

MEETING OF THE MEMBERS

August 25, 2022

The Annual Meeting of the members of A&N Electric Cooperative was held at 7:00 p.m. on August 25, 2022, pursuant to the Bylaws of the Cooperative.

The meeting was called to order by Addison W. Nottingham, Jr. Chairman of the Board. A quorum was reached through mail-in proxies. Director, E. Garrison Drummond pronounced the invocation. Director Drummond asked for a moment of silence. The National Anthem was played.

Vice Chair, Christopher D. Bott, presented the Board introductions and the recognition of the cooperative's Senior Staff. Mr. Bott welcomed Marcus Harris, President and CEO of Old Dominion Electric Cooperative, Brian Mosier, President and CEO of VMDAEC and Virginia House of Delegates, Rob Bloxom.

Director Ralph W. Dodd, Secretary/Treasurer, presented the reports of Officers, Directors, and Committees; the election of two Directors of the Cooperative; and all other business that may properly come before this meeting. Director Dodd presented the 2021 Annual Meeting Minutes, with a motion to dispense the reading of the 2021 minutes. He stated that the Annual Meeting minutes are available on the cooperative's website.

Motion Yes Second Yes

Ms. Tabitha Webb, Credentials and Elections Committee (C&E) Chairperson presented the C&E report to the members. Ms. Webb reviewed the report of the Nominating Committee and the District candidates. She shared that the C&E Committee met on August 23, 2022, to certify the count of proxies returned by members. The proxies were certified by Leatherbury & Broach with a report count provided to the committee.

The report of such Nominating Committee was then read by Tabitha Webb to the members, in which the following members were nominated as Directors:

CLASS II DIRECTORS:

Mark A. Hickman Residing in District 1

Addison W. Nottingham, Jr. Residing in District 3

The C&E Committee certified the slate of candidates to be published on the proxy form, which was mailed to the Members in the month of July.

The C&E Committee met on August 23, 2022, to certify the count of proxies returned by the Members. The proxies were counted by the accounting firm of Leatherbury & Broach with a report of the count provided to the committee. The total proxy count was 114 with 1,671 to be voted on by the Board of Directors.

Prior to the director election, Mr. Custis addressed the cooperative bylaw amendments. Mr. Custis provided the location of the red-line version of the amendments to the members.

In this election, there is one candidate for District 1, and one for District 3. In accordance with Robert's Rules, nominees without contest may be elected by acclamation. Mr. Custis then presented a motion for these unopposed candidates:

Mark A. Hickman – District 1

Addison W. Nottingham, Jr.– District 3

Motion Yes Second Yes

Mr. Custis reported that we did have a quorum and there were 16 members present in person and 1,671 members were represented by proxy, said members present in person or represented by proxy. Chairman Nottingham then directed the Secretary to file, in the records of the Cooperative, the list of all members at the meeting in person and to also file, in the records of the Cooperative, all proxies which were received for the meeting.

Mr. Custis later announced that the membership in District 1 know that the cooperative is actively seeking candidates residing in District 1 to fill the unexpired term of the late Robert L. Nock, and members who are interested in applying should contact the cooperative to receive an application. The deadline for the application is September 30, 2022.

Mr. Nottingham declared the purpose of the meeting was to update members on the performance and financial status of their Cooperative. He then presented his chairman's report.

Mr. Nottingham gave an update on the cooperative's ongoing member satisfaction surveys.

In 2021, the board voted to return \$2.79 million in capital credits to the membership. To date, ANEC has returned more than \$31 million back to its members.

Mr. Nottingham, who also serves on the Members Helping Members Board, reported the non-profit raised more than \$56,000 in funds to assist in helping 210 members pay their electric bill.

Mr. Nottingham noted the outstanding safety record of the cooperative's employees which contributed to minimum lost time on the job.

Mr. Nottingham also highlighted the work of the cooperative's employees who continue to make strides in supporting the community through "Lighting the Way," volunteering to clean roadways, donating funds to local causes from money raised, volunteer help with the Foodbank and identifying the need for blood donations by hosting 2 blood drives through the American Red Cross.

Secretary-Treasurer Dodd then provided an update on the financial status of the Cooperative. He stated that 2021 was a sound fiscal year for the cooperative.

In 2021, the revenue was \$74.9 million, which was an increase of 1.6 million from the previous year. The cost of power in 2021 was \$49.3 million, which represents 69% of total expenses. Considerable effort is spent by your management team to control these costs.

Mr. Williamson reminded members of the ongoing challenges presented fuel cost, supply cost, COVID and the cooperative's response to assist members. Mr. Williamson indicated that A&N's priority is to provide safe and reliable service to its members.

Mr. Williamson reported that by spring of 2021, more than \$652,000 was applied to members who fell behind in their bill since the pandemic.

Mr. Williamson addressed the new prepaid metering program which allows members to make payments into an account to cover their future energy cost.

Mr. Williamson informed members of several options available through the cooperative with regards to renewable energy. He noted that A&N has more than 165 residential, commercial and government accounts that have installed solar or subscribed to Cooperative SunShare. The cooperative is currently evaluating an electric vehicle charging station network across the Eastern Shore.

Mr. Williamson addressed the rising cost of energy and what the cooperative's power supplier is doing to mitigate those impacts.

Mr. Williamson thanked Marcus Harris, the President and CEO of Old Dominion Electric Cooperative and their employees for leading the challenge in making sure our members meet its current and future power needs. Mr. Williamson also thanked the Board of Directors for their leadership and their focus on its membership.

Mr. Nottingham recognized three members of its cooperative and presented them an adopted resolution for their years of service to the cooperative board and to the members they served.

The late, Robert L. Nock (accepted by Mrs. Yvonne Nock)

Edward V. Parks, Jr.

Henry P. Custis

Mr. Nottingham stated before we adjourn this meeting, we will now open the floor for any questions or comments.

Chairman Nottingham asked for a motion to adjourn the 2022 Annual Meeting? Second? All in favor?

Motion Yes Second Yes

This concluded the Cooperative's 2022 Annual Meeting. Thank you for your attendance.

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

Bette Cornell, Assistant Secretary

Ralph W. Dodd, Secretary/Treasurer
APPROVED:

Addison W. Nottingham, Jr, Chairman