

WASHINGTON ELECTRIC COOPERATIVE, INC.
83rd ANNUAL MEMBERSHIP MEETING

May 5, 2022

The 83rd Annual Membership Meeting was held via video teleconference on Thursday, May 5, 2022, with forty-four members, guests, and employees in attendance. The business meeting was called to order at 5:02 p.m. by President Stephen Knowlton.

CERTIFICATION OF QUORUM

President Knowlton presented the Certification of Quorum signed by Ballot Committee Co-chair Joe Kelly. President Knowlton stated 853 ballots were received by mail from the CPA firm, 31 ballots were invalid (spoiled) for a total of 822 members voting in the election which he certified constituted a quorum for the purpose of transacting business at the 83rd Annual Membership Meeting in accordance with the Cooperative's Bylaws.

NOTICE OF MEETING

President Knowlton called on Secretary Anne Reed who certified that Volume 83, No. 3 of the Cooperative's newsletter, *Co-op Currents*, constituted the official notice of the 83rd Annual Meeting of the Members and that this notice was mailed to all members of record on the 13th day of April 2022, in accordance with the requirements of the Bylaws.

APPROVAL OF MINUTES—2021 ANNUAL MEMBERSHIP MEETING

President Knowlton called for a motion to waive the reading of the minutes of the 2021 Annual Membership Meeting held on May 6, 2021, and to approve the minutes as presented.

A motion was made by Barry Bernstein of Calais to accept the minutes of the 2021 Annual Membership Meeting, as presented. The motion was duly seconded by Don Douglas of Orange and passed unanimously.

PRESIDENT'S REPORT

President Knowlton noted that all Officer Reports were printed and can be viewed in the April *Co-op Currents* – 83rd Annual Meeting notice. He thanked the candidates for the unprecedented number of petitions and for their willingness to serve on the Board to provide power for and by the people.

2022 saw two open seats with the departure of Secretary Reed of Marshfield and former President Barry Bernstein of Calais from the Board. President Knowlton described their unerring support of the Co-op—Annie as a living example of efficiency in life and environmental stewardship, and Barry as a dedicated business and community leader. Both spoke briefly, thanking the Co-op and its members for the opportunity to serve on the Board.

President Knowlton also thanked former General Manager Patty Richards, who stepped down in November 2021 after nearly eight years, for her service to the Co-op. He also acknowledged and thanked Co-op staff, both new and experienced, for their work throughout the last year.

President Knowlton further discussed recent Co-op projects, including its partnership with Vermont Communications Union Districts (CUDs) to bring broadband internet to Central Vermont and innovations in metering and grid management through Smartgrid.

TREASURER'S REPORT

Treasurer Don Douglas provided a summary of his report, which detailed the Co-op's financial activities for the year 2021. He noted, with pride, 2021's successful financial audit, particularly in light of several changes in staffing in the Finance Department.

MANAGER'S REPORT

General Manager Louis Porter reviewed his first five months as General Manager for the Co-op, stating that they had already been full of learning experiences. He thanked former General Managers Patty

Richards and Avram Patt, as well as President Knowlton and other co-op leaders, for their generosity in time and advice. While familiar with the challenges of a co-op, Mr. Porter noted the opportunities created by those same challenges and that it was a fluid and exciting time for WEC. Additionally, he stated his intent to support and lead in the energy and utility sectors, citing a firm grounding in co-op principles as guidance.

EMPLOYEE RECOGNITION

Every year, the Cooperative honors employees who reach five-year employment increments. General Manager Porter thanked the seven employees recognized, noting the longevity of service of some and reiterating that they were the reason the Co-op thrives.

- Jamie Dailey, 5 years of service
- Rick Stergas, 5 years of service
- Doug desGroseilliers, 15 years of service
- Sandy Gendron, 15 years of service
- Susan Golden, 15 years of service
- Donnie Singleton, 15 years of service
- Elaine Gonier, 20 years of service

ELECTION RESULTS

President Knowlton reported the results of the director election. The three candidates who received the highest number of votes were elected to three-year terms: Steven Farnham, 545 votes; Susan Alexander, 468 votes; and Betsy Allen, 377 votes. President Knowlton congratulated the three winners, and also thanked candidates Olivia Campbell Anderson, Pat Barnes, Rachel Onuf and JJ Vandette for running and for their time.

BYLAW AMENDMENT RESULTS

President Knowlton reported the results of the proposed bylaw amendment to allow for electronic voting and notice of membership meetings, which passed with a total 718 votes, 649 in favor and 69 against.

MUSICAL ENTERTAINMENT

As members had hoped in 2021, local musicians Patrick Ross (fiddle) and Doug Perkins (guitar) again performed bluegrass and traditional folk music for the membership. All in attendance enjoyed the entertainment and noted both men's virtuosity on their instruments.

DOOR PRIZES

Administrative Assistant Rosie Casciero announced the awarding of randomly drawn door prizes for ten registered attendees, both guests and members. The prizes consisted of gift certificates to local restaurants.

ADJOURNMENT

President Knowlton noted the 83rd Annual Member Meeting recording would be available on the WEC website.

With no further business to conduct,

President Knowlton adjourned the 83rd Annual Membership Meeting.

The meeting was adjourned at 6:44 p.m.

Date of Membership Approval: _____, 2023

Attest: _____

SECRETARY