

RUTHERFORD ELECTRIC MEMBERSHIP CORPORATION

Annual Meeting of Members

October 31, 2020

The 83rd Annual Meeting of Members of Rutherford Electric Membership Corporation was at 11:00 A.M. on the 31st day of October, 2020. The meeting was conducted virtually.

Tommy Chapman welcomed everyone to the Annual Membership Meeting. He then asked everyone to join him in the Pledge of Allegiance to the Flag.

Welcome

Mr. Chapman introduced REMC's Board President, Mr. Dean Carpenter.

Introduction
of President
Carpenter

The Annual Membership Meeting was called to order by President Carpenter, who presided, and Pamela Liverett acted as Recording Secretary of the meeting and kept the minutes thereof.

Call to Order

Director Timothy Stowe gave the invocation.

Invocation

The President declared from the electronic ballots returned prior to the meeting that a quorum of the membership participated in the election process based upon the number of electronic ballots. President Carpenter presented a copy of the Notice of the Meeting, together with the proof of mailing to all members of the Corporation as required by the Bylaws. Such notice and proof were ordered to be annexed to the minutes of this meeting.

Quorum –
Member's
Present

Notice of
Meeting

Current directors were recognized, along with the REMC manager and attorney.

Recognition of
Directors,
General Mgr
and Attorney

Due to the annual meeting being conducted virtually approval of the minutes of the 2019 Annual Meeting was postponed.

Minutes of
2019 Meeting

President Carpenter presented his report to the members and the Manager's Report was presented by General Manager S. Dirk Burleson.

President's
Report
Manager's
Report

President Carpenter then thanked the Nominating Committee Members and Mr. Randall Brackett, Chairman of the Committee for their participation and service.

Thanking the
Nominating
Committee

Attorney Beth Miller assumed chairmanship of the meeting and explained REMC's Bylaw provisions for the election of directors by district and term. Attorney Miller explained that the election of directors for 2020 has been conducted by written or electronic ballot. Attorney Miller presented the report from the Nominating Committee indicating the nominees for the election of directors by district were as follows:

District 1	Timothy E. Stowe	Gaston County
District 1	Robby R. Eurey	Lincoln County
District 2	Van S. Boyd	McDowell County

Attorney Miller explained that nominations could also be made by petition; however, there were no petitions submitted. She asked that the Report of the Committee on Nominations be identified by the Secretary and annexed to the minutes of this meeting.

Attorney Miller stated that 6,098 members participated in the election process by submitting their ballots by mail or electronically. She stated that Survey and Ballot, a company which specializes in handling electronic elections received and verified the ballots and tabulated the results.

Based upon the verified ballots received, Timothy E. Stowe and Robby R. Eurey for District 1 and Van S. Boyd for District 2 were duly elected to serve until the expiration of their terms for which they were elected or until their successors shall have been elected and qualified. Attorney Miller requested that the Secretary annex to the minutes the certificate declaring by name the directors elected. Attorney Miller administered the oath of office to the newly elected directors.

Attorney Miller concluded the business portion of the 2020 Annual Membership Meeting. She then introduced Mr. Tommy Chapman, who announced the winners of the prize drawings. Mr. Chapman explained that all prizes were cash money and every member who cast a ballot, whether by mail-in or online ballot submission was included in the prize drawings. Each member was only eligible to win one prize. There were 13 cash prize drawings with one grand prize of \$500, two \$250 cash prizes and ten \$100 cash prizes awarded.

After the prize drawing, Mr. Chapman turned the meeting over to Mr. Burleson for his closing remarks.

Final
Comments and
Adjourn
meeting

Recording Secretary

Approved: _____
President