

Piedmont Electric Membership Corporation
Hillsborough, North Carolina
Annual Meeting of the Members
April 12, 2019
MINUTES

Piedmont Electric Membership Corporation held the 2019 Annual Meeting of the Members at the Orange High School Auditorium in Hillsborough, North Carolina at 8:00 p.m. on April 12, 2019. Chairman of the Board, Mr. Bill Barber, called the meeting to order. He asked for a moment of silence in remembrance of Glennie Beasley, the Director for District 8 who passed away. Michael Parker, attorney, recorded the minutes for the Secretary, Mr. Sam Woods. Board member Randy Kinley offered the invocation, recognized the Veterans in attendance and led the assembly in singing the National Anthem.

Mr. Barber called upon Mike Parker, counsel for the Cooperative, who, after making a public announcement regarding emergencies, read the official notice of the Annual Meeting of the Members, together with proof of due mailing thereof to all members of the Cooperative. Mr. Parker announced 887 members voted either by mail-in ballot or by online voting in the election of directors plus another 246 registered members were in attendance. Thus, Piedmont had met the requirement of a quorum, with a minimum of 273 either by ballot or in attendance required for a quorum. Mr. Parker called for the approval of the minutes of the Annual Meeting held on April 27, 2018 as recorded by the Secretary. Upon motion and second from the floor, reading of the minutes was waived and a majority of the members present approved the minutes of the 2018 Annual Meeting by voice vote.

Mr. Steve Hamlin, President and CEO, greeted and welcomed the members to the Annual Meeting of the Members of the Cooperative. He recognized the Piedmont Board members, the members of the Nominations Committee and the members of the Board of Piedmont Electric Helping Hands Foundation in attendance. He then recognized special guests: Francis Liles, Administrator of the North Carolina Rural Electrification Authority; Nelle Hotchkiss, Senior Vice-President of Corporate Relations for the North Carolina Association of Electric Cooperatives, and Jennifer Eberhart, Director of Market and Technical Services for Tarheel Electric Membership Association.

Mr. Hamlin discussed what it meant to receive “good value” and how Piedmont strives to give the membership good value by delivering a quality product at an affordable price and through good service. While providing reliable electricity at an affordable price is the core principle, Piedmont also provides energy savings services and programs and invests in the communities it serves through the Helping Hands Foundation and the REDLG loan program.

Mr. Hamlin noted that the membership had always met at the Annual Meeting each year to elect directors, review the previous year and the future course of the cooperative. In an effort to involve more of the over 28,000 members in the governance of the cooperative, most of whom are unable to attend the annual meeting for a number of reasons, Piedmont adopted a procedure for online and mail-in voting to provide all members the opportunity to participate in the election of directors. While future annual meetings will not have the entertainment and prizes traditionally offered, Piedmont will still hold an annual meeting to announce the election of directors for that year and to discuss the business of the cooperative. This will result in cost savings associated with the traditional annual meeting while allowing greater participation in the democratic process of electing directors.

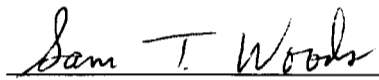
Mr. Hamlin informed the membership of research into new intelligent meters that will enable more rapid outage responses and provide the members with greater awareness of their energy usage. He ended by discussing the potential expansion of high-speed internet to rural areas through Piedmont partnering with third parties that can use Piedmont's infrastructure to expand broadband into areas served by Piedmont. Mr. Hamlin concluded his remarks by recognizing the Piedmont lineman who keep the power on for the members and thanking the members for attending.

Following Mr. Hamlin's address to the members, Mr. Parker announced the results of the election of directors. In District 4 Stephen C. Long was unopposed and received 778 votes. In District 6 Elizabeth (Beth) Townsend received 481 votes and Talmadge Yancey received 366 votes. In District 9, Sam T. Woods was unopposed and received 780 votes. Thus, the membership elected Stephen C. Long in District 4, Elizabeth Townsend in District 6 and Sam T. Woods in District 9, all to serve as directors for a three-year term or until their successors are elected. Mr. Parker called for and received a motion and second to adjourn the business meeting. Upon voice vote of a majority of the membership, the meeting was adjourned. After the adjournment of the business meeting, a drawing was held for numerous door prizes.



Chairman

Attest:



Secretary