

RUTHERFORD ELECTRIC MEMBERSHIP CORPORATION

Annual Meeting of Members

October 29, 2022

The 85th Annual Meeting of Members of Rutherford Electric Membership Corporation was at 11:00 A.M. on the 29<sup>th</sup> day of October 2022. 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 ballots returned prior to the meeting that a quorum of the membership participated in the election process based upon the number of ballots received. 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

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 for their participation and service.

Thanking the  
Nominating  
Committee

President Carpenter also thanked the Credentials and Election Committee Members for their participation and service.

Thanking  
the  
Election  
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 2022 has been conducted by written ballot. Attorney Miller presented the report from the Nominating Committee indicating the nominees for the election of directors by district were as follows:

Election of  
Directors

District 1	Jill P. Lovell	Cleveland County
District 2	Joseph N. Quinn	McDowell County
District 3	Robyn D. Houser	Rutherford 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 over 2,000 members participated in the election process by submitting their written ballots. She stated that The Credential and Election Committee members verified the ballots and tabulated the results.

Based upon the verified ballots received, Jill P. Lovell for District 1; Joseph N. Quinn for District 2; and Robyn D. Houser for District 3 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 2022 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 was included in the prize drawings. Each member was only eligible to win one prize. There were 23 cash prize drawings with one grand prize of \$1,000, two \$750 prizes, four \$250 cash prizes and fifteen \$100 cash prizes awarded.

Awarding of  
Prizes

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

\_\_\_\_\_  
Recording Secretary

Approved: \_\_\_\_\_  
President