



85th Annual Meeting • Saturday, October 1, 8:30 a.m.-11 a.m.
Ridge Road School • 285 Ridge Road, Sandersville, GA 31082

Washington EMC will be holding our 85th Annual Meeting of Members as a normal in-person meeting for the first time since 2019 at Ridge Road School in Sandersville.

Registration and voting will begin at 8:30 a.m. and end at 10 a.m. There will be no early or late registration or votes accepted.

The decision to hold the Annual Meeting in person this year was made with care and consideration for all members, and to help get back to meeting with our members and not just watching them drive by.

With it being two years since our last in-person Annual Meeting, there are plenty of updates that we would love to share with you. From introducing you to new employees to sharing our exciting partnership with Conexon to bring our membership broadband internet, we want to share it all!

The following persons have been nominated by the Nominating Committee to be placed on the voting ballot for the election of the director to serve on the Board of Director's for a three-year term:

District 3, Brenda English (incumbent)

District 4, Billy Helton (incumbent)

In addition to the Nominating Committee, and in accordance with Bylaw Article III Section 5, Washington

EMC received a valid petition from the following individual to have their name added to the voting ballot for the election of the director for District 4:

District 4, Shane Lord

Bring registration form on page 8 to the Annual Meeting to register, vote and receive prizes. You will receive a valid voting ballot when you arrive at the Annual Meeting. Please refer to page 7 for the minutes from our 2021 Annual Meeting in order to approve them on the day of the 2022 Annual Meeting.

If you have any questions or concerns, please call us at (800) 552-2577.

Official Notice of Voting at Annual Meeting

Members will be voting on proposed changes to our Bylaws and directors for District 3 and District 4. **Please be sure to bring the registration card on page 8 to be able to cast a vote for director. If you are registering and voting for a corporation or entity, please be sure to have a signed registration affidavit.**

Please find the proposed changes to our Bylaws on page 6.

BOARD OF DIRECTORS



Wendy Sellers
President/CEO



Mike McDonald
Secretary/Treasurer
District 1



Jeff Lacken
District 2



Brenda English
District 3



Billy Helton
District 4



Mildred Jackson
Board Chair
District 5



Mike Beckworth
District 6



Ken Vickers
District 7

Washington EMC district directors and the counties they represent

District 1:

Warren and Glascock counties

District 2:

Hancock County

District 3:

Hancock, Baldwin, Washington and Wilkinson counties

District 4:

Washington County

District 5:

Washington, Johnson and Lauren counties

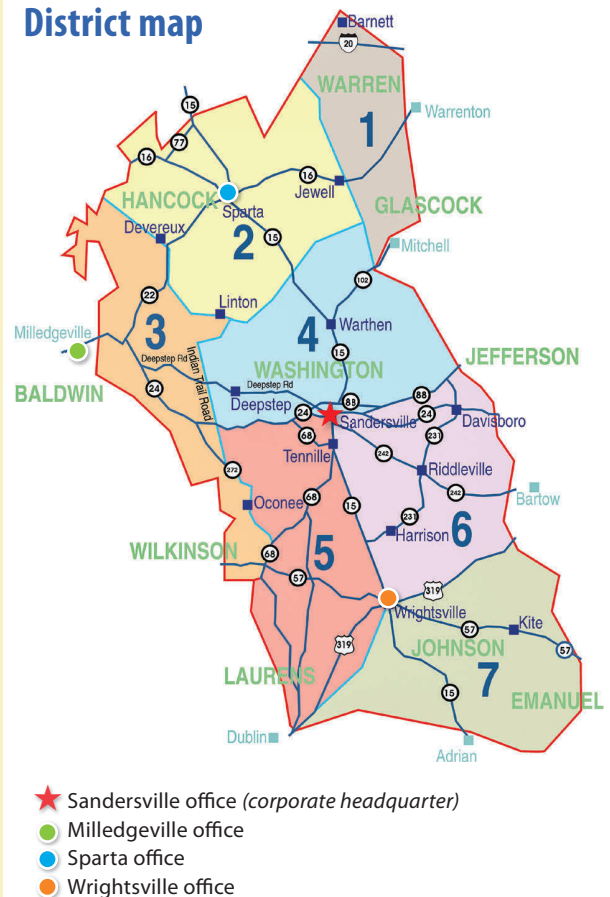
District 6:

Washington, Johnson and Jefferson counties

District 7:

Johnson, Laurens and Emanuel counties

District map



Official Annual Meeting Notice

The Annual Meeting of Members of Washington Electric Membership Corp. will be held on Saturday, October 1, 2022, at Ridge Road Schools, 285 Ridge Road, Sandersville, GA, as an in-person meeting. Registration and voting will be open from 8:30 a.m. to 10 a.m. The meeting will begin at 10 a.m.

Notice of Nominees for Election

In accordance with Article III, Section 3.05, of the Bylaws, the duly appointed Nominating Committee of Washington EMC met on August 9, 2022, at the office of the cooperative in the city of Sandersville, Ga., for the purpose of nominating directors to be elected at the next Annual Meeting of Members to be held October 1, 2022.

The following have been nominated by the Nominating Committee to serve for a period of three years from the next Annual Meeting date:

District 3: Brenda English

District 4: Billy Helton

In addition to the Nominating Committee, and in accordance with Bylaw Article III Section 5, Washington EMC received a valid petition from the following individual to have their name added to the voting ballot for the election of the director for District 4:

District 4: Shane Lord



Attendance Gift–Cutting Board



Registration Affidavit

In accordance with Washington Electric Membership Corp. Bylaws, an officer of an Entity, an individual having general authority to act for an Entity with respect to obtaining, monitoring and paying for Electrical Service from the Cooperative, or other duly authorized individual shall, unless determined otherwise by the Credential and Elections Committee, be deemed authorized to vote the membership of such Entity Member ("Entity Representative").

For your convenience, we are furnishing below an affidavit that can be used for this purpose. Your representative must present it, properly executed, when registering on October 1, 2022.

This is to certify that: _____
(Name of Representative)

is the official representative of _____
(Church, Partnership or Corporation)

Account No. _____, and (he/she) is authorized to register for said church, partnership, corporation or other entity in order to vote at Washington Electric Membership Corp.'s Annual Meeting on Saturday, October 1, 2022, and to be eligible to receive prizes.

Witness: _____
(Church, Partnership or Corporation)

Date: _____
(Authorized Signature and Title)

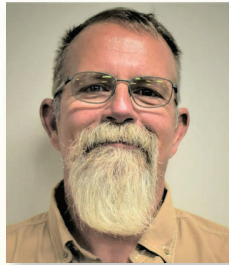
TO SPEED UP REGISTRATION, PLEASE BRING THIS PAGE TO THE MEETING.

WASHINGTON EMC EMPLOYEE ACTIVITY

Employee Service Awards



Charles Harrell
Right-of-Way Foreman
45 years



Scott Pulliam
Line Foreman
35 years



Charles Adams
Apparatus Foreman
20 years



William Brookins
Meter Supervisor
15 years



Clayton Jones
Distribution System Tech
15 years



Cheryl Walker
Customer Service Rep
15 years



Caleb Sanders
First-Class Lineman
10 years



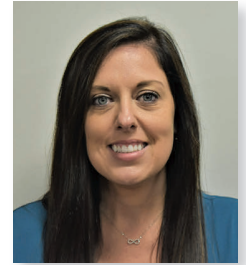
Matt McDade
Apprentice Lineman
5 years



Eric Ingram
Warehouse Assistant
August 2021



Triston Brantley
Apprentice Lineman
September 2021



Kirby Holmes
Staff Accountant
September 2021



Taylor Brown
Customer Service Rep
September 2021



Pam Carswell-Davis
Customer Service Rep
September 2021



Ashlee Hooks
Customer Service Rep
December 2021



Cole McNair
Groundman
April 2022



William Conley
Right-of-Way Operator
June 2022



Brandy Powell
Executive Assistant
5 years

***Combined years of
service: 165 years***

FINANCIAL STATEMENTS

For the years ended Dec. 31, 2021, and Dec. 31, 2020

BALANCE SHEET

ASSETS

Utility plant, less accumulated provision for depreciation
Other property and investments

\$ 63,856,946
18,634,941

\$ 60,247,556
18,144,003

CURRENT AND OTHER ASSETS

Cash and cash equivalents
Accounts receivable, less accumulated provision
for uncollectible accounts
Inventories
Accrued Utility Revenue
Other current assets
Deferred debits

1,542,718
3,012,901
3,820,257
962,752
222,467
5,698,360

5,539,122
2,747,396
445,791
1,325,897
176,232
2,660,144

TOTAL ASSETS

97,751,342

91,286,141

MEMBERS' EQUITY

Memberships
Member capital and margins

66,665
47,478,315

65,758
47,364,391

LIABILITIES

Long-term debt
Current and accrued liabilities

41,475,553
8,730,809

37,057,202
6,798,790

TOTAL LIABILITIES AND MEMBERS' EQUITY

\$ 97,751,342

\$ 91,286,141

STATEMENT OF REVENUE AND EXPENSES

REVENUE

Operating revenues

\$ 39,341,140

\$ 36,513,766

EXPENSES

Cost of power
Operations
Maintenance
Consumer accounts
Administrative and general
Depreciation
Interest on long-term debt

25,175,938
2,702,815
2,886,043
1,688,156
2,472,184
2,796,474
1,326,123

22,478,921
2,477,628
2,962,064
1,575,697
2,220,488
2,796,474
1,247,343

TOTAL OPERATING EXPENSES

39,142,232

35,758,614

PATRONAGE CAPITAL AND MARGINS

Net operating margins
Nonoperating margins
Capital credits from associated companies

198,908
227,245
625,724

647,798
447,300
649,103

TOTAL PATRONAGE CAPITAL AND MARGINS

\$ 1,051,877

\$ 1,744,201

Washington EMC is audited by the independent accounting firm of McNair, McLemore, Middlebrooks & Co, LLP. Visit our website at www.washington.com to obtain a complete set of financial statements.

PROPOSED CHANGES TO BYLAWS



SECTION 3.01 General Powers of Board of Directors.

The business and affairs of the Cooperative shall be managed by a Board of **seven directors**, as shall be determined, from time to time, by vote of not less than two-thirds of the directors.

SECTION 3.04 Qualifications of Directors.

No person shall be eligible to become or remain a Board member of the Cooperative:



~~“Close-Relative” as used in these Bylaws means one who bears a relationship by blood or marriage as follows: spouse, parent, child, grandchild, grandparent, uncle, aunt, nephew or niece.~~



*The definition of Close Relative has been moved the Definitions section of the Bylaws and is defined as: “Close Relative” shall mean a person who, by blood or by marriage, including half, foster, step and adoptive kin, is either a spouse, child, brother, sister, grandchild, parent, grandparent, aunt, uncle, nephew or niece of the principal.



SECTION 3.05. Nominations.

(a) Not less than 90 days before the date of the meeting at which members of the Board of Directors are to be elected, the Board of Directors shall appoint a committee on nominations, consisting of not less than five nor more than 11 members who shall be selected so as to give equitable representation on the Committee for the geographical areas served by the Cooperative (the “Nominating Committee”). No Board member, nor close relative of a Board member, may serve on such committee. The committee shall meet and nominate not less than one qualified member(s) for each seat on the Board of Directors for which a vacancy will occur by term expiration. The committee shall report such nominations to the Board not less than 70 days before the meeting.

(b) In addition, any 100 or more Members of the Cooperative acting together may make additional nominations in writing submitted to the Secretary of the Cooperative not less than 60 days prior to the meeting (the “Nominating Petition”), and the Nominating Petition shall:



SECTION 3.06. Notice of Nominees.

The Secretary shall be responsible for posting at the headquarters of the Cooperative and on the Cooperative’s website the nominees for the election made by the Nominating Committee and by petition, and ~~if receive 45 days prior to such meeting~~, shall include same in the notice to the Members for the meeting at which the election is to be held.



SECTION 3.07. Manner of Voting for and Election of Directors.

(c) When a contested election is expected, balloting shall be conducted in person during the Early Voting Period at the Cooperative’s offices and at the Annual Meeting. The Credentials and Elections Committee shall approve the form of ballots, establish the dates, times and locations for registered members to cast their ballot during the early voting period, and approve the procedures for ensuring ballot security and for conducting registration and voting. PROVIDED, HOWEVER, that the Early Voting Period shall consist of not more than 14, nor less than five days occurring immediately before the Annual Meeting. Balloting at the Annual Meeting for contested elections of directors shall begin not less than one and one-half hours and not more than three hours prior to the commencement of the business session of the Annual Meeting with the report on the number of members present and persons represented in order to determine the existence of a quorum. Ballot boxes shall be opened and maintained during such period.



(d) ~~(c)~~ Directors shall be elected by the majority vote of the Registered Members present and voting in person or by proxy during the early voting period and at the meeting Annual Meeting at which the election is to be held. Should no candidate receive the requisite majority vote, the winner shall be chosen by additional secret ballots between cast at the Annual Meeting listing only the two candidates receiving who received the highest number number of votes in the prior balloting.

84TH ANNUAL MEETING OF MEMBERS MINUTES



WASHINGTON ELECTRIC MEMBERSHIP CORPORATION

RIDGE ROAD SCHOOLS

285 RIDGE ROAD

SANDERSVILLE, GA 31082

OCTOBER 2, 2021

Welcome

The 84th Annual Meeting of Members of Washington Electric Membership Corp. was held Saturday, October 2, 2021, at Ridge Road School in Sandersville, Ga.

Due to the COVID-19 pandemic, the meeting was held as a drive-thru event. There were a total of 260 registered members, which constituted a quorum in accordance with Section 2.06 of the Bylaws.

Credential and Election Committee

The Credential and Election Committee, consisting of Edward Burten, Bruce Morgan, Jim Jackson, Wendy Purvis, Donna Snell, Viola Warren and Charles Young, was present at the event.

Approval of minutes

A copy of the 2020 Annual Meeting minutes were included in the 2021 Annual Report that was mailed to each member. A tear-off portion was provided in the report that allowed members to vote on the minutes. The minutes were approved by members in attendance.

Election of directors

Also included in the 2021 Annual Report was a ballot for the following director elections:

District 1: **Mike McDonald**

District 2: **Jeff Lacksen**

District 6: **Mike Beckworth**

All of them ran unopposed.

The tear-off portion provided in the Annual Report allowed members at the meeting to vote on the election of directors:

District 1: **Director McDonald**

District 2: **Director Lacksen**

District 6: **Director Beckworth**

They were elected to serve a three-year term.

Attendance prizes

Each registered member was given a car tote and entered into a drawing for 25 \$100 bill credits that were drawn Monday, October 4, 2021.

Mike McDonald

Secretary/Treasurer

Washington Electric Membership Corp.



WashingtonEMC

A Member-owned Electric Cooperative

P.O. Box 598
Sandersville, GA 31082

NON PROFIT ORG.
U.S. POSTAGE
PAID
MARIETTA, GA
PERMIT #215



2022 ANNUAL MEETING MEMBER REGISTRATION CARD

Account Number: _____

Member/Organization Name: _____

Member must bring this card for identification at voter registration and to be entered in the prize drawing.