The Annual Meeting of Blue Ridge Electric Membership Corporation was held in part telephonically and in part, in person on Thursday, June 24, 2021. This was the 84th annual meeting (85th year) of the Cooperative that was incorporated September 19, 1936. (See minutes book for detailed agenda.)

Call to Order President Joines called the 2021 Annual Meeting to order at 4:00 p.m.

Welcome Members President Joines welcomed members to the 2021 Annual Meeting.

The invocation was given by Vice President David Eggers.

Business Session President Joines stated the business meeting was now in session and appointed

Lisa Bryant, Executive Office Manager, as Recording Secretary for the meeting.

He appointed Debbie Harden, General Counsel for the Cooperative, as

Parliamentarian.

Quorum Declared President Joines announced that close to 6,000 members had registered either in

person or by proxy and declared a quorum (400 registered members) was met in accordance with the certification of quorum by the Credentials and Election

Committee.

Notice of Meeting President Joines stated the Notice of Annual Meeting had been mailed to all

members in late April 2021. He then called for the reading of the Notice of

Annual Meeting, or a motion to dispense with such reading.

A MOTION was duly made, seconded, and unanimously adopted to dispense

with the reading of the Notice of Annual Meeting.

Minutes of 2020 Annual Meeting President Joines called for a motion requesting the Board be authorized to approve the minutes of the June 25, 2020, Annual Meeting at their next regular

meeting, which was scheduled for that evening, and to dispense with the

reading of the minutes.

A MOTION was duly made, seconded, and unanimously adopted to dispense with the reading of the 2020 Annual Meeting minutes and to authorize the Board of Directors to review and approve these minutes at the next regular

meeting of the Board to be held on Thursday evening, June 24, 2021.

Business Session Rules President Joines referred to the "Rules for Annual Meeting of Members," which

were in the June edition of the Carolina Country. He stated the rules were

approved by the Board of Directors.

Review Voting Process for Election of Directors

Process President Joines relinquished the chair to Attorney Harden to serve as Directors temporary chairman for the purpose of reviewing the voting process for the

election of directors.

Director Nomination Chairman Harden explained the voting options for this year's director elections to

the members. Chairman Harden explained director candidates were nominated by either petition of any twenty members (five per district) filed by the first business day in April or by the Nominating Committee. She informed the

membership that there were no nominations by petition this year.

Directors Term Expiring Chairman Harden recognized those directors whose terms were expiring at this

annual meeting as follows:

Caldwell district: Kelly Melton
Watauga district: Joy Coffey
Ashe district: Cindy Price
Alleghany district: Mitch Franklin

Nominating Committee

Chairman Harden then recognized members of the Nominating Committee. She stated the Nominating Committee met on March 9 and nominated a slate of five candidates for four open board seats.

Introduction of **Director Candidates** Chairman Harden introduced the director candidates (Caldwell – Kelly Melton; Watauga – Joy Coffey; Ashe – Cindy Price and Christopher Born; and Alleghany – Mitch Franklin) who were nominated by the Nominating Committee.

Qualifications of **Director Candidates** Chairman Harden stated candidates for director must meet qualifications as set forth in Section 3.02 of the Bylaws, and that these candidates met those qualifications.

Opening and Closing of Polls Chairman Harden opened the polls at 4:14 p.m. for the election of directors for any members who had not voted and wished to vote or desired to change their previously submitted vote by proxy. Chairman Harden noted that no member wished to vote by ballot. Chairman Harden announced that the polls would be closed at 4:16 p.m. She then returned the chair to President Joines.

President's Report

President Joines stated the next order of business was reports from the President, Secretary-Treasurer, Chief Financial Officer, and Chief Executive Officer. He proceeded to give the President's report. (Copy in minutes book.)

Secretary-Treasurer's Report

Secretary-Treasurer Joy Coffey presented the Secretary-Treasurer's report. (Copy in minutes book.)

Financial Report

CFO Katie Woodle presented the financial report. (Copy in minutes book.)

Chief Executive Officer's Report CEO Doug Johnson presented the report of the Chief Executive Officer. (Copy in minutes book.)

Update on the Election of Directors

President Joines relinquished the chair to Attorney Harden to serve as temporary chair for the purpose of providing an update on the election of directors.

Chairman Harden explained the role of the third party, independent elections vendor, Survey and Balloting Systems ("SBS"). She stated that no Blue Ridge director or employee had access to the member voting designations on the ballots or proxies which were received and maintained by SBS.

Chairman Harden then explained the role of the Credentials and Election Committee in the director elections process and thanked the members of the Credentials and Election Committee for their work.

Committee Recognized

Credentials and Election Chairman Harden recognized members of the Credentials and Election Committee as follows:

> Caldwell district: Robert Marshall Watauga district: Allison Jennings

Ashe district: Marty Norris (chairman) and Andy Sexton

Alleghany district: Chris Jones

Director Election Results

Marty Norris, Chairman of the Credentials and Election Committee authorized Chairman Harden to report on the certified results of the 2021 director election on his behalf. Attorney Harden reported the newly elected directors are Caldwell District – Kelly Melton, Watauga District – Joy Coffey, Ashe District – Cindy Price, and Alleghany District – Mitch Franklin.

Member Questions and Comments

President Joines opened the meeting for questions or comments from members. No questions or comments were voiced.

| New Business | President Joines asked if there was any further business to come before the meeting. No new business was mentioned. |
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| Close Business Session | President Joines declared the business session adjourned at 4:45 p.m. |
| Active membership of the | e Cooperative as of record date, the close of business on June 17, was 60,607 |
| No member registered and voted by ballot at the Annual Meeting. There were close to 6,000 members who voted by either electronic proxy or mail-in proxy. (List in minutes book.) | |
| | |
| | Secretary-Treasurer |