

**WAKE ELECTRIC MEMBERSHIP CORPORATION
WAKE FOREST, NORTH CAROLINA
ANNUAL MEMBER MEETING**

April 24, 2021

**BUSINESS OF
ANNUAL MEMBER
MEETINGS FOR
2020 & 2021**

Pursuant to due notice, the Annual Member Meeting (“Meeting”) of Wake Electric Membership Corporation was conducted on Saturday, April 24, 2021 via “Drive-Through” Registration and Voting and via a Virtual Streaming Business Meeting as set forth below. As a result of the COVID-19 Pandemic, it was necessary for Wake Electric Membership Corporation to cancel/postpone its Annual Member Meeting originally scheduled to be conducted on March 27, 2020. Therefore, Wake EMC Members addressed the Business of both the 2020 Annual Member Meeting and the 2021 Annual Member Meeting at this Meeting on April 24, 2021. This Business included the Officers’ Report as well as Registration, Voting for and the Election of six (6) Directors. No Member of Wake Electric Membership Corporation: (1) objected to holding the Meeting, or to transacting business of the Meeting, or; (2) filed written notice of any objection to holding the Meeting or transacting business of the Meeting. With Cynthia M. Currin, General Counsel, presiding at the Business Session at the request of the Board of Directors, and with these minutes being transcribed under the direction of Secretary Robert Joe Eddins, the following proceedings were had:

**FORMAL NOTICE
OF “DRIVE-
THROUGH”
VOTING &
VIRTUAL ANNUAL
MEMBER
MEETING ON
APRIL 24, 2021**

1. As a result of the COVID-19 Pandemic, the Wake EMC Board of Directors determined that, in order to maintain the safety of the Wake EMC Members and the Wake EMC Employees, that Wake EMC would conduct its 2021 Annual Member Meeting through a combination of “Drive-Through” Registration and Voting and a virtual format for the Business Session. Therefore, the Formal Notice to the Wake EMC Members provided the following:

Wake Electric Membership Corporation will hold a Drive-Through annual meeting on Saturday, April 24, 2021, at the Co-op’s offices in Wake Forest and Youngsville. Drive-Through registration will count as attendance at the meeting. Since directors’ seats up for election are uncontested, registration will constitute an affirmative vote for each uncontested candidate in each of the six (6) seats up for election. A broadcast of the Co-op’s business meeting will be provided on the Co-op’s website starting at 5:00 p.m. The meeting will cover:

- *Reports of officers, directors and committees;*
- *Election of six (6) directors of the Cooperative;*
- *Also, any other business that may come before the meeting or any adjournments or adjournments thereof.*

This formal notice was signed by Robert Joe Eddins, Secretary of the Board of Directors of Wake Electric Membership Corporation.

The official “Notice of Annual Member Meeting” was delivered to each Member of the Cooperative on the April Issue cover of the Carolina Country Magazine. These official Notices were placed in the United States Mail on March 24, 2021. Official Registration Cards were included with the Official Notice of the Annual Member Meeting.

The official Notice of Annual Member Meeting notified the Members that Wake EMC would broadcast the Cooperative’s Annual Business Meeting Presentation on the Wake EMC website, www.wemc.com, starting on April 24, 2021 at 5:00 p.m. Wake EMC Members could view this video any time after its original airing by visiting www.wemc.com.

**DRIVE-THROUGH
REGISTRATION &
VOTING**

2. On Saturday, April 24, 2021 Wake Electric Membership Corporation conducted the 2021 Annual Member Meeting through a combination of “Drive-Through” Registration and Voting and a broadcast of the remote, streaming virtual Business Session.

Members participated in “Drive-Through” Registration and Voting from 9:00 a.m. to 3:00 p.m. at the Wake Forest Office and the Youngsville Operations Center. Since each of the Directors’ seats up for Election were uncontested, registration by each Member constituted and an affirmative vote for each uncontested candidate in each of the six (6) seats up for election.

A total of 727 Wake EMC Members registered and voted as part of this “Drive-Through” Registration and Election process.

**BUSINESS
SESSION OF
APRIL 24, 2021
ANNUAL MEMBER
MEETING**

3. The Business Session was broadcast over the Wake EMC Website beginning at 5:00 p.m. on April 24, 2021. Cynthia M. Currin, General Counsel, presided at the Business Session at the request of the Cooperative’s Board of Directors.

General Counsel, Cynthia M. Currin, welcomed the Membership to Wake Electric’s virtual, streaming Annual Member Meeting and

thanked them for their attendance. Ms. Currin reported that Wake EMC had adopted this new format for its 2021 Annual Member Meeting to promote the safety of the Members and Employees while providing Members an opportunity to participate in their Annual Member Meeting.

Ms. Currin reported that Wake EMC conducted its 2021 Annual Member Meeting in two (2) parts:

- **Drive-Through Registration and Voting** was conducted earlier in the day on April 24, 2021 from 9:00 a.m. to 3:00 p.m. at the Wake Forest Office at 100 S. Franklin Street, Wake Forest, North Carolina and the Youngsville Office at 228 Park Avenue, Youngsville, North Carolina, and;
- **The Formal Business Session** was presented virtually at 5:00 p.m. through a streaming broadcast on the Wake EMC Website.

**QUORUM
ACHIEVED WITH
REGISTRATION &
VOTING**

4. General Counsel, Cynthia M. Currin provided the following report. The Wake EMC Bylaws defined a Quorum for the Annual Member Meeting as 1% of the Membership, or 442 Members.

Wake EMC Bylaw §3.09 provides that (for purposes of this Annual Member Meeting), Wake EMC will count each Member who participated in the Registration and Voting process as attending this Annual Member Meeting for purposes of a Quorum.

Wake EMC had 727 Members participate in the “Drive-Through” Registration and Voting process, therefore, the number of Members participating by Registration and Voting exceeded the Quorum requirements. The Annual Member Meeting could therefore proceed as scheduled.

**NOTICE OF
MAILING &
PROOF OF
MAILING**

5. The Cooperative mailed a “Notice of the Annual Member Meeting” to each Member by United States Mail on March 24, 2021. This Notice of Annual Member Meeting was prominently published and displayed on the Cover Wrap of Carolina Country Magazine.

Management reviewed the Proof of Mailing from the Carolina Country Magazine which certified that the Notice was mailed to all Wake EMC Members on March 24, 2021.

Both the Notice and the Proof of Mailing satisfied Wake EMC requirements. Each document is part of the Cooperative's official files.

**MINUTES OF 2019
ANNUAL MEMBER
MEETING**

6. General Counsel, Cynthia M. Currin reported that the Minutes of the 2019 Annual Member Meeting had been posted on the Wake EMC website. In accordance with the Membership's standard directives, these Minutes of the 2019 Annual Member Meeting will be submitted to the Board of Directors for review and approval.

Ms. Currin reported that the Business Session will continue with the Wake EMC Officers' Report from Chief Executive Officer and General Manager James E. Mangum, Jr.

**OFFICERS'
REPORT BY
GENERAL
MANAGER**

7. James. E. Mangum, Jr., Chief Executive Officer and General Manager of Wake EMC reported that he was pleased to present the Officers' Report. Mr. Mangum reported that Wake EMC has been responsive to its Membership during this Pandemic:

- In the Summer of 2020, Wake EMC distributed \$2 Million in Capital Credits to the Membership. Wake EMC distributed these Capital Credits earlier than normal, due to the Pandemic.
- Wake EMC returned more than \$300,000.00 in deposits to Members in order that those deposits be applied against outstanding electric bills.
- Wake EMC suspended disconnections for non-payment during the Pandemic, and;
- Wake EMC waived late fees for Members impacted by the Pandemic.

During Fiscal Year 2020, Wake EMC added more than 2,000 new Members and sold nearly 800,000,000 kWh of electricity.

Wake EMC revenues totaled approximately \$95 Million during Fiscal Year 2020 with margins over \$6 Million.

Total Member Equity increased to over \$100 Million.

As to reliability, Members were without electric service (on average) for approximately 2.5 hours during Fiscal Year 2020.

**ELECTION OF
DIRECTORS FOR
2020 AND 2021**

Mr. Mangum thanked the Membership for participating in Wake EMC’s 2021 Virtual Annual Member Meeting. Mr. Mangum stated that Wake EMC hopes to meet with the Members “in-person” at its Annual Member Meeting in Fiscal Year 2022.

8. Ms. Currin provided a review of the current Members of Board of Directors.

Ms. Currin explained the two (2) methods by which an individual can be nominated as a candidate for Election to the Cooperative’s Board of Directors. These methods include nomination by the Cooperative’s Nominating Committee and Nomination by Written Petition.

Ms. Currin reported that the 2020 Wake EMC Committee on Nominations & Resolutions met on December 16, 2019 to select the nominees for the Board of Directors for Election at the March 27, 2020 Annual Member Meeting. Committee Members included: Elnora Morehead (Chairperson), Daniel Keel, Troy Preddy, Spencer Renfrow, Jeff Holt, Kevin Murphy, Tom Parrish, Trey Dillard and Michael Wood. The Committee nominated the following individuals:

District	Nominee
District 3	Mike Dickerson
District 6	Bob Hill
District 9	Reuben Matthews

Wake Electric’s March 27, 2020 Annual Member Meeting was thereafter cancelled/postponed as a result of the COVID-19 Pandemic. The Election of the Directors for Fiscal Year 2020 was postponed until the 2021 Annual Member Meeting.

Ms. Currin reported that the 2021 Committee on Nominations & Resolutions met on December 14, 2020 to select the Nominees for the Board of Directors for Election at the 2021 Annual Member Meeting. The Committee members included: Jeff Holt (Chairperson), Daniel Keel, Troy Preddy, Spencer Renfrow, Elnora Morehead, Kevin Murphy, Tom Parrish, Trey Dillard and Michael Wood. The Committee nominated the following individuals:

District	Nominee
District 2	Greg Fuller
District 5	Suzy Morgan
District 7	Rodney Privette

The Cooperative had received no written petitions nominating additional individuals to stand for Election for either the 2020 Annual Member Meeting or the 2021 Annual Member Meeting.

At the April 24, 2021 Annual Member Meeting, the Wake EMC Membership conducted the Election for the three (3) Director seats up for Election in Fiscal Year 2020 as well as the three (3) Director seats up for Election in Fiscal Year 2021.

Ms. Currin then provided a report on the Election results. Since each of the Directors' seats up for Election was uncontested, Registration had constituted an affirmative vote for each uncontested candidate in each of the six (6) Director seats up for Election.

Accordingly, Ms. Currin reported that the individuals elected for each Director position (and the Terms of Office) were as follows:

District	Director	Term of Office
District 3	Mike Dickerson	3-year term ending at 2023 Annual Member Meeting
District 6	Bob Hill	3-year term ending at 2023 Annual Member Meeting
District 9	Reuben Matthews	3-year term ending at 2023 Annual Member Meeting
District 2	Greg Fuller	3-year term ending at 2024 Annual Member Meeting
District 5	Suzy Morgan	3-year term ending at 2024 Annual Member Meeting
District 7	Rodney Privette	3-year term ending at 2024 Annual Member Meeting

OLD BUSINESS

9. Ms. Currin reported that there was no old business to come before the Membership.

NEW BUSINESS

10. Ms. Currin reported that there was no new business to come before the Membership.

ADJOURNMENT

11. There being no further business, the Meeting was adjourned.

SIGNED:

Robert Joe Eddins, Secretary

APPROVED:

Suzanne K. Morgan, President