

MINUTES OF MEETING OF BOARD OF DIRECTORS OF
GRADY ELECTRIC MEMBERSHIP CORPORATION
HELD September 5, 2018

The regular meeting of the Board of Directors of Grady Electric Membership Corporation was held at its office in Cairo, Georgia, on the 5th day of September, 2018. All seven of the Directors were present. Also present were Interim President John Long, Attorney M. Claire Chason, Pat Reed, Keith Harrell, Kyle Henderson, and Adam Starr.

The meeting opened with an invocation and Pledge of Allegiance. Interim President John Long welcomed the live stream viewers. The Chairman presided, and the minutes were kept under the direction of the Secretary.

Chairman Stuckey called the meeting to order and announced that a check of qualifications of Directors and nominees for Directors in the upcoming election had been performed, and it was reported that Director Gordon Clyatt had removed himself from the membership account of his primary residential abode. A majority of the Directors determined that Clyatt was no longer eligible to serve as a Director under Article IV, Section 4.02. of the Grady EMC By-Laws and voted to remove Clyatt from his directorship. Clyatt was recused. Directors Sellers and Donaldson objected. Clyatt was excused from the meeting.

The minutes of the previous regular meeting held on August 1, 2018, were read and approved.

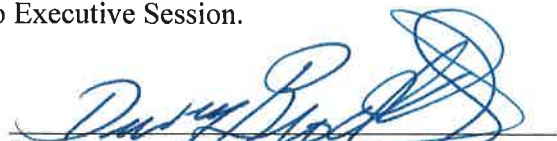
The following proceedings were had, all action being first duly moved and seconded and all action being taken upon the unanimous vote of the Board or without dissenting vote or abstention, unless otherwise stated:

1. **Capital Credit Requests.** The Directors approved the Capital Credit Requests in the approximate amount of \$17,029.46.
2. **Bills.** The Directors approved the payment of Bills submitted. Director Donaldson abstained.
3. **Bad Debt.** The Directors approved the list of accounts to be written off and authorized the writing off of the bad debt shown on the list for the period from May 1 through May 31, 2018, in the amount of \$1,106.05.
4. **New Members:** The new members were approved as presented.
5. **Director Nominations.** Long reported that the Nominating Committee met and nominated Eric Cohen and Edward J. Demartini, Jr. for Director in District 1; Terry Hurst for Director in District 4; and Greg Brouillet and Steve Reynolds for Director in District 7. Mitch W. Stone was nominated by petition in District 4.

6. **2018 Power Requirements Study and Load Forecast.** The Directors reviewed and approved the 2018 Power Requirements Study and Load Forecast as same was presented by Keith Harrell.
7. **Safety Accreditation.** Grady EMC received the Georgia EMC Electric Coop. Safety Accreditation Award for an outstanding safety program.
8. **Delegate/Representative Elections.** After discussion, the Directors elected John Long to fill the unexpired 2018 terms of the following positions formerly held by Bo Rosser:
 - OPC Alternate Member Representative
 - CFC Alternate Delegate
 - NRECA Alternate Delegate
 - GEMC Alternate Director
 - GEC Director
 - GRESKO Director
 - NRTC Alternate Director
 - Federated Alternate Director
 - CoBank Alternate Director
 - Green Power Alternate Member Representative
9. **RUS, CFC and CoBank Resolutions.** After review, the Directors approved the RUS, CFC and CoBank Resolutions as same were presented.
10. **Operating Report.** The Directors reviewed the Operating Report.
11. **Other Discussion:** None.

There being no further business to come before the meeting, the regular meeting was adjourned, and the Directors and Attorney went into Executive Session.


Chairman


Secretary