Comanche Electric Cooperative

68th Annual Membership Meeting

Saturday August 19 Comanche City Park

TEXASCOOP POWER

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NOTICE OF ANNUAL MEETING OF MEMBERS

To the member addressed:

You are hereby given official notice that the Annual Meeting of Comanche Electric Cooperative, Inc. will be held at Comanche City Park in Comanche, Texas, on Saturday, August 19, 2006, at 10 a.m.

Two members are to be elected at this meeting as directors for a three-year term, along with other business that might come before the meeting.

We urge you to be present for this meeting on Saturday, August 19, 2006, at 10 a.m. at Comanche City Park, Comanche, Texas.

Registration begins at 9 a.m.

Lewie Newman

Secretary-Treasurer

PROGRAM

August 19, 2006 • Comanche City Park, Comanche, Texas

9 - 10 a.m.	Registration	Refreshments Entertainment: Calvin Milburn Band Presentation of Colors by the Boy Scouts of America Health Fair (Closes at 10 a.m.)
10 a.m.	Call to Order	c
		Invocation
		Introduction of Directors and Special Guests
		Report of Officers
		Report on Quorum
		Reading of Notice, Proof of Publication
		Reading of Last Year's Minutes
		Election of Directors
		Manager's Report
		Report from Youth Tour Participants:
		Jennifer Iller, Kyndall Howard and Jaimie Ross
		Report of Scholarship: Marcie Strube
		Service Pin Awards
		Election Judges' Report
		Unfinished Business
		New Business
		Drawing for Door Prizes
		Adjourn
11 a.m.	Catfish and (Chicken Lunch
		Provided by J.C. Cook, Cook's Fish Barn

Chairman's Report



Travis Day President

It is with pleasure that we, the board of directors of Comanche Electric Cooperative, present the 68th Annual Report to our members. We are very pleased to report that our rates are very attractive and our reliability is over 99.8 percent.

As noted in this report, our kWh sales increased over 12 million kWh, which will help hold our rates stable for the near future. Much of this increase is occurring in the production of natural gas and oil. Our equity has increased to over \$18 million, which will assist us in our financial requirements and in receiving financing for future plant additions.

One of the principles of being an electric cooperative is cooperation among cooperatives. Hurricanes Rita and Katrina damaged and destroyed several hundred miles of line in East Texas and Louisiana. Comanche Electric Cooperative, along with many other cooperatives, responded to our sister cooperatives with people and equipment. Many of our employees spent countless hours helping our neighbors restore power. Our hats are off to the dedicated employees for their efforts.

Our cooperative's real strength is our members and employees. Our good fortune is to be able to hire, train and keep extremely good employees—people who care about their jobs and care about service to you.

Thank you for the privilege and opportunity of doing business for 68 years.

Jam's U

Travis Day, Board President

Manager's Report

I would like to invite you to attend this year's annual meeting on Saturday, August 19, at Comanche City Park from 9 to 11 a.m.

We will feature a health fair this year with the following businesses participating: Comanche County Hospital, Abilene Regional Hospital,



Ronnie Robinson General Manager

Cross Timbers Clinic, Comanche Wellness Center, Mid Tex Hearing, Curves, Juice Plus, Comanche Home Health, Western Hills Nursing Home, Girling Home Health and Massage Therapy. The health fair will be available from 9 to 10 a.m. Also during this time, the Calvin Milburn Band will be entertaining.

The business session will begin at 10 a.m. Along with the annual report, two directors are to be elected. Please see the agenda on the inside front cover of this issue for the schedule. After the business session, prizes will be awarded and lunch will be served by Cook's Fish Barn.

Please feel free to contact me, your directors or our employees with any suggestions or questions that you may have.

May God continue to bless you and your cooperative each day.

Tomme Tohinsor

Ronnie Robinson, General Manager

Board of Directors



Travis Day District 1 President



Ruby Solomon District 3



Lewie Newman District 5 Secretary-Treasurer



Phil Taylor District 7



James Murphree District 2 Vice President



District 4



District 6



Ronnie Robinson General Manager

Employees

Years of Service

		of Service
	District Foreman	
	Assistant Accountant	
	Service Representative	
	Lineman	
Greg Beaty	Lineman	4
	Lineman	
	Payroll/Work Order Specialist	
Jill Cleere	Director of Accounting and Finance	8
Adam Constancio	Groundman	1
	Lineman	
	Equipment Operator	
Jimmy Cuellar	Service Representative	2
	Director of Office Services	
	Lineman	
	Member Service Representative	
	Lineman	
	Director of Member Services	
	Accounting Clerk	
Chad Foreman	PC Support Analyst/Specialist	3 months
	Staking/Field Technician	
	Groundman	
	Safety Coordinator	
Billy Henry	Meter Coordinator/AMR Supervisor	29
	AMR Coordinator/Meter Reader	
Nancy Isham	Executive Secretary	22
Larry Jacobs	Lineman	26
	Service Representative	
	Purchasing Agent	
	Lineman	
	Administrative Assistant	
	Mapping and Staking Supervisor	
Oracio Lopez	Groundman	4
Missy Malone	Communications Representative	3 months
	Service Representative	
	District Foreman	
Chad Newman	Grounds Maintenance	5
	Equipment Operator	
	Cashier/Receptionist	
	Lineman	
Tommy Patterson	AMR Coordinator/Meter Reader	4
Ray Pippen	Service Representative	3 months
	Lineman	
	Lineman	
	Lineman	
	Special Projects Coordinator	
	Staking/Field Technician	
	Director of Operations	
	Merchanic	
	Mapping/AutoCad Technician	
	Collections Officer	
Curus Tippie	Groundman	
Milliom Martin	Lineman District Foreman	/
vviillaili vvorks	District Foreman	23

Over the years, the cooperative has attracted and kept employees who are loyal and dedicated to the work of bringing dependable electric service to the members. We have some employees with many years of experience and expertise, some who have fewer years of experience and are training for additional responsibilities, and some who are just beginning. Employees listed represent 637 years of experience.

COMANCHE ELECTRIC COOPERATIVE



Employees officed at our headquarters in Comanche



Brownwood District Office employees



Eastland District Office employees

Balance Sheet

As of December 31, 2005 and 2004

ASSETS-WHAT WE OWN

	2005	2004
Electric Lines, Equipment, Property and Buildings	\$50,391,748	\$49,537,471
Less: Accumulated Provision for Depreciation	<u>(11,332,465)</u>	<u>(11,870,269)</u>
Net Utility Plant	39,059,283	37,667,202
Non-Utility Plant	263,341	263,417
Cash	302,199	2,307,812
Investments in Associated Organizations	6,810,207	6,370,558
Other Investments	1,555,717	609,693
Accounts Receivable	874,828	704,766
Construction Materials and Supplies on Hand	372,770	424,675
Miscellaneous Prepayments and Other Debits	90,806	140,560
TOTAL ASSETS	\$49,329,151	\$48,488,683

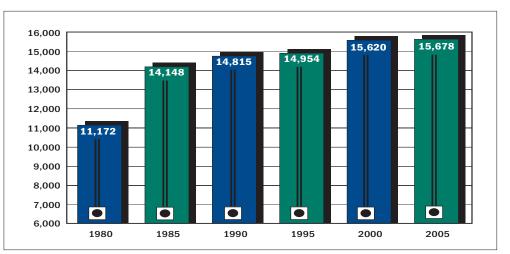
LIABILITIES AND NET WORTH—WHAT WE OWE

2005

2004

	2005	2004
Long-Term Obligations to RUS and CFC	\$48,962,719	\$48,448,368
Less: Payments When Due	<u>(20,330,979)</u>	<u>(19,319,427)</u>
Balance Due RUS and CFC Principal	28,631,740	29,128,941
Accounts Payable for Power, Materials, Supplies, Etc	2,074,463	1,488,591
Deferred Credits	294,301	303,996
TOTAL LIABILITIES	\$31,000,504	\$30,921,528
Membership Fees	157,695	155,530
Patronage Capital and Other Equities	18,170,952	17,411,625
TOTAL NET WORTH	\$18,328,647	\$17,567,155
TOTAL LIABILITIES AND NET WORTH	\$49,329,151	\$48,488,683

Meters Connected



Bolinger, Segars, Gilbert & Moss

CERTIFIED PUBLIC ACCOUNTANTS PHONE (806) 747-3806 FAX (806) 747-3815 1623 10TH STREET LUBBOCK, TEXAS **79401-2685**

To the Members Comanche Electric Cooperative Association Comanche, Texas

We have audited, in accordance with auditing standards generally accepted in the United States of America, the balance sheet of Comanche Electric Cooperative Association as of June 30, 2006, and the related statements of income and patronage capital, and cash flows for the year then ended (not presented herein).

The information set forth in the accompanying condensed financial statements of Comanche Electric Cooperative Association as of December 31, 2005 and 2004, and for the years then ended, has been assembled from the financial statements prepared by the cooperative. These statements are unaudited; accordingly, we do not express an opinion on them.

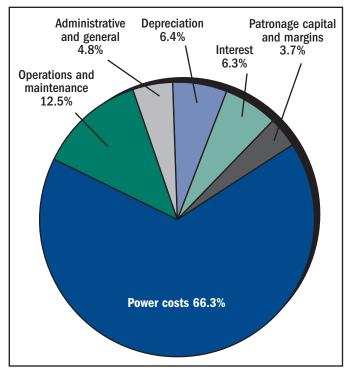
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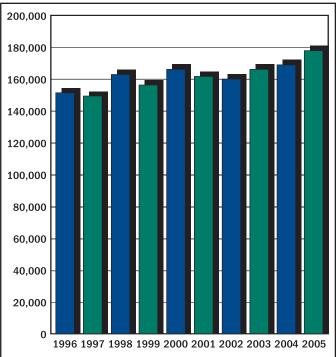
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Certified Public Accountants

August 18, 2006

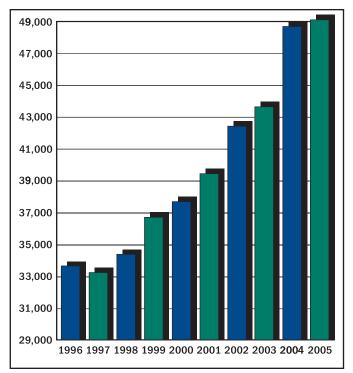
Uses of Revenue





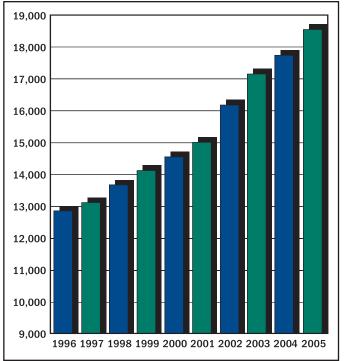
Assets

In Thousands of Dollars—Past 10 Years



Equity

In Thousands of Dollars—Past 10 Years



In Millions of Kilowatt-Hours—Past 10 Years

Comparative Statement

INCOME AND EXPENSES

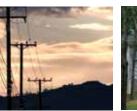
INCOME—WHERE IT CAME FROM:	2005	%	2004	%
Farm and Home Sales	\$10,125,224	47.8	\$ 8,360,864	47.7
Small Commercial	9,673,821	45.6	8,123,884	46.3
Large Commercial	667,815	3.2	548,567	3.2
Service Charges and Other Revenues	208,548	1.0	209,991	1.2
Nonoperating and Interest	169,012	0.8	130,035	0.7
Brazos and Other Capital Credits	328,729	1.6	237,587	1.4
Income (Loss) From Subsidiary Investments	22,858	0.1	(78,886)	-0.5
TOTAL INCOME	\$21,196,007	100	\$17,532,042	100.0
EXPENSES—WHERE IT WENT:				
Purchased Power	\$14,039,703	66.2	\$10,816,646	61.7
Operating and Maintaining	3,690,761	17.4	3,548,794	20.2
Depreciation Expense	1,349,761	6.4	1,324,599	7.6
Interest on Long-Term Debt	1,324,185	6.3	1,176,234	6.7
TOTAL EXPENSES	\$20,404,410		\$16,866,273	
MEMBEDS' CADITAL CREDITS (Margins)	791,597	3.7	665,769	3.8
MEMBERS' CAPITAL CREDITS (Margins)	,		-	
TOTAL EXPENSES AND CAPITAL CREDITS	\$21,196,007	100.0	\$17,532,042	100.0

Comparative Statistics

	2005	2004
KWh Purchased	203,821,241	186,396,718
Cost of Power Purchased	\$14,039,703	\$10,816,636
KWh Sold	178,677,720	167,028,686
KWh Billing	\$20,466,860	\$17,033,302
Average Bill	\$108.78	\$91.39
Miles Energized	4,780	4,852
Meters Connected	15,678	15,531
Average KWh Used	950	896
New Services Connected	347	342
Miles of New Construction	29.75	23.57
Man-Hours Worked	119,365	116,374
Employees	52	53
Miles Driven by Cooperative Vehicles	660,177	601,492
Hours Lost Due to Accidents	0	208
Number Lost-Time Accidents	0	3
Hours Worked Since Last Lost-Time Accident	144,128	24,763

Where Your Dollar Went











Year	Purchased Power	Operations and Maintaining Systems	Depreciation	Interest	Members' Capital Credits and Margins
1984	67.7¢	13.0¢	4.9¢	3.8¢	10.6¢
1985	65.7¢	13.7¢	5.2¢	4.3¢	11.1¢
1986	62.4¢	16.2¢	5.9¢	5.3¢	10.3¢
1987	63.1¢	17.8¢	6.6¢	6.3¢	6.2¢
1988	63.1¢	17.9¢	6.9¢	6.7¢	5.3¢
1989	59.4¢	19.8¢	7.3¢	7.0¢	6.5¢
1990	57.6¢	22.2¢	7.5¢	7.3¢	5.4¢
1991	56.7¢	22.8¢	7.9¢	8.1¢	4.5¢
1992	56.8¢	24.0¢	8.3¢	8.3¢	2.7¢
1993	56.9¢	20.9¢	7.4¢	7.1¢	7.8¢
1994	55.4¢	22.4¢	7.4¢	6.7¢	8.1¢
1995	54.9¢	24.3¢	7.5¢	7.1¢	6.2¢
1996	54.4¢	25.8¢	7.9¢	6.7¢	5.2¢
1997	56.6¢	26.5¢	8.2¢	6.3¢	2.3¢
1998	57.0¢	25.1¢	7.5¢	6.0¢	4.4¢
1999	56.1¢	25.0¢	8.3¢	6.9¢	3.6¢
2000	59.8¢	22.0¢	8.0¢	7.0¢	3.1¢
2001	60.4¢	21.3¢	8.1¢	6.9¢	3.3¢
2002	54.0¢	22.0¢	8.6¢	7.4¢	8.0¢
2003	58.1¢	20.5¢	8.0¢	7.0¢	6.4¢
2004	61.7¢	19.9¢	7.6¢	7.0¢	3.8¢
2005	66.2¢	17.4¢	6.4¢	6.3¢	3.7¢

Where Your Revenue Came From

	1998	1999	2000	2001	2002	2003	2004	2005
Farm and Ranch	62.3%	63.8%	63.0%	64.0%	49.5%	48.9%	48.5%	49.0%
Irrigation	8.4%	7.1%	7.0%	6.0%	0.0%	0.0%	0.0%	0.0%
Small Commercial	24.2%	24.0%	26.3%	27.1%	46.8%	46.6%	47.1%	46.8%
Large Commercial	4.3%	4.3%	3.1%	2.2%	2.3%	3.1%	3.2%	3.2%
Other Revenue	0.8%	0.8%	0.6%	0.7%	1.4%	1.4%	1.2%	1.0%
Total	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%

Annual Meeting Offers Health Fair

Comanche Electric Cooperative will be implementing a new program at this year's annual meeting by adding a health fair. Abilene Regional Hospital will be hosting a free cholesterol testing. Fasting is not necessary; however, the results will be more accurate if you do fast. Other area representatives attending the health fair are: Comanche County Hospital, Cross Timbers Clinic, Comanche Wellness Center, Comanche Home Health, Western Hills Nursing Home, Mid Tex Hearing, Curves, Juice Plus and Girling Home Health. Ruth Tippie from Massage Therapy will be giving free massages. The health fair will be available from 9 to 10 a.m. only.

We will have our NOAA all-weather radios and *Texas Co*op *Power Cookbooks* available for purchase at the meeting.

Entertainment will be provided by the Calvin Milburn

Band and lunch will be catered by Cook's Fish Barn.

While we understand that time is a valuable commodity in your busy lives, it is our hope that you and your families will make plans to attend the



Comanche EC annual meeting. The program is always insightful and fun. There will be an abundance of door prizes, but you will never know if you will be the lucky winner unless you mark your calendar to attend on August 19. We sincerely hope you will participate in this democracy. It just wouldn't be the same without you.

How Do We Compare?

SERVICE AND PRICE

Comanche Electric Cooperative Residential Comparison of Annual Average Monthly Bills Under Current Rates June 2006

Customer Definition	Your Cooperative	TXU/ Oncor	First Choice/ TNP	WTU/ AEP
1,000 KWh Average per Month	\$125.80	\$168.28	\$154.94	\$190.48
1,500 KWh Average per Month	\$181.22	\$251.16	\$229.95	\$285.33
2,000 KWh Average per Month	\$236.62	\$334.01	\$304.95	\$380.16

COMANCHE ELECTRIC COOPERATIVE

Your Touchstone Energy® Cooperative Kirk

NOTICE OF ANNUAL MEETING OF MEMBERS

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Registration begins at 9 a.m.

Lewie Newman

Secretary-Treasurer

PROGRAM

August 19, 2006 • Comanche City Park, Comanche, Texas

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10 a.m.	Call to Order	c
		Invocation
		Introduction of Directors and Special Guests
		Report of Officers
		Report on Quorum
		Reading of Notice, Proof of Publication
		Reading of Last Year's Minutes
		Election of Directors
		Manager's Report
		Report from Youth Tour Participants:
		Jennifer Iller, Kyndall Howard and Jaimie Ross
		Report of Scholarship: Marcie Strube
		Service Pin Awards
		Election Judges' Report
		Unfinished Business
		New Business
		Drawing for Door Prizes
		Adjourn
11 a.m.	Catfish and (Chicken Lunch
		Provided by J.C. Cook, Cook's Fish Barn

BYLAW EXCERPTS

ARTICLE II — Meetings

• Section 1. Annual Meetings. The Annual Meeting of Members shall be held at such time during each month of August as the Board of Directors may direct and such meeting shall be held at Comanche, Texas, unless otherwise specified by the membership at the Annual Meeting, in which case, the next succeeding Annual Meeting shall be held any place within the territorial service area served by the Cooperative, as may be decided by the membership, for the purpose of electing directors, passing upon reports of the previous fiscal year and transacting such other business as may come before the meeting.

If election of directors should not be held upon the day designated or determined for annual meeting, or before adjournment thereof, then the Board of Directors shall cause such election to be held at a special meeting of the members within sixty (60) days thereafter. Failure to hold an annual meeting at the designated time or any irregularity in the holding thereof shall not work a forfeiture or dissolution of the Cooperative and shall not void matters taken up and disposed of at such meeting; however, such matters are voidable upon a reasonable showing of resultant harm to any member.

• Section 2. Special Meetings. Special meetings of the members may be called by the President, by the Board of Directors, or by a majority thereof, by a petition signed by not less than one-tenth (1/10) of all members or such other officers or persons as may be provided in the Articles of Incorporation or Bylaws, and it shall thereupon be the duty of the Secretary to cause notice of such meeting to be given as hereinafter provided. Special meetings of the members may be held at any place within the territorial area served by the Cooperative, as shall be specified in the notice of the special meeting.

Anything herein to the contrary notwithstanding, should circumstances transpire so that an insufficient number of Board members remain to call a special meeting, then and in that event a special meeting can be called by either the attorney for the Cooperative or by the chief financial officer of the Cooperative, with the same notice provisions as those provided for any special meeting.

• Section 3. Notice of Members' Meeting. Written or printed notice stating the place, day and hour of the meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten (10) days nor more than thirty (30) days before the date of the meeting, either personally or by mail, by or at the direction of the Secretary, or by the persons calling the meeting, to each member. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the member at his, her or its address as same appears on the records of the Cooperative, with postage thereon prepaid. The failure of any member to receive notice of an annual or special meeting of the members shall not invalidate any action which may be taken by the members at any such meeting.

• Section 4. Quorum. At least one hundred fifty (150) of the members present in person shall constitute a quorum for the transaction of business at all meetings. If less than a quorum is present at any meeting, a majority of those present may adjourn the meeting from time to time without further notice.

• Section 5 Voting. For the purpose of voting, each member of the Cooperative shall be entitled to one (1) vote, upon each matter submitted to a vote at a meeting of the members. At all meetings of the members at which a quorum is present, all questions shall be decided by a vote of a majority of the members voting thereon in person, except as otherwise provided by law, the Articles of

Incorporation of the Cooperative, or these Bylaws. In case of a joint membership, either the husband or wife may vote, but only one may vote.

(a) No person or entity shall have the right to vote at any meeting unless such person or entity is then a member and is paying at least a minimum bill.

(b) Every person entitled to vote or execute consents may do so either in person or by mail if authorized by Board of Directors.

(c) Ballots may be received from members voting in person or by mail if authorized by the Board of Directors.

(d) At the annual meeting of the membership, the President, with the approval of the membership, shall appoint three (3) persons to serve as election judges, who shall be competent and trustworthy members of this Cooperative, but not an officer or director thereof, who shall be charged with the duty of conducting the election of directors and certifying the results thereof, and who shall be responsible for the conduct of the election and the preservation of the ballots.

The election judges so appointed shall have the authority to appoint such persons as they may deem necessary for the purpose of counting the ballots.

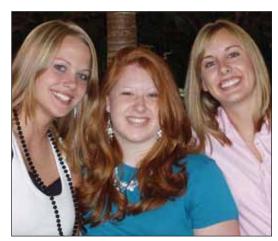
All ballots shall be placed and stored in a substantial metal box, securely locked, and shall remain in the custody of said election judges until said ballot box shall be ordered to be emptied by the Board of Directors. Should no contest of the election and no question as to its validity be raised within sixty (60) days from the date of the election, then the election judges shall turn said ballot box over to the Board of Directors and the Board of Directors shall cause said ballot box to be emptied and its contents destroyed.

• Section 6. No Proxies. Members shall vote only in person or by mail-in ballot if authorized by the Board of Directors at the Annual Meeting. No proxy voting shall be allowed.

YOUTH TOUR REPRESENTATIVES

Jennifer Iller of Early, Kyndall Howard of Brownwood and Jaimie Ross of Comanche were this year's Youth Tour representatives from Comanche Electric Cooperative.

Youth Tour representatives embark on an 8-day adventure of fun and education in Washington, D.C.—touring places of historical interest, meeting members of Congress and getting a firsthand view of their



Jaimie Ross, Kyndall Howard and Jennifer Iller represented Comanche EC on the Government-in-Action Youth Tour to Washington, D.C., in June.

government in action. If you know someone between the ages of 14 and 19 who would be interested in such a trip, have them contact Doug Erwin at Comanche Electric Cooperative

Association, 201 W. Wright Street, P.O. Box 729, Comanche, TX 76442, or phone (915) 356-2533.

SCHOLARSHIP WINNER

Comanche Electric Cooperative is proud to announce Marcie Strube of Comanche as the 2006 recipient of the Scholarship for Excellence award. Marcie will receive \$1,000 toward her college



tuition. She demonstrated leadership skills throughout her high school career and received numerous awards for academics and athletics.

A scholarship can be of tremendous value to a student wanting to further their education after high school. As part of Comanche Electric Cooperative's commitment to community and education, we congratulate Marcie, who is truly deserving of this honor.