

The Annual Meeting of Blue Ridge Electric Membership Corporation was held in part telephonically and in part, in person on Thursday, June 25, 2020. This was the 83<sup>rd</sup> annual meeting (84<sup>th</sup> year) of the Cooperative that was incorporated September 19, 1936. (See minutes book for detailed agenda.)

Call to Order                      President Joines called the 2020 Annual Meeting to order at 4:00 p.m.

Welcome Members                President Joines welcomed members to the 2020 Annual Meeting.

The invocation was given by Vice President David Eggers.

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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 approximately 6,189 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 2020. 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 2019  
Annual Meeting                President Joines called for a motion requesting the Board be authorized to approve the minutes of the June 27, 2019, 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 2019 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 25, 2020.

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        President Joines relinquished the chair to Attorney Harden to serve as 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: David Eggers  
Watauga district: Tom Trexler  
Ashe district: David Boone  
Alleghany district: Johnny Wishon

Nominating Committee Chairman Harden then recognized members of the Nominating Committee. She stated the Nominating Committee met on March 10 and nominated a slate of four candidates for four open board seats.

Introduction of Director Candidates Chairman Harden introduced the director candidates (Caldwell – David Eggers; Watauga – Tom Trexler; Ashe – David Boone; and Alleghany – Johnny Wishon) who were nominated by the Nominating Committee to stand and be recognized.

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.

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

- Caldwell district:      Keith Money
- Watauga district:      Richard Clark and Bob Hrozencik
- Ashe district:      Travis Richardson (chairmen)
- Alleghany district:      Linnea Miller

Director Election Results      Travis Richardson, Chairman of the Credentials and Election Committee was unable to attend the Annual Meeting. Richard Clark, Vice Chairman of the Credentials and Election Committee authorized Chairman Harden to report on the certified results of the 2020 director election on his behalf. Attorney Harden reported the newly elected directors are Caldwell District – David Eggers, Watauga District – Tom Trexler, Ashe District – David Boone, and Alleghany District – Johnny Wishon.

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Member Questions and Comments      President Joines opened the meeting for questions or comments from members. No questions or comments were voiced.

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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 4:39 p.m.

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Active membership of the Cooperative as of record date, the close of business on June 18, was 60,272.

No member registered and voted by ballot at the Annual Meeting. There were 6,189 members who voted by either electronic proxy or mail-in proxy. (List in minutes book.)

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Secretary-Treasurer