

D R A F T
To be approved by Members at 2020 Annual Meeting

COWETA-FAYETTE ELECTRIC MEMBERSHIP CORPORATION
ANNUAL MEETING OF MEMBERS
October 12, 2019

The 72nd Annual Meeting of Members of the Coweta-Fayette Electric Membership Corporation was held at the headquarters office of the Coweta-Fayette EMC in Palmetto, Georgia, on October 12, 2019 beginning at 10:00 a.m. in accordance with the bylaws of the Corporation and a notice of the Annual Meeting mailed by the Secretary of the Corporation.

A special recognition to honor veterans and those in the military was part of the opening ceremony. A giant flag suspended from two bucket trucks over the Midway was a patriotic tribute as well and generated many positive comments from members.

Attorney Douglas B. Warner served as Meeting Chairman and called the meeting to order. The agenda, published in the Official Notice, was adopted for the meeting.

J. Neal Shepard, Jr., Secretary of the Coweta-Fayette EMC Board of Directors, reported that 1062 members were registered and verified that a quorum was present. A list of registered members is filed with these minutes.

Reverend Lesley Langston, Pastor of Brooks United Methodist Church in Brooks, gave the invocation.

There were three separate drawings for prizes donated by numerous suppliers and contributors.

James W. “Jim” Fulton, III, Chairman of the Board of Coweta-Fayette EMC, welcomed everyone to the 2019 Annual Meeting. He shared highlights and events of the previous year and reported that the co-op continues to be in a very strong financial position. Rates continue to be lower than the average rates of co-ops of similar size and local competitors. Our subsidiaries, Relyco and True Natural Gas, continue to grow successfully.

This year marks the 40th year that CFEMC has sponsored local youth members in the annual NRECA Washington Youth Tour where they observe how our government works and the importance of our grassroots participation. Kaitlyn Smith from Northgate High School and Jatin Patel from Fayette County High School won the competition to represent Coweta-Fayette EMC this year.

Jatin Patel, Youth Tour winner, was present and shared his experience and expressed appreciation for the opportunity to visit Washington DC this summer joined by youths from other co-ops across the country.

Annual Meeting Chairman Warner introduced the Coweta-Fayette EMC Board of Directors, the corporate counsel and the Relyco Board. He then introduced the special guests and President & CEO Chris Stephens.

CEO Stephens welcomed (in Spanish) the special guests from CFEMC’s Sister Co-op in Costa Rica—Coopeguanacaste, an electric cooperative in the province of Guanacaste located in the northwestern region of Costa Rica. Through NRECA’s International program, we learn and help teach skills through shared experiences with each other. CFEMC has coordinated and led fundraising events to send linemen to Costa Rica to help build service to remote villages and schools that would never receive electricity without this kind of assistance.

J. Neal Shepard, Jr., Chairman of the True Natural Gas Board of Directors, introduced members of this Board. He gave a report of the “for profit” company with its sole stockholder being Coweta-Fayette EMC. TNG markets natural gas throughout Georgia with the help of its marketing partners, Sawnee EMC in Cumming, Georgia, and locally with Newnan Utilities. TNG’s gas customers enjoy some of the lowest natural gas prices in the state and

the best in customer service. He was joined on stage by CFEMC Chairman Fulton who accepted a check in the amount of \$100,000 from True Natural Gas representing a “dividend” to its sole shareholder, Coweta-Fayette EMC. The dividend will go toward reducing power costs to EMC members. A total of \$1,642,420 has now been returned to the EMC.

Matt Markham, President of the Coweta-Fayette Trust Board that administers the Operation Round-Up program, introduced members of the Coweta-Fayette Trust Board of Directors who were present. Since 1993 the program has contributed over \$5.6 million back into the community. Also, \$52,000 in college and technical school scholarships and \$30,000 to the “Bright Ideas” program that funds teachers’ innovative classroom projects. Those who participate in ORU will be included in a drawing for a \$100 credit on their electric bill and another drawing earned two lucky winners a \$100 donation to their favorite non-profit charity. *Members who participate in Operation Round-Up contribute an average of about \$6.00 each year.*

Chairman Warner read the Official Notice of the Annual Meeting. The Chairman directed the Secretary to annex to the minutes a copy of the notice of the meeting, which is attached hereto, and made a part hereof.

Upon motion made and duly seconded, and by unanimous consent, the reading of the minutes of the 2018 Annual Meeting of members were adopted and dispensed with.

Chairman Warner asked for questions or comments. There being none, the meeting continued.

CEO Stephens welcomed everyone and expressed appreciation for their coming. He reminded them that Coweta-Fayette EMC was built by a group of members who came together in 1945 to bring electricity to the communities we call home.

As a founding member of Green Power EMC, CFEMC has been an advocate for renewable energy since 2003. In a joint effort with our subsidiary, True Natural Gas, CFEMC just began construction of the Michael C. Whiteside Solar Electric Plant in Heard County. A new “Smart Choice Solar” program will offer members the opportunity to access emission free energy and also serve as an educational resource for our community. He reminded everyone to take a look at the *electric vehicle* and learn about our “Drive Free for a Year” program.

CFEMC is participating in the construction of Vogtle Units 3 & 4 in Waynesboro GA that will be operational in 2021 and 2022 and will provide another carbon-free source of generation for the next 60-80 years.

Utilizing technology continues to be our focus to ensure the reliability of power. Devices installed throughout our system can now communicate with a central computer when an outage occurs. A series of super-fast calculations can isolate the problem and redirect power from another source. This allows more members to have power restored quickly while crews continue to make repairs to the damaged sections. This ongoing project will continue to expand across our system. With the use of technology, and the tremendous efforts of our employees, power remained on 99.9% of the time last year.

Our dedication to safety extends beyond our system to our members and the general public. One of our employees, Dustin Arrington, recently utilized his life-saving skills while on vacation and saved a man who had been caught in a rip current in the ocean.

The financial strength of CFEMC allowed us to retire and refund capital credits totaling over \$4,000,000 to members who purchased electricity from the cooperative in 1999, 2000, 2001 and 2018.

The financial reports included in the Official Notice of the meeting showed that over 71% of our costs go toward the cost of purchasing power. Over the past few years costs associated with providing service and operating our system have continued to increase, no matter how many kilowatt hours our members use. We call these FIXED COSTS which include items like billing, computer system, metering, cybersecurity, payment processing and the

equipment and materials necessary to operate and maintain over 6,350 miles of power lines. As a result, it is necessary that CFEMC evaluates our cost of service and rate structures from time to time and adjust accordingly to ensure that each class of service is making a fair and equitable return to the cooperative.

CFEMC is growing. We have added 51 employees since we moved into the Palmetto facility, added 15,000 new services and over 950 miles of lines. To accommodate the increase in our workforce, CFEMC is looking to add an Engineering and Operations facility to our campus. This much needed addition will also allow us to create redundancy within our System Operations and IT systems.

We belong to the communities we serve and we strive to be a catalyst for good. That means actively recruiting and fostering economic development in new and existing businesses. It also means helping those in need which shows up in Operation Round Up. CEO Stephens expressed appreciation to the more than 32,000 members who take part in Operation Round Up. CFEMC employees recently helped construct a new Habitat for Humanity home. Another great program is the Washington Youth Tour. He thanked Jatin Patel for sharing his remarks earlier about his experience on this year's Tour.

He recognized the employees as the power behind all these programs and accomplishments. CFEMC is mission oriented and puts people first. We strive to always have our members' best interests at heart.

Since there was no old business to come before the meeting, Chairman Warner asked for a motion to adopt the reports of the meeting. A motion was made and seconded and the reports were unanimously adopted.

The following employee/director service awards were presented:

5 Years

Kellye Douglas
Jay Boyce
Guy Blanchard
Agnesina Carter
Veronica Jowers
Brandon Smith
Elton Bowman
Jonathan Staples
Andrew Collins
Jimbo Boone
Josh Philpott
James Aspinall
Jacob Lewis

10 Years

Dustin McNeely
Jan Turner

20 Years

William Couch
Anita Dispain
Matt Stitcher
Chad Smith

30 Years

Richard Davis
Juanita Meacham

15 Years

Dustin Arrington
Donna Slayton

25 Years

Curtis Camp
Pat Walker
Alice Mallory (Director)
Neal Shepard (Director)
Mildred Winkles (Director)

50 Years

Janice Cole

Pursuant to notice as required by the Bylaws of the Coweta-Fayette Electric Membership Corporation, a meeting of the Nominating Committee was held on August 7, 2019. This committee was appointed by the Board of Directors of the Cooperative pursuant to the bylaws. Their purpose was to nominate directors for three-year terms each to fill the expired terms of Mr. Therol R. Brown, Seat 1, Fayette County, Mr. Daniel C. Langford, Jr., Seat 2, Fayette County, and Mr. J. Neal Shepard, Jr., Seat 1, Coweta County. Chairman Warner read the full report of the Nominating Committee, a copy of which is attached hereto, and made a part of these minutes. The following three persons were nominated by the Committee: Mr. Therol R. Brown, Seat 1, Fayette County, Mr. Daniel C. Langford, Jr., Seat 2, Fayette County, and Mr. J. Neal Shepard, Jr., Seat 1, Coweta County. There being no other nominations by petition or otherwise pursuant to the bylaws, Chairman Warner declared them duly elected.

The lucky winner of the 12 months Relyco basic residential security monitoring donated by Relyco was David Smith. Sammy Bonner won a gas grill as the True Natural Gas prize. Leonard L. and Mary L. Morris of Tyrone were the Coweta-Fayette EMC *Grand Prize* winner of \$1,000 credit on their electric bill.

Chairman Warner announced there was no further business to come before the meeting. Upon motion made and duly seconded, the meeting was adjourned.

Attachment: Official Notice of the 2019 Annual Meeting
2019 Nominating Committee Report



Account Number:

Please bring this notice with you to be eligible for your member gift.

Clip here



Official Notice
Annual Members' Meeting of Coweta-Fayette
Electric Membership Corporation
Palmetto, Georgia October 12, 2019

YOU ARE HEREBY notified that the Annual Meeting of the Members of the Coweta-Fayette Electric Membership Corporation will be held on Saturday, October 12, at the Coweta-Fayette EMC office near Palmetto. Action will be taken on the following:

1. The report of Officers, Directors, and Committees.
2. Change of bylaws that might come before the members.
3. All other business which may come before the meeting or any adjournment thereof.
4. The election of three Directors of the Cooperative for a term of three (3) years. The nominating process set forth in the bylaws yielded only one nominee for each of the three director positions. The following are the three Directors nominated by the Nominating Committee and they shall be deemed elected in accordance with Section 3.03 of the Bylaws.

Seat 1
Fayette County
Therol R. Brown

Seat 1
Coweta County
J. Neal Shepard, Jr.

Seat 2
Fayette County
Daniel C. Langford, Jr.

Registration will begin at 8:30 a.m. and **end at 11:00 a.m.**

*J. Neal Shepard, Jr., Secretary-Treasurer,
Coweta-Fayette Electric Membership Corporation*

Important!

Bring the top section of this page to the Annual Members' Meeting on Saturday, October 12, 2019, and present it at the registration desk. This panel will be your means of participating in the registration process. Only the name appearing above the address on this page will be allowed to participate in the drawing of prizes. Door prizes will be awarded and you must be present to win.



Coweta-Fayette Electric Membership Corporation

807 Collinsworth Road • Palmetto, Georgia 30268-9442 • Phone 770-502-0226 • www.utility.org

August 7, 2019

GEORGIA, COWETA COUNTY


Pursuant to a notice as required by the Bylaws of the Coweta-Fayette Electric Membership Corporation, a meeting of the Nominating Committee, composed of Mr. Mitch Butler, Mr. Douglas L. Campbell, Mr. Ronald Davis, Mrs. Irene Edwards, Mr. David T. Harp, Mr. James R. Lanier, Ms. Fran C. McElwaney, and Mr. Charles R. Sykes, Jr., met at the office of the Cooperative located at 807 Collinsworth Road, Palmetto, Georgia, on August 7, 2019 at 10:30 a.m. for the purpose of nominating three directors for three-year terms, all in accordance with the provision of the Bylaws of the Corporation.

Upon motion made and duly seconded and unanimously adopted by the Nominating Committee, Mrs. Irene Edwards was elected Chairperson and Ms. Fran McElwaney was elected Secretary.

The meeting was called to order by Chairperson Edwards. Discussion followed with reference to nominating three directors for three-year terms each to fill the terms of Mr. Therol R. Brown, Seat 1, Fayette County, Mr. Daniel C. Langford, Jr., Seat 2, Fayette County, and Mr. J. Neal Shepard, Jr., Seat 1, Coweta County, whose terms expire October 12, 2019.

Upon motions duly made, seconded and unanimously adopted by the Nominating Committee, Mr. Therol R. Brown, Seat 1, Fayette County, Mr. Daniel C. Langford, Jr., Seat 2, Fayette County, and Mr. J. Neal Shepard, Jr., Seat 1, Coweta County, were nominated to serve as directors of the Coweta-Fayette Electric Membership Corporation for three-year terms each.

There being no further business to come before the Committee, upon motion made and duly seconded, the meeting was adjourned.



Irene Edwards, Chairperson
2019 Nominating Committee

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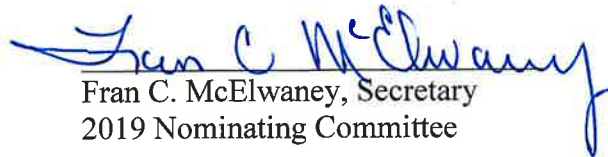
**Coweta-Fayette
Electric Membership Corporation**

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August 7, 2019

I, Fran C. McElwaney, Secretary of the Nominating Committee, do hereby certify that the attached is a true and correct copy of the minutes of the meeting held by the Nominating Committee at the office of the Cooperative on August 7, 2019, in accordance with the provisions of the Bylaws of the Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Cooperative, this 7th day of August 2019.


Fran C. McElwaney, Secretary
2019 Nominating Committee

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