

**SAWNEE ELECTRIC MEMBERSHIP CORPORATION
2023 ANNUAL MEMBERSHIP MEETING
CUMMING, FORSYTH COUNTY, GEORGIA**

October 7, 2023

The 85th Annual Membership Meeting of Sawnee Electric Membership Corporation (“Corporation”) was held at the Corporation’s Headquarters Facility in Cumming, Georgia, on the 7th day of October 2023.

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 85th 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 563 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 2023 Annual Meeting that was mailed to each member of the Corporation. The notice was as follows:

**Sawnee Electric Membership Corporation
Official Notice
September 8, 2023**

**2023 Annual Membership Meeting
To be held on Saturday, October 7, 2023**

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 2023 Annual Membership Meeting of the Corporation will be held on Saturday, October 7, 2023, 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. An in-person business session will convene at approximately 11:00 a.m. for those members interested in attending.

The purpose of this meeting is to transact any and 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 and members will have an opportunity to approve the 2022 Annual Membership Meeting Minutes contained herein, 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,

Tim G. Heard

Tim G. Heard
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 8, 2023, as follows:

SECRETARY'S CERTIFICATION OF MAILING

I, Tim G. Heard, 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 8th day of September, 2023, 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 7th day of October, 2023, 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 stated the minutes from the previous Annual Meeting were included in the 2022 Annual Report which was mailed to members and copies were also available upon request during the drive through registration earlier today. He stated that members of the Annual Meeting Credentials and Election Committee have certified that the membership of the Corporation have overwhelmingly approved the minutes from the 2022 Annual Members' Meeting held on October 1, 2022, as written.

CEO REPORT – The CEO extended his appreciation to everyone for participating in today's business session. He stated the Corporation continues to maintain a strong financial position. He informed the membership that, if interested, they could obtain the full Financial Audit report from the Corporation's web site or by request. He continued by stating the staff prides itself on maintaining a reliable distribution system, and as such, the Corporation continues to make significant investments to improve its physical plant to ensure resiliency.

The CEO stated the Corporation continues to be focused on customer satisfaction and meeting the ever-changing energy needs of its members. He continued by stating the Corporation is committed to maintaining a diverse energy portfolio, including renewable / green energy sources.

The CEO discussed the importance of retiring patronage capital on an annual basis. He stated the staff and the Board continue to focus on keeping retail rates as low as possible and reported that the Corporation's current rates continue to be extremely competitive in comparison to other electric utilities in the state, including Georgia Power Company. He stated the Corporation continues to deploy advanced energy saving solutions to assist members in becoming more energy efficient. In closing, the CEO stated that the organization would not be able to achieve the objectives discussed here today without the hard work and dedication of the Corporation's staff members and Board of Directors. The CEO thanked the members for taking part in this important meeting of their Cooperative.

REPORT ON RESULTS OF THE 2023 DIRECTOR ELECTIONS – Mr. Bottoms reported on the director election results for the three (3) directorate districts that were up for consideration in 2023 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 #3, Cumming – Bill Barnett
- District #5, Ducktown – Larry Evans
- District #8, Ocee – Donna Yost

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.

A member indicated his desire to make a statement from the floor simultaneously with a motion and second being made to close the business session.

Mr. Bottoms allowed statements to be made before the motion was considered. The first question from the floor pertained to Sawnee EMC's involvement and/or participation in the Empowering Rural America (New ERA) Program. A second statement was made by another member regarding cyber security threat assessments, and a final statement was made by a member complimenting the staff and the Board of Directors on their overall satisfaction with the Corporation.

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 2023 Annual Meeting at approximately 11:15 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 9th and winners will be notified accordingly.

CERTIFICATION

I, Gary G. Porter, 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 7th day of October 2023, as appears in the minute's book of the Corporation.

Gary G. Porter
Secretary