

**SAWNEE ELECTRIC MEMBERSHIP CORPORATION
2025 ANNUAL MEMBERSHIP MEETING
CUMMING, FORSYTH COUNTY, GEORGIA**

October 4, 2025

The 87th Annual Membership Meeting of Sawnee Electric Membership Corporation ("Corporation") was held at the Corporation's Headquarters Facility in Cumming, Georgia, on the 4th day of October 2025.

CALL TO ORDER - Mr. Matthew Bottoms called the business session to order at approximately 11:00 a.m. He welcomed the members and guests to the Corporation's 87th Annual Meeting of Members and reported that he will serve as the Meeting Moderator for today's business session. Mr. Bottoms introduced Mr. Michael Goodroe, the Corporation's President and CEO, and Mrs. Kristi Sheriff, who will serve as the Secretary for today's meeting. Mr. Bottoms stated that today's business session will follow the "Order of Business" as defined in Section 3.07 of the Corporation's Bylaws. He stated that a total of 739 members had participated in the drive-through registration and since a quorum has been achieved, as required by the Bylaws, it was now in order to consider and transact any and all business that might properly come before the membership, at this time.

READING OF OFFICIAL NOTICE - As the first item of business, Mr. Bottoms read the Official Notice of the 2025 Annual Meeting that was mailed to each member of the Corporation. The notice was as follows:

**Sawnee Electric Membership Corporation
September 5, 2025**

**Official Notice of
2025 Annual Membership Meeting
To be held on Saturday, October 4, 2025**

Dear Sawnee EMC Member,

In accordance with Article 3, Section 3.03, Notice of Member Meetings, of the Sawnee Electric Membership Corporation ("the Corporation") Bylaws, notice is hereby given that the 2025 Annual Membership Meeting of the Corporation will be held on Saturday, October 4, 2025, at Sawnee EMC's headquarters located at 543 Atlanta Road, Cumming, GA. Registration for this meeting will be from 8:00 a.m. to 11:00 a.m. Registration will be conducted in a "drive-through" format. The Business Session will convene at approximately 11:00 a.m. for those members interested in attending. Please see the agenda on page 7 of this notice.

The purpose of this meeting is to transact all business that may properly come before the Corporation's membership and provide information regarding the status of the Corporation, including Board reports on the election of directors and other matters. A report on the status of the Corporation will be distributed at registration. Members will have an opportunity to approve the 2024 Annual Membership Minutes during the Business Session, as well as offer questions and comments to the staff.

We urge you to make plans to attend this very important meeting of your Cooperative.

Respectfully,

Gary G. Porter

Gary G. Porter
Secretary-Treasurer

READING OF CERTIFICATION OF MAILING - Mr. Bottoms then read the Certification of Mailing stating that each member of the Corporation had been mailed an Official Notice of the Meeting of the Corporation, with postage prepaid, and that notices were deposited in the U.S. Post Office, Atlanta, Georgia, on September 5, 2025, as follows:

SECRETARY'S CERTIFICATION OF MAILING

I, Gary G. Porter, being first duly sworn on oath deposes and says that he is the only elected, qualified and acting Secretary of the Sawnee Electric Membership Corporation, that on the 5th day of September, 2025, he mailed to each member of the Corporation at the address as it appears on the records of the Corporation, a notice of the Annual Membership Meeting of the members of the Corporation to be held on the 4th day of October, 2025, by depositing in the U.S. Mail, U.S. Post Office, Atlanta, Georgia, and that the attached notice is a true and correct copy of said notice of said meeting mailed as aforesaid.

APPROVAL OF MINUTES - As to the next order of business, Mr. Bottoms called for the approval of the minutes from the 2024 Annual Membership Meeting. Mr. Bottoms stated these minutes were available on the Corporation's website and were also available through the drive-through registration this morning. Mr. Bottoms asked for a motion to dispense with the reading of these minutes and upon motion duly made and seconded, and with no further discussion, it was carried by a majority of those present. Mr. Bottoms then asked for a motion to adopt the minutes as written and upon motion duly made and seconded, and with no further discussion, it was carried by a majority of those present to approve the minutes of the Annual Members' Meeting held on October 5, 2024.

CEO REPORT – The CEO expressed appreciation to all members for their attendance at the business session, and extended gratitude to the staff for their efforts in ensuring the Annual Meeting was a success. He stated the Corporation continues to maintain a strong financial position. Members were informed that the complete Financial Audit report is available on the Corporation's website or upon request, for those who wish to review it in detail.

The CEO noted that the Board and staff are committed to keeping rates affordable. He reported that, although the Wholesale Power Cost Adjustment Clause (WPCA) is slightly higher than in 2024, it is almost equivalent to what it was in 2023 and remains lower than it was in 2022. He reported that the Corporation's rates continue to be extremely competitive in comparison to other electric utilities in the state, including Georgia Power Company.

He continued by stating the staff prides itself on maintaining a reliable distribution system and is committed to maintaining and strategically expanding the Corporation's system, where it is needed and prudent. He stated the Corporation's commitment to the communities it serves remains steadfast. He reported that one of the many ways the Corporation continues to accomplish this mission is through its Sawnee EMC Foundation, a 501(c)(3) organization that enables the Corporation to make financial donations to those in need by supporting meaningful charitable organizations within its service areas.

The CEO stated that the Corporation remains focused on customer satisfaction and addressing the evolving energy needs of its members. He shared that the organization is actively deploying advanced technologies and training a 21st century workforce. He stated the Corporation continues to pursue cost efficiency and effectiveness in the management of member assets.

In closing, the CEO reiterated that both the staff and the Board remain dedicated to keeping retail rates as low as possible, without compromising the reliability of service or the quality of customer care. He thanked the members for participating in this important meeting of their Cooperative.

REPORT ON 2025 DIRECTOR ELECTIONS – Mr. Bottoms reported on the director election results for the three (3) directorate districts that were up for consideration in 2025 due to term expirations. He stated the incumbent director in each of the following directorate districts were deemed to be re-elected by the members of those districts for a three (3) year term:

- District #2, Chestatee – Marshall Millwood
- District #7, Italy – Terry Mathis
- District #9, Webb – Rodney Reese

OLD BUSINESS – Mr. Bottoms stated there is no old business to be considered by the membership at this time.

NEW BUSINESS – Mr. Bottoms stated there is no new business to be considered by the membership at this time.

QUESTIONS – Mr. Bottoms opened the floor for questions.

Audience members asked several questions on a number of industry-related topics, all of which the CEO addressed.

ADJOURNMENT - There being no further business to come before the membership, and upon motion duly made and seconded, it was carried by a majority of those present to adjourn the 2025 Annual Meeting at approximately 11:30 a.m.

Following adjournment, Mr. House thanked the members for taking part in the meeting and reminded the attendees that prizes will be drawn on Monday, October 6th and winners will be notified accordingly.

C E R T I F I C A T I O N

I, Roger T. Coker, Secretary of the Sawnee Electric Membership Corporation do hereby certify that the foregoing is a true and correct copy of the minutes of the Annual Meeting of Members of the Sawnee Electric Membership Corporation of Cumming, Georgia, held on the 4th day of October 2025, as appears in the minute's book of the Corporation.

Roger T. Coker
Secretary