

EXCELSIOR ELECTRIC MEMBERSHIP CORPORATION

METTER, GEORGIA

MINUTES OF THE ANNUAL MEETING OF MEMBERS FOR THE YEAR 2021

The 83rd Annual Meeting of Excelsior Electric Membership Corporation was held on Friday, May 14, 2021, from 10:00 a.m. to 2:00 p.m. at the Bulloch County Agricultural Complex and conducted by drive through registration and voting due to the health concerns associated with COVID-19.

The Credentials and Elections Committee was appointed to develop, approve and supervise the process of casting, counting and handling ballots and was authorized to rule upon any matter regarding the conduct of the business of the Annual Meeting. Members of the Credentials and Elections Committee were Dwayne Rocker, Chairman, Danny Carter, Clay Clark, Miriam Edenfield, Frank Hook, Terry Manuel, Rusty Simmons and Mary Sue Smith. The Committee met by teleconference on April 21, 2021, to establish rules for conducting the necessary business and for validating membership and voting. The Committee approved the Regulations and Guidelines Applicable to the Registration and Voting for the 2021 Annual Meeting document, as well as the form of the ballot that was used.

There were two business items that were to be addressed at the annual meeting: the election of Directors and the approval of the minutes of the 2020 Annual Meeting.

The April edition of Line Items, the Cooperative's newsletter and the Cooperative's website (www.excelsioremc.com) contained notice of ability to submit a petition to nominate a candidate for director and the deadline of April 14, 2021, as specified in the Bylaws.

The May newsletter and the website contained a report from the Nominating Committee showing that G.W. Johnson, Jr. was nominated to represent District 4, Amy Hendrix was nominated to represent District 5, and Grady McCray was nominated as Director At-Large. The report also showed that there were no nominations made by petition.

The minutes of the 2020 Annual Meeting were included in the May newsletter and on the Cooperative's website.

The Affidavit of Mailing of Notice of Annual Meeting certifies that 16,956 copies of the Official Notice of the Annual Meeting of the Members of Excelsior EMC was in Line Items, the official publication of Excelsior EMC, and deposited in the United States Post Office in Statesboro, Georgia, 30458, with proper postage paid on the 30th day of April 2021. This Notice also described how the business of the Annual Meeting would be conducted. Thus, due and proper notice of the 2021 Annual Meeting was given as required by the Bylaws.

After the close of voting at 2:00 p.m., the members of the Credentials and Elections Committee proceeded to count all ballots received during the drive through meeting and provided the following voting summary. There were 343 total votes cast, which constituted a quorum pursuant to the Bylaws and Emergency Bylaws (adopted April 18, 2021). The votes for each ballot item were as follows:

District 4 Director Election – The total number of votes cast was 341. Of these, 332 voted for G.W. Johnson, Jr. and 9 voted “No”. There were no write-in votes received. The Committee certified that G.W. Johnson, Jr. was elected as Director for District 4.

District 5 Director Election – The total number of votes cast was 343. Of these, 335 voted for Amy Hendrix and 8 voted “No”. There were no write-in votes received. The Committee certified that Amy Hendrix was elected as Director for District 5.

At-Large Director Election – The total number of votes cast was 342. Of these, 337 voted for Grady McCray and 5 voted “No”. There were no write-in votes received. The Committee certified that Grady McCray was elected as Director for At-Large.

Minutes of the 2020 Annual Meeting – The total number of votes cast was 327. Of these, 325 voted “Yes”, and 2 voted “No”. The Committee certified that the 2020 Annual Meeting Minutes were adopted and approved as written.

The Credentials and Elections Committee was also in charge of randomly selecting ten members from the list of verified voter registrations to receive a \$300 gift card. Ten members were selected and have been contacted.

Following the selection of prize winners, the Credentials and Elections Committee unanimously certified the election results as outlined above.

A longstanding tradition at the Annual Meeting is the recognition of employees who are receiving service awards. This year, five employees were recognized in the May edition of Line Items. Their dedication totaled 105 years of combined service to the Cooperative. Receiving service awards were: Bronson Bragdon, 5 years; Craig Ellis, 15 years; Andy Durden, 20 years; Patricia Beasley, 30 years; and Bill Walden, 35 years.

There being no further business to be considered, the 2021 Annual Meeting was adjourned.