

**MINUTES OF THE SEVENTY FIRST ANNUAL MEETING OF THE MEMBERS OF TRI-STATE
ELECTRIC MEMBERSHIP CORPORATION, MCCAYSVILLE, GEORGIA**

SEPTEMBER 21, 2019

The 71st Annual Meeting of the Members of Tri-State EMC was held on Saturday, September 21, 2019 at the Fannin County High School Performing Arts Center. The meeting was called to order by President, Jerry Pack at 8:00 AM, for the purpose of voting and registration.

At 10:00 AM, Mr. Pack again called the meeting back to order for the purpose of conducting general business of the 71st Annual Meeting. Rev. Randy Hooper gave the invocation. The presentation of the American Flag and Pledge of Allegiance was conducted by Boy Scout Troop #32 from Epworth. At that time Mr. Pack welcomed all present and recognized special guests on the platform of the Annual Meeting.

Mr. Pack called on Ms. Mary Louise Landrum, Secretary and Treasurer of the Board, who reported that a quorum was present to conduct business.

Mr. Pack stated he would entertain a motion for the adoption of the Rules for the Annual Meeting. There was a motion, second, and approval they be adopted.

Mr. Pack then stated the next item of business would be the reading of the minutes of the 2018 Annual Meeting of the Members. A motion was made from the floor that, in the interest of time, the reading of the 2018 Annual Meeting Minutes be dispensed with and adopted as written. The motion was seconded and approved by voice vote with no member voicing an objection to the motion before the members.

Mr. Pack then called on Mr. Daniel Sheets of Henderson Hutcheson & McCullough CPA's to speak. Mr. Sheets gave a brief report on the financial stability of the cooperative. Mr. Sheets stated that his firm gave the audit an unqualified opinion, the highest level of confidence by accounting standards.

After this, Mr. Pack recognized Mr. Todd Blocker, representing the Tennessee Electric Cooperative Association, to share some thoughts with the assembled members. Mr. Blocker explained how TECA supports their member cooperatives and also recognized our own Washington Youth Tour Winners.

Next, Mr. Pack called upon Mr. Mike Arthur of TVA to speak. He gave an informative presentation detailing TVA's activity in our region as well as telling about ways that TVA supports our cooperative and local communities. He thanked Tri-State EMC for the opportunity to speak at the meeting.

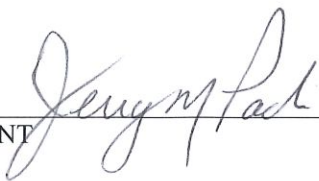
At this time, Mr. Stacy Chastain, General Manager, gave the manager's report. Mr. Chastain spoke on the well being of the cooperative and projects currently underway. He also gave an update on Operation Roundup to the audience, letting them know that over \$550,000 has been donated in the seven years since the start. He also shared with the members some of our plans to accommodate load growth. The newly implemented outage management system was also discussed. Next, he shared with the audience the challenges with keeping our rights of way cleared and what we are trying on that front. Mr. Chastain thanked the membership and the Board of directors for their interest in the cooperative. He also thanked employees of Tri-State EMC who do a good job at their everyday duties.

Mr. Pack then stated the next item of business would be the election of directors whose terms expire on this date. Mr. Henry Tharpe, Attorney, gave the report of the Nominating Committee. Mr. Tharpe stated that since none of the candidates had opposition, they were elected by acclamation. These candidates were Scott Barker from District 3 and Jesse Miller from District 7.

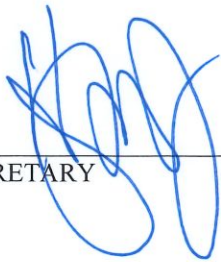
Mr. Pack then called for unfinished business, and there was none. Next, he called for new business, and there was none.

Mr. Pack thanked the members, and all attending and called for a motion and second to adjourn. A motion and second carried to adjourn.

APPROVED:



PRESIDENT



SECRETARY