

MINUTES OF MEETING OF BOARD OF DIRECTORS OF
GRADY ELECTRIC MEMBERSHIP CORPORATION
HELD MAY 1, 2019

The regular meeting of the Board of Directors of Grady Electric Membership Corporation was held at its office in Cairo, Georgia, on the 1st day of May, 2019. All of the Directors were present. Also present were Interim President John Long, Attorney M. Claire Chason, Seleta Mason, Adam Starr, Keith Harrell, Kyle Henderson, Jackie Mobley, Ken Alligood, CPA Marlan Nichols and Billy Ussery, Executive VP of Oglethorpe Power Corporation.

The meeting opened with an invocation and the Pledge of Allegiance. The Chairman presided, and the minutes were kept under the direction of the Secretary.

The minutes of the previous regular meeting held on April 3, 2019, were read and approved.

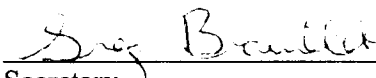
The following proceedings were had, all action being first duly moved and seconded and all action being taken upon the unanimous vote of the Board or without dissenting vote or abstention, unless otherwise stated:

1. **2018 Audit Presentation.** The Independent Auditor's Reports on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with Governmental Auditing Standards and Management Letter, and Communication with Those Charged with Governance under SAS No. 114, was presented by Marlan Nichols of Nichols, Cauley & Associates LLC, and reviewed by the Directors.
2. **Family of Companies Presentation.** Bill Ussery, Executive Vice President, Member and External Relations, Oglethorpe Power Corporation, gave a presentation and review of the relationships of the family of companies with Grady EMC, including OPC, GTC, GSOC, GEC and Georgia EMC.
3. **Capital Credit Requests.** The Directors approved the Capital Credit Requests in the approximate amount of \$26,226.14.
4. **Bills.** The Directors reviewed the payment of Bills submitted.
5. **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 January 1 through January 31, 2019, in the amount of \$4,181.13.
6. **New Members.** The new members were approved as presented.

7. **2019 Take Aim at Progress Report.** Adam Starr gave an update on the 2019 "Take Aim at Progress" charity sporting clay shoot for Georgia EMC's to raise money for the NRECA International Foundation. Grady EMC's team won first place out of forty-four (44) teams competing in the event.
8. **Operating Report.** The Directors reviewed the Operating Report presented by Seleta Mason.
9. **Other Discussion.** A discussion was held concerning rates.

There being no further business to come before the regular meeting, the meeting was adjourned.

Chairman



Secretary