



POWERLINES

June 2023

Official Newsletter of Tri-State Electric Membership Corporation

Local Young Leaders Learn About Government During Co-Op Event in Nashville, Tenn.

Copper Basin High School students Nicole Marrie and Alisha Deal were in Nashville, Tenn., March 13-15, 2023, for the Tennessee Electric Cooperative Association’s annual Youth Leadership Summit. The juniors were sponsored by Tri-State EMC.

While in Nashville, delegates visited the Tennessee State Capitol, where they were welcomed by Secretary of State Tre Hargett and members of the Tennessee General Assembly.

Summit attendees held a mock legislative session in the Senate chamber, debating and voting on a bill they developed. In addition to lawmakers, students heard from leaders like Miss Tennessee’s Outstanding Teen Jane Marie Franks and Trooper Shane Moore and K-9 Officer Sumo with the Tennessee Executive Protection Detail.

The Youth Leadership Summit also included a day of leadership training at the Joe C. Davis YMCA Outdoor Center and a behind-the-scenes tour of Bridgestone Arena prior to a Nashville Predators hockey game.

Delegates attending the Youth Leadership Summit are encouraged to be leaders in their hometowns and use their talents to improve rural Tennessee.

“The Youth Leadership Summit gives the brightest students in rural and suburban Tennessee the opportunity to expand their leadership skills,” says Todd Blocker, Tennessee Electric Cooperative Association Vice President of Member Relations and Director of the Youth Leadership Summit. “These young people will be the next generation of leaders in rural Tennessee, and I commend electric co-ops for supporting this effort to prepare young people for the future.”



From left, Tri-State EMC Human Resources Manager Chris Hulsey, Nicole Marrie and Alisha Deal.

“These students will soon be our community leaders—and electric cooperative member-owners,” says Tri-State EMC Board President Jerry Pack. “We want them to share our passion for the rural Tri-State area, so it is an honor for Tri-State EMC to help prepare them for the opportunities ahead. The future of our rural communities depends on a new generation of strong leaders like these.”

HAPPY 4th of July

Tri-State EMC will be closed Tuesday, July 4, 2023, in observance of Independence Day.

This institution is an equal opportunity provider and employer.

TRI-STATE ELECTRIC MEMBERSHIP CORPORATION NOTICE

Each year, the membership of Tri-State EMC is asked to elect board members. A committee will be appointed by the Board of Directors on June 27, 2023, to carry out the election of three directors, whose terms expire on September 16, 2023. These Directors will be appointed as per the procedures outlined below, taken from the cooperative's Bylaws.

On July 25, 2023, a list of all candidates nominated will be posted at the cooperative's office for:

- District 2: The part of Polk County, Tenn., north of Highway 64 to the North Carolina state line, and west to the Cherokee National Forest.
- District 4: The part of Fannin County, Ga., south of the Tennessee state line between Highway 5, Highway 60 and Highway 515.
- District 6: The part of Fannin County south of the Tennessee state line, and east of Highway 60 to the junction of Highway 60 and Highway 515 along the southside of Highway 551 to the Toccoa River Bridge, and all the eastside of the Toccoa River and Blue Ridge Lake to the boundaries of Blue Ridge Mountain EMC and the Chattahoochee National Forest.

Incumbent directors are District 2, Jim Quintrell; District 4, Jerry Pack; and District 6, Hugh Rogers. The Bylaws of Tri-State EMC provide the following guidelines:

ARTICLE V, Section 5.03, ELECTION AND TENURE OF OFFICE

All directors to be elected in a contested election shall be elected by secret ballot at the Annual Meeting of Members, beginning in the year 1972, by and from the members of the cooperative, and Directors elected at the Annual Meeting in the year 1972 from the even-numbered Districts, 2, 4 and 6, shall be elected and serve for a period of three years or until the Annual Meeting in the year 1975, and the directors elected from odd Districts, 1 and 5, shall serve for one year, or until the Annual Meeting in the year 1973, at which said meeting the successors to said directors shall be elected for three years and the directors from the odd-numbered Districts, 3 and 7, at the Annual Meeting in the year 1972, shall be elected and serve for a period of 2 years, or until the Annual Meeting in the year 1974, at which said meeting the successors to said directors shall be elected for three years, and each Annual Meeting thereafter the number of directors equal to the number whose terms expire at the time of such meeting shall be elected for the term to expire at the third succeeding Annual Meeting. All of said directors shall serve until their successor shall have been elected and shall have qualified, and in the event there shall be a tie vote, or votes, in said election, those tying shall cast lots by a method provided by the Credentials and Election Committee.

Section 5.04, QUALIFICATIONS

A person shall be eligible to qualify as a candidate, run for or remain a Director only if such person:

- (a) Will be 18 years of age or older on the date of election; and
- (b) Is a member of the cooperative and bona fide resident of the district represented; and
- (c) Is receiving service from the cooperative at his primary residence, unless temporarily prevented from doing so by causes beyond such member's control; and

- (d) Is not a member of, employed by or financially interested in an enterprise or organization which competes with the cooperative or regularly contracts with the cooperative, except such employment, membership or financial interest which is, in the judgment of the directors, excluding the director in question, so inconsiderable and incidental as not to pose a reasonable prospect of a conflict of interest; PROVIDED, however, that this determination shall be made by the C&E Committee if the person is a potential nominee or candidate for director; or if the directors, excluding the Director in question, request the C&E Committee to rule; and
- (e) Is not currently, nor has been within the five years immediately preceding the date of the election, an employee of the cooperative, an employee or director of a competing utility or enterprise, a close relative of an employee of the cooperative, or a close relative of an employee or director of a competing utility or enterprise. As used in this Section, close relative means a person who, by blood or by marriage, including half, foster, step and adoptive kin, is either a spouse, child, grandchild, parent, grandparent, brother or sister of the principal; and
- (f) Is not the incumbent of or candidate for an elective public office in connection with which a salary is paid; and
- (g) Has not failed to attend more than four consecutive meetings of the Board, except when such absence is excused by a vote of the Board for reasonable cause, or who has not failed to attend, for any reason, 12 consecutive meetings of the Board, or who has not been determined by the C&E Committee to be incapable of fulfilling the duties of a director. When membership is held jointly by husband and wife, either one, but not both, may be elected a director; PROVIDED, however, that neither one shall be eligible to become or remain a director, or hold a position of trust in the cooperative, unless both shall meet the qualifications hereinabove set forth. Upon establishment of the fact that a director is holding office in violation of any of the foregoing provisions, the Board shall remove such director from office.

Nothing contained in this section shall affect the validity of any action taken at any meeting of the Board.

Section 5.05, NOMINATION

Nomination by Nominating Committee—It shall be the duty of the Board of Directors to appoint not less than 40 days nor more than 60 days before the date of an Annual Meeting at which directors are to be elected, a committee on nominations (Nominating Committee) consisting of not less than five members. At least one member of the Nominating Committee shall be selected from each district from which a director is to be elected. No member of the Board may serve on the Nominating Committee. No Nominating Committee member shall be a close relative of an incumbent director or a known candidate for director. As used in this section, close relative means a person who, by blood or by marriage, including half, foster, step and adoptive kin, is either a spouse, child, grandchild, parent, grandparent, brother or sister of the principal. The Nominating Committee shall prepare and post at the principal office of the cooperative at

least 30 days before the meeting a list of nominations for Directors. One or more candidates shall be nominated from each district by the Nominating Committee where directors are to be elected for any districts as provided by the Bylaws.

- (a) Nomination by Member Petition—Members may nominate additional individuals to run for election for any director position for which members are scheduled to vote at any Member Meeting (Member Petition Nominations). Members may make Member Petition Nominations by delivering to the secretary at least 45 business days prior to the Member Meeting a writing for each Member Petition Nomination.

(Member Petition):

- (1) Listing the name of the Member Petition nominee;
- (2) Indicating the director position for which the Member Petition nominee will run; and
- (3) Containing the printed names, addresses and telephone numbers, and original signature, of at least 50 members who are residents and take service from the cooperative within the district for which the Member Petition nominee will run.

After verifying that a Member Petition complies with this Bylaw, the cooperative shall post the Member Petition Nomination in approximately the same location as the Nominating Committee nominations. The secretary shall include with the notice of the Annual Meeting or separately, but at least 10 days before the date of the meeting, a statement of the number of directors to be elected and the names and addresses of the candidates. The names of the candidates shall be arranged by districts. Such statement shall also designate whether each candidate was nominated by the Nominating Committee or by Petition.

- (b) Restriction on Other Nominations—Except in the event that all candidates nominated as provided in this article are deceased or withdraw in writing from candidacy prior to the election, no other nomination shall be in order.
- (c) The members may, at any meeting at which a director shall be removed as provided in these Bylaws, elect a successor thereto without compliance with the foregoing requirements with respect to nominations; PROVIDED, however, that any such successor must reside in the district in which the Board position is vacant.
- (d) Notwithstanding anything herein contained, failure to comply with any of the provisions of this subsection shall not affect the validity of any election of directors.

If additional information is needed, please contact the EMC office.

For the Board of Directors:



Stacy Chastain, General Manager