



# Line Items

The Official  
Newsletter  
Of Excelsior EMC

April 2020 • Vol. 41, No. 2

## JERRY CADWELL, JR. RETIRES FROM BOARD OF DIRECTORS



On March 31, 2020, Mr. Jerry Cadwell, Jr. retired from the Excelsior EMC Board of Directors, having served faithfully for 44 years.

During his 44 years of service to the Cooperative, Mr. Cadwell helped to mold Excelsior EMC into what it is today. He took pride in being on the Board and always strived to represent the best interests of the members.

Most of all, Mr. Cadwell wanted to emphasize his gratitude to all of the members who put their trust in him to represent them during his tenure. Mr. Cadwell said he will greatly miss the direct association with Excelsior EMC and the Board of Directors, but he feels very blessed to have served for as long as he did.

From all of us at Excelsior EMC:

**Mr. Cadwell, thank you for your years of dedicated service.  
We wish you all the best in your retirement.**

At the March Board Meeting, Mrs. Amy Hendrix was nominated to fulfill Jerry Cadwell's unexpired term.

YOU'VE GOT FRIENDS  
IN HIGH PLACES.

#ThankALineworker

LINEMAN  
APPRECIATION  
DAY  
APRIL 13<sup>TH</sup>, 2020

# Line Items

BRONSON BRAGDON  
*Editor*

## BOARD OF DIRECTORS

Mike Anderson, Chairman	Statesboro, Georgia
Wade Hodges, Vice Chairman	Statesboro, Georgia
G.W. Johnson, Jr., Sec.-Treas.	Twin City, Georgia
Jordy Carter	Metter, Georgia
David Cromley	Brooklet, Georgia
Amy Hendrix	Metter, Georgia
Billy Hickman	Statesboro, Georgia
Grady McCray	Metter, Georgia
Solly Trapnell	Statesboro, Georgia

**Greg Proctor, President/CEO**

**Jessie Goodman, Manager  
Construction and Maintenance**

**Bill Walden, Manager  
Data and Technical Services**

**Lindy Chester, Manager  
Financial & Accounting Services**

**Howard Porter, Manager  
Member Services**

## When Your Power Is Off — Call

(912) 685-2115 or (912) 764-2123

When your power goes off, don't stay in the dark longer than you have to. To restore your power as quickly as possible, we need your correct phone number. Your phone number is the quickest way for us to locate your home or business when you call to report an outage.

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# Between the Lines

by **Greg Proctor**  
President/CEO

## Excelsior EMC's Response to COVID-19

Excelsior Electric Membership Corporation is committed to the safety and well-being of our members, employees and the communities we serve. Our communities have witnessed unprecedented developments regarding the COVID-19 virus over the last few days. In response to this challenge we have implemented a number of prudent continuity measures to mitigate the impact of COVID-19 on business operations to our members and employees.

Beginning Tuesday, March 17, and until further notice, the lobbies of both our Metter and Statesboro offices will be closed to the public. The drive-through at our Statesboro office will remain open. Please consider utilizing one of our many electronic communication options available below:

- Excelsior EMC App - Available on the App Store or Google Play Store
- Email us at: support@excelsioremc.com
- Call us at: (912) 685-2115 or (912) 764-2123

Payments can be made through the mail, app, our website at excelsioremc.com, or by calling our Interactive Voice Response (IVR) payment line at (912) 685-2116 and selecting option two.

Our employees have eliminated all non-essential business travel and postponed or cancelled large meetings. When reasonable and prudent, we will also scale-down office staffing and allow certain employees to work from home. Our line personnel and other outside crews will continue to operate 24/7 with employees on-site and on-call. Our staff of dedicated employees remain committed to providing you with top-notch, reliable service even during the most unusual of times. The COVID-19 Pandemic is no exception.

Additionally, we recognize the extraordinary social and economic stresses that many families within our community may be experiencing. We will also be suspending disconnections of service for non-payment until April 15. While this is not a normal procedure, we are sensitive to disruptions in the livelihood of our members. Though disconnections are suspended for a short time, we encourage members to pay their accounts on time to avoid large balances in the future.

With the annual meeting coming up in May, we've had to adapt and implement plans to conduct the meeting principally by mail. See the annual meeting information on page 3 and the details of a proposed bylaw change on page 4.

Please protect yourself and your family. Additional information for how to protect yourself and loved ones against the COVID-19 virus can be found at [www.cdc.gov](http://www.cdc.gov).

Rest assured that our Board of Directors and employees are committed to providing you with the reliable, affordable power that our members expect. Thank you for your patience as we work to maintain a healthy workforce to keep the lights on and provide you with excellent service.



Every Member Counts

# ANNUAL MEETING INFORMATION...

On Friday, March 13, 2020, President Trump declared a National Emergency regarding the Coronavirus (COVID-19). This declaration was followed immediately by an Executive Order issued by Georgia Governor Kemp deploying all available resources for the mitigation and treatment of COVID-19. It has been determined that COVID-19 is spread as a result of direct or indirect contact with an infected person, and that protocols should be established to control the spread of COVID-19.

Excelsior EMC is committed to the safety and wellbeing of our members, employees and the communities we serve. We've taken measures in and around our offices to ensure that we're continuing to serve our members while practicing recommended protocols. Actions such as closing our lobbies, eliminating meetings, staggering work times and even working from home have all been implemented.

The Cooperative is required by the bylaws to hold an annual meeting of the members. Each year we hold this meeting in May where many of our members gather to enjoy fellowship and conduct the business of their Cooperative. Given the health concerns associated with COVID-19 and the recommendations issued by our nation's health officials, it is prudent to take a different approach for the 2020 annual meeting. Therefore, this year's annual meeting will be conducted principally by mail. In keeping with the standard provisions of the bylaws, a quorum will be established by the participation of 100 members. Key functions of the annual meeting are the reporting of the Cooperative's financial condition, the election of directors, and conducting any other business that must be acted on by the members. Our goal is to ensure that the members of Excelsior EMC are informed and retain their voice in the governance of their Cooperative. A full report of the financial condition of the Cooperative for the fiscal year ending December 31, 2019, will be included in the May edition of the Cooperative's newsletter, *Line Items*. Director elections, a vote on a proposed bylaw change to reduce the number of directors from ten to nine, and the approval of the minutes of the 2019 Annual Meeting will be conducted by a mail-in balloting system. Details of the mail-in balloting system will be posted on our website, and will be included in the May edition of *Line Items*. We are exploring several options to expand the ability of our members to participate in the meeting, and will convey additional information to you through our website ([www.excelsioremc.com](http://www.excelsioremc.com)), Facebook page or direct mailings as our plans develop. If you have any suggestions, or questions about the annual meeting, any business you wish to be addressed at the annual meeting, or the Cooperative in general, please send them to us by mail at Excelsior EMC, PO Box 297, Metter, GA 30439 or email at [support@excelsioremc.com](mailto:support@excelsioremc.com) or by calling us at (912)

685-2115. A summary of the bylaw provisions that address the election of directors is as follows:

## ARTICLE FOUR - DIRECTORS

**SECTION 1.** - The business affairs of the Cooperative shall be managed by a board of directors, exercising all powers of the Cooperative except such as by law, the articles of incorporation or bylaws are conferred upon or reserved to the members.

**SECTION 2.** - The areas served by the Cooperative shall be divided into geographical districts. One director shall be elected from each of said districts and one director-at-large representing the entire area served by the Cooperative.

**SECTION 3.** - Qualifications to become or remain a nominee or a director of the Cooperative: Must be eighteen (18) years old or older on the date of election; Must be a member and bona fide resident of the district represented and receive service from the Cooperative at his or her primary residence; May not, within five (5) years prior to the election, have been an employee of the Cooperative; May not be a close relative of any person who is an employee or director of the Cooperative; May not be employed by or hold a financial interest in a competing enterprise or a business selling electric energy or supplies to the Cooperative; May not be the incumbent of or candidate for a salaried elective public office.

**SECTION 4.** - Establishes election procedures and three-year, staggered terms of office for Directors.

**SECTION 5.** - The Board of Directors must appoint a nominating committee whose duty is to nominate candidates for each director district term expiring this year. The nominating committee must post its list of nominations on or before April 25, 2020. Qualified candidates can also be nominated by a written petition signed by 100 or more members. Nominating petitions must be received at the Cooperative's Metter office no later than 5:00 pm on Wednesday, April 15, 2020. The nominating petition shall list on each page the following: the member's signature, the member's printed name, the member's mailing address, and the member's phone number.

**The members of the Nominating Committee for 2020 are:**

District 1	Ryne Brannen	District 6	Russell Simmons
District 2	Speer Brannen	District 7	Stephen C. Taylor Jr.
District 3	Ricky Nevil	District 8	Matt Wood
District 4	R. Clark Dixon	District 9	Preston Brinson
District 5	Robert L. West	At Large	Gary Mosley



# EXCELSIOR EMC PROPOSES BYLAW CHANGES AT UPCOMING ANNUAL MEETING

Excelsior EMC is proposing to reduce the number of directors serving on its board from ten to nine. "In an effort to provide balanced representation, streamline business practices and align with other electric cooperatives, it was agreed that a board of nine is better suited for our cooperative," stated President/CEO, Greg Proctor. Currently 37 of the 41 electric cooperatives surveyed in Georgia have fewer directors than Excelsior EMC. Members will vote on the proposed bylaw change as part of the mail-in balloting system that will be mailed to each member in May.

The average number of members in all nine of Excelsior EMC's geographical districts is 1,809 (one district is "at-large" and represents all members of the Cooperative). The number of members in districts 4 and 6 is 808 and 698 respectively. Districts 4 and 6 are located next to one another in Emanuel County. Combining the two districts would yield a district with 1,506 members. WD Johnson, former Director from District 4, retired in August of 2019. With that Board position currently vacant, the opportunity is available to reduce the number of directors through attrition and bring the number of members in the combined district closer to the overall average.

After surveying other co-ops in the southeast, nine seems to be the most common. A nine-member board is considered to be the optimal size based on this expanded survey. "We are constantly looking for ways to improve efficiency and this change will do just that," stated Board Chairman Mike Anderson.

Since both district 4 and district 6 are up for election in 2021, the terms and election years will not need to be changed. With this change, two things stay the same. All members have the right to vote on all directors and each member will still be fully represented in the Excelsior EMC Boardroom.

Further details will be included in the May edition of the Cooperative's newsletter, *Line Items*. We encourage our members to visit our website at [www.excelsioremc.com](http://www.excelsioremc.com) and click on the Annual Meeting link to review the proposed change to the bylaws before the May vote. You may also contact Member Services at (912) 685-2115 or (912) 764-2123 for a paper copy of the proposed changes or for more information.

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