

1	MR. MARSHALL: Now it's time to turn it over
2	to Mike McCleary who is our legal counsel. He will
3	ensure our business meeting adheres to the legal
4	requirements we have and our cooperative bylaws.
5	MR. MCCLEARY: Thank you, Ron. Good morning
6	everyone. Again, welcome to the 88th Annual
7	Meeting. And with every meeting of an EMC of a
8	cooperative organization, this is the opportunity
9	for the member-owners to participate in the
10	governance of our EMC. So we appreciate y'all
11	being here and your willingness to participate.
12	At this point we will go ahead and call our
13	business session officially into session. The
14	first step we have to do with that is establish our
15	quorum. Our bylaws require we have 150 registered
16	members in order to conduct the business of the
17	EMC. Probably close to 150 here in the room. But
18	we've also had, at 9:50 this morning, we had over
19	1300 members registered here in-person and through
20	our drive-through option. So we certainly have met
21	our requirement for a quorum.
22	We also have to discuss the notice of the
23	meeting and make sure that that was conducted in
24	accordance with the bylaws. Again, the bylaws
25	require that notice be given to all members at

least seven days in advance of the meeting and no
 sooner than 90 days.

So we have our report from the Postal Service showing that the annual meeting flyer, which I assume you all received, these were sent out in the membership monthly bills. Those were all sent out in the month of May which certainly meets that seven-day requirement. So we'll go ahead and determine that notice was properly given.

10 The next item we have to cover are the minutes 11 from last year's meeting. We were made aware that 12 the minutes that were posted on the website did 13 contain a small what we call scrivener's error in that one of the districts that were reported in 14 15 last year's election, the numbers were transposed. So instead of District 1, which is what was 16 reported on the website, the election last year 17 18 covered District 10. So we've made that correction 19 to the minutes. That's the only correction we've 20 been made aware of. So in our official minutes, that's been taken care of. 21

Are there any other items in the minutes anybody noticed? I'm certainly happy to read the minutes. I get paid by the hour so I'm happy to stand here and do that. But if there's anyone who

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would make a motion to dispense with the reading of 1 2 the minutes, we'll go ahead and take that motion. MEMBER: Make a motion. 3 4 MR. MCCLEARY: We have a motion. Do I have a 5 second? 6 MEMBER: Second. 7 MR. MCCLEARY: I have a second. Any 8 discussion on that? Hearing none, we'll go ahead and take a vote to adopt the minutes. All in favor 9 10 please say "aye." 11 MEMBERS: Aye. 12 MR. MCCLEARY: Any opposed? Thank you. 13 The next item that we have to cover every year is the election of directors in the three districts 14 15 that are up for reelection this year. And to start us off with that, I will call up to the podium Ms. 16 17 Benita Paulsen, who was the chair of this year's 18 Nominating Committee, to give the report of her 19 committee. 20 MS. PAULSEN: So the Nominating Committee of 21 the Walton Electric Membership Corporation met at 22 the cooperative headquarters building on US 78, 23 Monroe, Georgia at 2:00 p.m. on Tuesday, March 5, 24 2024. 25 In accordance with the bylaws of the Walton

1	Electric Membership Corporation, we wish to place a
2	nomination for consideration by the membership at
3	the meeting of the members of the Walton Electric
4	Membership Corporation to be held Saturday,
5	June 15, 2024, and voted on at said meeting to
6	serve for a three-year term, the following members:
7	For District 2, Rutledge, Bostwick, Apalachee, the
8	nominee is Jason Sidwell. For District 4,
9	Eastville, the nominee is Wayne Lester. For
10	District 8, Bold Springs, Gratis, Sam Simonton.
11	This report is signed by the committee members,
12	Benita Paulsen, Chairperson, Barry Mobley,
13	Secretary, James Brandon, and Johnny Garmon.
14	MR. MCCLEARY: Thank you very much,
15	Ms. Paulsen. In addition to the recommendations of
16	the nominating committee, the bylaws do allow for
17	member petitions for director positions. The co-op
18	did not receive any member nominations this year.
19	So the only slate of directors that we have are the
20	recommendation of the Nominating Committee.
21	The Nominating Committee being a standing
22	committee of the co-op, we do not need a second for
23	their recommendation to the membership. But we do
24	have an opportunity if there's any discussion or
25	any comment on the slate of officers nominated.

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1	Seeing none, we'll go ahead and put to a motion.
2	Those in favor of accepting the recommendation of
3	the Nominating Committee, please signify by saying
4	"aye."
5	MEMBERS: Aye.
6	MR. MCCLEARY: Any opposed? Hearing none,
7	that motion carries. Thank you very much and
8	congratulations to our directors who have just been
9	elected for another three-year term.
10	The next item that we have, we have to receive
11	an annual report from our Board Chairman. So I
12	will call up Dr. Michael Lowder to provide that
13	presentation for the Chairman's Report.
14	MR. LOWDER: Good morning. I am Michael
15	Lowder. I am the Chair of your co-op for the Board
16	of Directors of Walton EMC. My wife, Lorelei, and
17	I live in Oconee County and I would like to
18	officially welcome you to our community. I know
19	it's been a drive for some.
20	After representing District 3 since 2013, I've
21	completed my first year as the Chair of the Board.
22	So this is my first time reporting to you so
23	hopefully I'll get it all right.
24	The co-op's new commitment statement is:
25	Investing Energy in What Matters Most. One of the

1	six pillars of the co-op is its members. That's
2	you and me, the consumer-owners of Walton EMC.
3	Members are what our co-op are made of and
4	Walton EMC has that purpose of our meeting to
5	meeting members. Meeting our needs as well as our
6	wants is what the co-op is designed to do. As your
7	elected representative, your director's here to
8	ensure that the co-op operates and stays on course
9	for today and in the future.
10	Walton EMC's Cooperative Solar Program, which
11	was launched in 2015, is one of the examples that
12	is focused on this approach to bring service to our
13	members. The renewable energy that Walton EMC
14	owners, that's you, can buy blocks of solar power
15	that offset traditionally generated electricity.
16	To meet our member's requests, Walton EMC has
17	erected three solar farms. They harness enough
18	power to completely supply the energy needs of a
19	number of our members.
20	When word spread about our Community Solar
21	Program's exceptional commitment to service, big
22	companies started calling and asking what they
23	could do to help engage in our program. The
24	result? Your co-op is now the Southeast's leading
25	provider of solar power development. And all of it

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1 began with the co-op and was the response to its 2 members to access renewable energy. If you aren't familiar with the Cooperative 3 4 Solar Program, I encourage you to check it out on our website. There are subscriptions available. 5 My wife and I are subscribers and I would encourage 6 7 you to subscribe too. Renewable power is one of the many things and 8 innovations that Walton EMC has supported because 9 10 members have asked for it. From new energy 11 efficiency tactics to charging stations for 12 electric vehicles, your co-op is delivering what 13 you want. 14 "Investing Energy in What Matters Most" also 15 means your co-op cares for the community. I hope everyone here is aware of Operation Round Up. It 16 17 allows you to round up your electric bill to the 18 next dollar bill and those pennies are combined with other members' pennies. And in that we have 19 20 given back \$8.88 million to the community since 21 1998. At last count, that's quite a lot of money 22 to any community and I do think the members need an 23 applause for that. Thank y'all for giving your money to us. 24

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Your co-op invests not only in the community,

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1	but in many different ways. I am particularly
2	proud of this as a retired educator for the support
3	for education and for schools. For instance,
4	Walton EMC's School Empowerment Grants funneled
5	more than \$367,000 last year in 59 area schools.
6	That's a significant help to our programs.
7	Your co-op is also a sponsor of the Georgia
8	state championships for high school sports. And by
9	the way, several of those schools that participated
10	in state championships this year were consumers of
11	Walton power.
12	Another of the pillars of "Investing Energy in
13	What Matters Most" is our employees. For a few
14	years now, we have been sharing with you the
15	concerns over finding and keeping the best
16	employees in today's labor and economic
17	environment.
18	I'm happy to report that in 2023, we have done
19	that. We have added 15 new employees while keeping
20	many of our current team members. Retention is
21	significant because it means you have experienced,
22	loyal individuals working to ensure the
23	availability of the electric service provided to
24	your house. Speaking on behalf of the Board, I
25	want to commend those who put in the hard work to

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make sure that Walton EMC's employees remain at the 1 2 company and the co-op and thank you. I want to close by giving a sincere thanks to 3 4 all of you attending the business meeting. Your engagement in the governance of this co-op is what 5 matters most to Walton EMC and that's what sets us 6 7 apart from many other utilities, is your voice and our involvement. 8 Our co-op has long held the reputation of 9 10 being one of the nation's most innovative, consumer-centric utilities in the nation. 11 Ι 12 believe this is because we are "Investing Energy in 13 What Matters Most." I am gratified to be among 14 those who represent you in keeping Walton EMC on 15 this admirable path. And if you have any questions or concerns, you will see the Board members walking 16 17 around. Please stop and chat with us. We'd love 18 to hear from you. Thank you. 19 MR. MCCLEARY: Thank you, Mr. Chairman. In 20 addition to the Chairman's Report every year, we 21 are required to hear a report from our CEO. So 22 it's my pleasure to introduce Mr. Ron Marshall up 23 to give the CEO's report for this year. 24 MR. MARSHALL: Hello. Good morning again. 25 Something we didn't do that I think we'd like to do

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1	right now is I think y'all need to get a look at
2	Wayne Lester, your new board member, who is a
3	representative of District 4. Wayne is here with
4	us. He's standing right here. So thank you,
5	Wayne. I wanted to make sure y'all know what he
6	looks like.
7	It's been a while since we've been able to get
8	together for an in-person annual meeting. In fact,
9	2019 was the last time we had this opportunity. We
10	had this thing called Covid got in our way.
11	I've been an employee at Walton EMC since
12	1989. So this is my 34th annual meeting, but it's
13	my first in-person annual meeting as your CEO. And
14	it is certainly my pleasure to be here in this
15	capacity. It's my first in-person opportunity to
16	deliver the CEO's Report and detail the performance
17	of the company.
18	Speaking of firsts, though this is our 88th
19	annual meeting of our cooperative, we're still
20	celebrating some firsts. This is our first hybrid
21	annual meeting. Because this year, not only can
22	you be in-person, but you can do the drive-through.
23	And it sounds like we've had another good turnout
24	there.
25	And it's our first time to hold our annual

1	meeting here at North Oconee High School. Thank
2	you to Dr. Jason Branch, the superintendent of
3	Oconee Schools, and his staff for welcoming us here
4	at such a fine facility.
5	This is also the first year your cooperative's
6	used the new tagline: Investing Energy in What
7	Matters Most. You may have already seen it in the
8	Realite. You may have already seen it and heard it
9	in other places. This is a guiding statement that
10	reminds that Walton EMC invests time and resources
11	in six key areas to move us forward in distributing
12	safe, reliable, affordable, and responsible energy.
13	These areas are: Reliability, members,
14	safety, employees, community, and service. There's
15	no surprise there. This is what we've been doing
16	all along. And as you're going to hear in a few
17	minutes that we've done more of it in 2023.
18	I'll start with reliability. If you know me,
19	you know I have an engineering background and
20	engineers like to calculate and do numbers and all
21	this kind of thing. So I take pride in reporting
22	that your co-op again achieved more than 99 percent
23	reliability in '23.
24	Achieving this high level of consistency
25	doesn't come easily. It requires both intensive

1	attention to detail in every part of our daily
2	operations as well as preparation for the future.
3	Walton's leadership and management and employees
4	are committed to the investment, the innovation,
5	collaboration, and diversification needed to meet
6	our members' existing and expanding energy needs.
7	Our diverse portfolio of energy has expanded.
8	Walton EMC is now receiving nuclear energy from
9	Vogtle Plant units 3 and 4. These new units will
10	help power Walton EMC customer-owners with
11	reliable, clean energy for the next 60 to 80 years.
12	With the addition of Vogtle units 3 and 4, our
13	generation mix from Oglethorpe Power is now
14	45 percent emission free. That benefits not just
15	those of us in this room, but also our children,
16	grandchildren, I'm hoping for great-grandchildren
17	one day, and power for our future.
18	Even with this significant power generation
19	addition, Walton EMC must continue to diversify our
20	generation resources to ensure that we have an
21	adequate supply of electricity. We participate in
22	the acquisition of generation resources along with
23	other cooperatives who are members of Oglethorpe
24	Power. Last year, this included Walton EMC
25	subscribing to additional power plants in Effingham

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1	County, Washington County, and the city of
2	Baconton.
3	Not only do we have to be concerned with the
4	source of our wholesale power, but also its cost.
5	Our highest expense is purchased power. Nearly 80
6	cents of every dollar goes toward purchased power.
7	So out of your bill, 80 cents of every dollar goes
8	there. Every other expense your co-op has, from
9	payroll to power poles, must come from the
10	remainder.
11	Despite this challenge, you'll be pleased to
12	know that Walton EMC member-owners are still paying
13	less for your electricity than the average Georgia
14	customer. We're paying seven percent less than the
15	statewide average and 15 percent less than
16	neighboring Georgia Power customers.
17	We are not the state's lowest, but your Walton
18	EMC employees and leadership are constantly focused
19	on providing you with reliable service at the
20	lowest possible cost. Every employee works hard to
21	keep our expenses down to provide the most value
22	for you. And we're continually seeking out the
23	best price for wholesale power.
24	Here's another 2023 statistic you may have
25	seen or remember is \$9 million. That's the amount

1	of capital credit refunds members collectively
2	received in December of 2023. These refunds are
3	evidence of our success in controlling expenses,
4	even in an economic environment that makes that
5	very difficult.
6	And while we're talking numbers, there are a
7	few more I'd like to share. To keep the power
8	flowing to members, Walton EMC employees installed
9	more than 100 miles of new power line in 2023.
10	Even against the backdrop of ongoing supply chain
11	challenges, your co-op now maintains more than
12	7,300 miles of overhead line and underground line.
13	For perspective, that's enough miles to stretch
14	from here to Anchorage, Alaska and back. Fact
15	check that if you want to. I'm trusting it's
16	right.
17	Another important number from 2023 is 2,330.
18	It's the number of new members that we added in
19	2023. This brings our total number of residential,
20	commercial, and industrial accounts to more than
21	139,000, our highest number of accounts ever and
22	yet another indication of the growth of our service
23	area.
24	All of these numbers add to your member-owned
25	electric cooperative being one of the largest of

1	almost a thousand nationwide. You can learn more
2	about the co-op's performance in 2023 by reviewing
3	the printed annual report that came out with your
4	May Realite or online at waltonemc.com.
5	Several times today you heard me use the word
6	safe. It's very important in our business. Safety
7	is and must be a priority in our work, and it is.
8	It's always good for me to talk about employees. I
9	love doing it. So here's a few things here.
10	Honoring the commitment, your co-op team earned an
11	exceptional score of 91 out of 100 on our
12	three-year safety accreditation inspection. It's
13	more than just a number or rating. It represents
14	the exceptional diligence that goes into the
15	safeguarding of individual well-being while also
16	promoting cooperative efficiency and production.
17	Two Walton EMC crews received very special
18	recognition in their attention to safety. For
19	their diligence in safe excavation and avoiding
20	underground utility damage, Walton EMC's
21	Watkinsville and Monroe underground crews were each
22	honored with one of the seven regional 2023 Golden
23	Backhoe awards presented by the Georgia Utility
24	Coordinating Council. You can kind of think of
25	that as maybe the SEC championship for underground

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1 Being recognized for that is a really big crews. 2 deal. And additionally, and an even bigger deal, the 3 4 Watkinsville crew was named Georgia's very best underground excavating crew last year receiving 5 what's called the Lester Feathers award. 6 Thank you 7 to each of these individuals who were on these The efforts that they put in everyday, and 8 teams. the dedication to safe work habits they have is so 9 10 important. 11 It's always gratifying to have others 12 recognize what we already know. Our Walton EMC 13 employees are second to none in every aspect of the co-op business and operations. From those on the 14 15 front lines to those working behind the scenes in so many different capacities, Walton EMC is powered 16 17 by a team of individuals who each day demonstrate 18 our values to service, integrity, and excellence. 19 Besides the everyday work in ensuring the 20 lights are on, you will often see Walton EMC 21 employees volunteering out in the communities that 22 They help shine a positive light on we serve. 23 Walton EMC and our cooperative principles by which 24 we operate.

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And thinking of light, your Walton EMC

1	employees helped to bring and restore light to
2	several places beyond our service area last year.
3	You may have read in Realite about Nate Howell and
4	Hollis Lucas. You probably saw on the video that
5	was playing earlier that these two Walton linemen
6	traveled to Guatemala with another group of linemen
7	from other co-ops to help bring electricity to a
8	small village for the first time. It is an amazing
9	story. If you haven't seen it or heard it, please
10	look at our website to see it.
11	Also, after tornadoes hit South Georgia last
12	June, Walton linemen were one of the first to
13	respond to help restore power to the impacted
14	areas. Then, in September we had a crew deploy to
15	Colquitt EMC to help them recover after hurricane
16	Idalia. I'm not sure I got that right, but
17	hopefully it's close. Answering the call to help
18	fellow co-ops in need is a testament to the
19	cooperative spirit and speaks volumes about our
20	Walton EMC employees because they volunteer to go.
21	They're not forced to. They're all volunteer.
22	Our employees are scattered all over this
23	meeting site today to handle registration, answer
24	questions from members, greet attendees, direct
25	traffic, take photos, and much more. There are

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quite a few in this room today. So if you would, 1 2 please join me in a round of applause for all that they do. 3 4 It's been a pleasure to be able to speak with 5 you today in person and talk about the areas that matter most at Walton EMC which is reliability, 6 7 members, safety, employees, community, and service. And I thank each and every one of you for being 8 here today and taking the time to be here and show 9 10 your support for all of our employees who work 11 daily to deliver to you the reliable safe energy to 12 power what matters most to you. Thank you. 13 MR. MCCLEARY: Thank you, Ron. That concludes all the matters on our agenda. I will make a call 14 15 to our Board if there's any old business that needs to be discussed or any new business? Hearing none, 16 17 we'll entertain a motion to close the business 18 session. Do I have a motion? Motion. 19 MEMBER: 20 MR. MCCLEARY: We have a motion. Do I have a 21 second? 22 Second. MEMBERS: 23 MR. MCCLEARY: I have a motion and a second to 24 close the business session of the 2024 annual 25 meeting. All those in favor, please signify by

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 1
     saying "aye."
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          MEMBERS: Aye.
          MR. MCCLEARY: Any opposed? Hearing none,
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     this concludes our meeting. Thanks again for your
 4
     attendance today.
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          (Business session concluded at 10:37 a.m.)
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1	CERTIFICATE	21
2	OCONEE COUNTY	
3	GEORGIA:	
4	The foregoing proceedings were taken down by me	
5	as a Certified Court Reporter in the State of	
6	Georgia, and the questions and answers thereto were	
7	reduced to typewriting by me, personally. I hereby	
8	certify that pages 1 through 20, inclusive, comprise	
9	a complete and correct transcript of said	
10	proceedings. I further certify that I am neither	
11	kin nor counsel for any party; and am in no way	
12	interested in the outcome of said case.	
13	This, the 28th day of June 2024.	
14		
15	ALL CONCEPTION	
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17	Alegan e. Massain	
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19	LISA R. CHASTAIN, CVR, CCR	
20	CCR No. 6221-1441-6046-8992	
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