



POWERLINES

June 2024

Official Newsletter of Tri-State Electric Membership Corporation



What's That Sound?

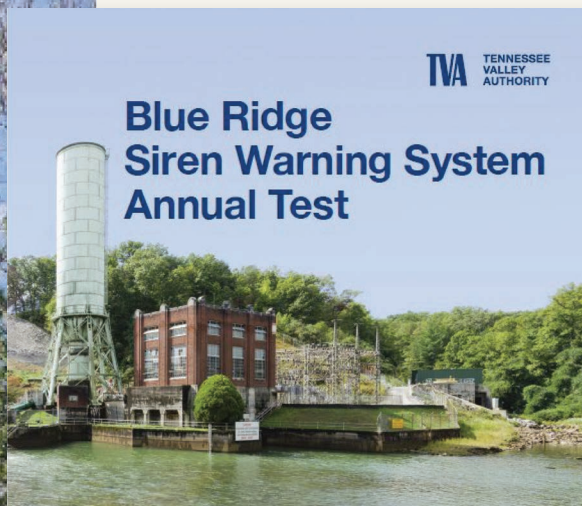
The Tennessee Valley Authority (TVA) will be conducting an annual test of its siren warning system near Blue Ridge Dam on **Thursday, June 27, 2024, between 10:30 a.m. and 2:30 p.m.**

Residents near the sirens can expect to hear a loud alarm for approximately three to five minutes. More than one audio test may take place in the four-hour time window. Sirens can be heard in Blue Ridge, Mineral Bluff, McCaysville and Copperhill, N.C.

TVA installed the siren warning system in 2022 as one of several dam safety precautions in the unlikely event of a severe natural disaster like a large earthquake.

Note: In the event of severe weather in the area on Thursday, June 27, 2024, the test will be postponed.

For more information, please visit www.tva.com/blueridge.



NOTICE

Effective June 3, 2024, Tri-State EMC's mailing address for payments will transition to our new lockbox location in Charlotte, N.C.

If you are using our envelopes or pay by electronic methods, this issue will not apply to you. However, if you send payments by check, you will need to make sure you have updated the address to reflect this one. If you have any questions or concerns, please contact our office at (706) 492-3251.

Thank you for your cooperation and understanding.

The new address will be:
Tri-State EMC
SEDC
P.O. Box 70878
Charlotte, N.C. 28272-0878



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 25, 2024, to carry out the election of two directors whose terms will expire September 21, 2024. These Directors will be appointed as per the procedures outlined below, taken from the cooperative's Bylaws.

On July 23, 2024, a list of all candidates nominated will be posted at the cooperative's office for:

District 1, Cherokee County, N.C.; and District 5, which includes all of Fannin County south of the Tennessee state line, along the westside of Mobile Road to the junction of Madola Road, along the southside of Madola Road to the junction of Old Highway 5, along the southside of Old Highway 5 to the junction of Highway 5, along the westside of Highway 5 to the junction of Scenic Drive, along the westside of Scenic Drive to the junction of Boardtown Road and along the westside of Boardtown Road to the Gilmer County line.

Incumbent directors are:

- District 1, Daniel McNabb
- District 5, Bill Joe Postell

The Bylaws of Tri-State Electric Membership Corp. provides 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