

Tri-County Electric Membership Corporation
Minutes
2020 Annual Meeting

The 2020 Tri-County Electric Membership Corporation Annual Meeting of Members was held on Thursday, October 15, virtually on Facebook Live and www.tri-countyemc.com/election.cms. This was the cooperative's 81st Annual Meeting. The meeting was held virtually due to the COVID-19 pandemic. Tri-County EMC Board Chair, Brenda P. Green, called the meeting to order at 2:00 PM.

Green delivered the Chairman's Address:

- The cooperative is in excellent financial condition, due in part to the strength and resilience of the EMC membership to find creative ways to keep businesses going and employees working during COVID
- Green reported that Tri-County retired \$2.7 million in capital credits to individuals that were members in 1993-1997. The cooperative hopes to refund a comparable amount in 2020.

Ray Grinberg, CEO, delivered the CEO address:

- Grinberg acknowledged that 2020 had gone slightly different than planned due to COVID-19. The main goals of the year were to keep employees, members and the public safe, keep the lights on and give members access to tools to manage their accounts and energy usage.
- Grinberg reviewed the efforts taken to help members during the COVID-19 pandemic. There was a temporary suspension of disconnection for nonpayment and several payment options were available. Payment kiosks were added in drive-thrus and the CheckOut program was added to allow members to pay their bill at retail locations
- A new right-of-way contractor, Georgia Right-of-Way, was hired in 2020 to keep Tri-County's 3,000 miles of line clear.
- The first of 2 new units at plant Vogtle will be added to Tri-County's fuel mix in 2021, which will add clean, carbon-free power that will serve Georgia for decades to come. A rate adjustment will be needed to cover the cost of these new resources.
- Earlier this year, Tri-County commissioned a feasibility study that looked at providing fiber-to-the-home retail broadband service. The cooperative's staff and board of directors are actively working to assess the existing internet service available to Tri-County members and options for potentially entering this business. An announcement is expected by the end of 2020.

BUSINESS SESSION: *Conducted by Billy Jerles, Board Attorney*

- Quorum was met through mail balloting with 1,591 total votes
- The Proof of Mailing certificate noted that the Annual Meeting packages were sent to members.
- Due to the Virtual meeting in light of the COVID-19 pandemic, the approval of the 2019 minutes will be deferred until 2021, when a proper vote can be taken to approve the 2019 and 2020 minutes.

New Business:

- The 2020 Credentials and Election Committee was introduced, and their duties were described: Diana Simmons, Wendy Vaughn, Norma Hancock, Hank Raehn, Becky Sharp, Wayne Gatliff, Danny Blair, Frank Moss, John Robert Brown.
- The 2020 Nominating Committee was introduced, and their duties were described: Evelyn Simmons, Thomas Comer, Tracy Gattie, Jerry Sheppard, Hank Raehn, Kevin Pope, Jack Brock, Hunter Bacon
- Jerles reviewed the minutes from the Nominating Committee Meeting and announced the candidates for the 2020 ballot. Jerles announced that the following directors were re-elected to serve another

three-year term:

Position	Candidates	Elected
District 1, Post 1	Dan Greene	Dan Greene
District 2, Post 1	Brenda P. Green	Brenda P. Green
District 3, Post 1	Sammy Hall	Sammy Hall

- In addition to the above seats, an election was also held for District 1, Post 2. In early 2020, Chap Nelson was appointed by the Tri-County EMC Board of Directors to fill the unexpired term of retiring board member Chester Mercer. He agreed to serve in that position until the cooperative election, at which time he would need to be re-elected by the membership at large if he wanted to continue to serve. Chap chose to continue his service and submitted his name to the Nominating Committee to be included on the ballot. He ran unopposed.

Position	Candidate	Elected
District 1, Post 2	Chap Nelson	Chap Nelson

- Jerles declared that Dan Greene, Brenda P. Green, Sammy Hall and Chap Nelson were all re-elected to the Tri-County EMC Board of Directors.
- Jerles announced the results of the proposed bylaw amendment. Billy declared that the bylaw amendment passed with a majority ‘yes’ vote of 62%. The amendment’s passage transfers the role of selecting Nominating Committee members from in-person election at the annual meeting to appointment by the cooperative’s board of directors. This change streamlines the process and ensures that business meetings can be held virtually, which is certainly necessary during COVID. The passing of the amendment does not change the qualifications for and duties of the Nominating Committee members under Tri-County EMC bylaws. The process for members to run for board seats also remains unchanged.
- There was no additional new business.
- The Business session adjourned.

After that time, 11 ballots were drawn to receive cash prizes.

- The winner of a \$500 cash prize was Larry Davis of Baldwin County.
- The following winners each received \$50 cash prizes: Shannon King, Chris Fesmire, Amos Ryce, Steve Sexton, Osvaldo R. Castro-Poveda, Jewel Deveraux, Lawton Wright, JoAnn Hill, Leonard McBee, Jack Finley.

Respectfully submitted,

Thomas Noles
Secretary/Treasurer