012, and employees moved into the building in early September 2013. The facility was designed to be energy efficient and have enough room to meet the co-ops needs now and into the future. Jaynes Corporation was hired to build the facility, and construction was completed ahead of schedule.

One of the energy efficient upgrades to the building was the geothermal heating and cooling system. The system uses the constant temperature

of the ground to heat and cool and is more energy efficient than standard commercial systems. CVE was awarded a grant in the amount \$81,900 from the USDA, and a \$40,000 rebate from Western Farmers Electric Cooperative (WFEC) to help pay for the cost of the system. CVE also opted to upgrade the lighting from industry standard lighting to light emitting diodes (LED) lighting, and these lights are estimated to last more than 20 years.

"The board of trustees made good economic decisions on the energy efficiency of this new facility," Pinson said. "CVE wants its members and the community to look to the co-op as the standard for efficiency."

Construction Continues at CVE

After the construction of CVE's new head-quarters was complete, the co-op began upgrading and remodeling the building directly to the west of the old headquarters. This remodel will expand the materials warehouse and provide a new facility for the metering department. In addition to the remodel, construction is almost complete on a new mechanic shop. The old mechanic shop was outdated and could not accomodate large equipment. All construction is expected to be complete the first quarter of 2014.

All of CVE's new and remodeled facilities were designed to be energy efficient, and will be more cost effective to operate.









Balance Sheet

As of December 31, 2013

ASSETS	
Total Utility Plant in Service	\$ 117,668,811
Construction Work in Progress	24,937,893
Less Accumulated Depreciation	 25,253,763
* Net Utility Plant in Service	\$ 117,352,941
Invest. in Assoc. Org. Patronage Capital	922,640
Invest. in Assoc. Org. General Funds	9,742,648
Other Investments	 1,688
* Total Investments	\$ 10,666,976
Cash-General Funds	3,461,860
Temporary Investments	5,024,978
Notes Receivable	180,509
Accounts Receivable-Sale of Energy	3,549,780
Accounts Receivable-Other	31,570
Materials and Supplies-Electric & Other	3,161,279
Prepayments	87,284
Other Current and Accrued Assets	448,954
* Total Current and Accrued Assets	\$ 15,946,214
Other Deferred Debits	1,465,721
** Total Assets & Other Debits	\$ <u>145,431,852</u>

LIABILITIES

Patronage Capital	\$	63,665,473
Operating Margins Prior Years		288,272
Operating Margins Current Year		9,957,234
Non-Operating Margins		10,323,830
Other Margins & Equities		-85,167
* Total Margins & Equities	\$	84,149,642
Long Term Debt - RUS		20,961,671
(Payments Unapplied \$ 7,640,265)		
Long Term Debt Other		16,713,627
* Total Long Term Debt	\$	37,675,298
Accumulated Operating Provisions		353,257
* Total Other Non-current Liabilities	\$	353,257
Accounts Payable		6,197,171
Consumers Deposits		82,787
Other Current & Accrued Liabilities		1,787,643
* Total Current & Accrued Liabilities	\$	8,067,601
Other Deferred Credits		15,186,054
** Total Liabilities & Other Credits	¢	145 421 052
"" Iolai Liabilities & Other Credits	Þ	<u>145,431,852</u>

Income Statement

OPERATING REVENUE	2012	2013
Electric and Other Revenue	\$54,209,293	\$62,862,078
OPERATING EXPENSES	da	
Purchased Power	\$34,031,043	\$41,114,513
Operations & Maintenance	7,769,663	7,621,292
Depreciation	3,252,500	3,491,068
Interest	1,128,694	1,008,169
Other Deductions	46,307	15,645
OTAL OPERATING EXPENSES	\$46,228,207	\$53,250,687
NET MARGINS	del	
Operating Margins	\$ 7,981,086	\$ 9,611,391
Non-Operating Margins	673,755	746,926

3,534,397

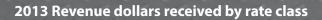
\$12,189,238

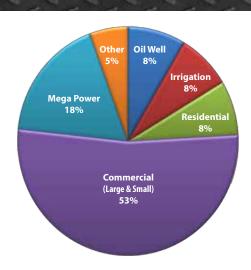
3,498,634

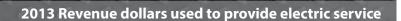
\$13,856,951

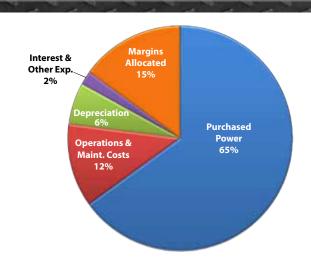
WFEC Equity

TOTAL NET MARGINS









Co-op Growth

Substations Perform Powerful Role

lectrical substations are vital to the delivery of power to businesses and homes.

They serve as essential "transit" points in the electrical system.

Substations are an important part of Central Valley Electric Cooperative's electric system. Over the past several years requests for electric service in the oilfield has increased. CVE has supported this growth with proactive system upgrades, ensuring members have reliable electricity to power their day-to-day activities. Some of these upgrades include: increasing transformer size at the Kewanee, Macho, and ABO substations; rebuilding the Maljamar and 8 Mile Hill substations; and new construction of the Skelly and Mesa substations, and the Henshaw autostation. In addition, the co-op has upgraded and built approximately 79-miles of transmission line to accommodate delivery of power.

Remember, the voltage entering and exiting substations far exceeds anything you will find at your home or business. Substation fences are there to help protect you and the equipment housed within and helps to ensure CVE can continue to provide safe, reliable, affordable power.



Transmission pole being set North of Roswell.



Skelly substation



Transporting a substation transformer.



Transformer being set at the ABO substation.

Area Growth

Growth has been an ongoing theme at Central Valley Electric Cooperative, and 2013 was no different. In addition to the growth in the oil and gas fields, CVE has also seen growth with the addition of an appartment complex, a church, and various other businesses.

Electricity flows steadily throughout the co-op's service area, powering CVE members' lives, businesses and favorite pastimes. At the beginning of 2013, CVE's electric lines connected 14,306 meters spread across four counties. The co-op ended 2013 with 14,778 active meters belonging to almost 4,000 members.



Hermosa Church of Christ: Walls are being erected for the new home of Hermosa Drive Church of Christ in Artesia. Construction is expected to be complete in October 2014.



Dollar Tree: Store #5244 opened in Artesia in September 2013



Canyonstone Apartments: When construction is complete at the end of 2014, this apartment complex will have 186 units.



Comfort Inn & Suites: On the corner of Main and 26th Street in Artesia, this hotel will have 66 rooms when construction is complete in April 2014.



Good Life Senior Care Facility:This facility, in Artesia, will house 16 residents and is expected to open in March 2014.

Community Outreach

CVE Helps Build Strong Communities

Co-ops exist to serve others. For Central Valley Electric Cooperative, that means more than just providing safe, reliable electricity. It means supporting, educating and bringing new opportunities.

Through CVE's community giving, the co-op is able to give back to those who are essential in helping the Pecos Valley thrive.

In 2013, CVE supported the communities and members it serves by contributing to various community organizations.

Organizations CVE contributed to in 2013:

- Volunteer Emergency Services
- Education Foundations
- 4-H & FFA programs
- Packs of Love
- United Way
- Relay for Life

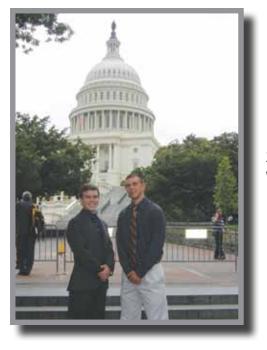
- Big Brothers Big Sisters
- CASA
- Esperanza House
- Victory Life Fellowship
- Area athletic teams
- Youth Outreach Programs
- And Much More

CVE also believes in investing in tomorrow's leaders, and in 2013, the co-op supported them in many ways. The Central Valley Electric Education Foundation paid \$124,000 in college scholarships. Through the annual Youth Tour, CVE sent Weston Leonard and Wright Gatewood to Washington, D.C., for a week.

CVE's commitment to members and its communities doesn't end at the office or substation – the spirit of service embodied by CVE employees continues even when they're off the clock. Many employees volunteer actively in their communities, and in 2013, CVE adopted a mile of highway. Co-op employees volunteered their time picking up litter along the roadside between mile marker 78 and 79 on U.S. Highway 285, and plans are already being made to continue this effort in 2014.



CVE employees volunteering their time to help pick up trash along U.S. Highway 285



2013 CVE Youth Tour representatives, Wright Gatewood (L) & Weston Leonard (R)

Co-op Benefits

Being a Member Matters

entral Valley Electric Cooperative doesn't exist to make profits for distant investors on Wall Street. CVE exists to provide you with safe, reliable, and affordable electric service, and doing so in a way that raises the quality of life in the communities the co-op serves.

Membership matters because it entitles you to certain benefits like **free home energy audits** that help find ways to lower your electricity use. Members and their immediate family can apply for **college scholarships**, and children of members can apply to go on the **Youth Tour**. More benefits include discounted prices on energy efficient **Marathon Water Heaters**, and **rebates on lighting and installing efficient heating and cooling systems**. You receive the **Enchantment magazine** each month because you are a member of an electric cooperative that wants you to stay abreast of important co-op news and events. The **Co-op Connections card** even gives you discounts from national chain retailers and restaurants and local stores in your community. For more information on any of CVE's member benefits go to **www.cvecoop.org** or give us a call at (575) 746-3571.

Membership matters because you have a voice and a vote in how your co-op is governed. Through democratic control, members vote for other members to serve on CVE's board of trustees.

Membership matters because you receive returns on your investment in the co-op. CVE aims to operate at-cost, so any excess revenues, or margins, are returned to members in the form of capital credits.

<u>The bottom line</u>: Membership matters because you matter to Central Valley Electric Cooperative.





CVE's Community Room

A re you looking for a place to hold a business meeting, training session, community or civic activity? Central Valley Electric Cooperative could be that place. CVE's new headquarters facility has a large community room available for such activities.

CVE offers the community room as an opportunity for organizations to host meetings in an accessible building, free of charge. CVE is helping communities be successful.

To inquire about availability, rules, and regulations please call Leah Boone or Raelynn Bean at (575) 746-3571.

Schedule a Free Home Energy Audit

What is a Home Energy Audit?

It's an inspection and evaluation of a home's energy efficiency level.

What to expect during a Home **Energy Audit.**

A licensed and insured professional home energy auditor will ...

- Perform an infiltration test to determine where air is leaking.
- Perform a duct efficiency test to determine if the home's HVAC system is working properly.
- Make all reasonable efforts to correct problems identified such as sealing plumbing penetrations, window caulking, weather stripping around doors, sealing cracks, and correcting leaks in air duct systems.



Some restrictions apply and not all homes will qualify for an audit. CVE does not guarantee a specific level of energy or cost savings as a result of the home energy audit.



Co-op People

A cooperative is more than just wires and poles — it's people from your community working together to serve their neighbors with the reliable power and services they need. And at Central Valley Electric Cooperative we have the best employees in the business. CVE would like to thank the following employees for their many years of dedicated service to the members of the co-op.



Don ReynoldsWorking Foreman



From left - **Rusty McKee**, Serviceman & **Gary Conklin**, Line Superintendent



From left - **Randy Dodgin**, Working Foreman & **Mike Anderson**, Assistant Manager



From left - **Jack Callaway**, Distribution Engineer & **Andy Davis**, Journeyman/Lineman



From left - **Wade Nelson**, Staking Engineer & **Glenda Gideon**, Accounting Supervisor



From left - Marcos Martinez, Substation Technician; **Della** Foster, Accounting Clerk; & Brad Pollard, Serviceman.



Back row from left - **Gabe Rodriguez**, Serviceman; **Luke Davis**, Serviceman; **Kyle Stewart**, Warehouse Supervisor & **Eliseo Aguilar**, Serviceman. Front row from left - **Paul Rogers**, Engineering Aid; **Sylvia Gomez**, Cashier & **Lance Velasquez**, Serviceman

New Opportunities

Be in the Loop with the GoGoGeo Challenge

ant to be in the loop? Take the GoGoGeo Challenge and discover the potential savings that are available by retrofitting your home with state-of-the-art ground source heat pump technology. For just a few moments of your time, this survey will show you the projected energy savings, tax incentives and environmental benefits of geothermal technology.



Entering is simple. There will be a booth set-up at Central Valley Electric Cooperative's Annual Meeting, on Saturday, March 8. A program representative will enter information into a software program designed to estimate the possible savings of retrofitting your home with geothermal technology. A brief savings summary, in addition to any tax credits and other incentives offered by CVE will be discussed.

By taking the GoGoGeo Challenge, you will be registered to win some great prizes, such as one of three Kawasaki utility or all-terrain vehicles that are the grand prizes, courtesy of the House of Kawasaki (grand prizes to be awarded in December 2014). Those who take the challenge at CVE's Annual Meeting will be entered to win a Yukon cooler.

So, go ahead – get in the loop – the geothermal loop. And, take the GoGoGeo Challenge.

The GoGoGeo Challenge is a unique educational opportunity and sweepstakes created by Touchstone Energy Cooperatives, and sponsored by Bosch, ClimateMaster, and the International Ground Source Heat Pump Association. The 2014 Challenge will be conducted between Feb. 1 and Nov. 21, 2014.

Introducing SmartHub

Reel the power of data in your hands with SmartHub mobile and Web apps. SmartHub is Central Valley Electric Cooperative's new online account management tool that allows you to pay your bill, check your usage, contact us, visit our website, and much more.



SmartHub is a product developed by the National Information Solutions

Cooperative (NISC). NISC is the information technology company CVE, and hundreds of other co-ops, use to create and print your bill every month. Because it utilizes the same billing software, SmarthHub creates a secure and seamless online environment for CVE members to use.

With SmartHub you can:

- Check your usage
- Contact our office
- Pay your bill
- Check our news feed
- And much more



The SmartHub mobile app is available on iTunes for devices that use Apple's iOS for iPads and iPhones. The app is also available on the Android Market for those using the Android operating system. CVE members can also access SmartHub from a desktop or laptop computer, just go to www.cvecoop.org and click the "online bill pay" button.

Download the FREE app today for secure account management right at your fingertips.

Central Valley Electric Cooperative, Inc.

P0 Box 230 Artesia, NM 88211-0230 (575) 746-3571 • www.cvecoop.org PRESORTED STANDARD U. S. POSTAGE PAID ROSWELL, NM PERMIT No. 204



CENTRAL VALLEY ELECTRIC COOPERATIVE

2013 Annual Meeting

Saturday, March 8, 2014 • 1:30 pm • Artesia High School Auditorium

Lunch
11:30 am to 12:45 pm
Park Junior High Cafeteria

Great Door
Prizes

Registration
12:30 pm to 1:30 pm
AHS Auditorium









MUST BE PRESENT TO WIN DOOR PRIZES. Prize list is subject to change. To be eligible to win, you must be registered, be an active member of CVE receiving service at least 14 days prior to the meeting, meet all rules stipulated in the Notice of Annual Meeting (page 2) and attend the business meeting.