

***MINUTES OF ANNUAL MEETING OF THE MEMBERS OF
PEMISCOT-DUNKLIN ELECTRIC COOPERATIVE***

DATE OF MEETING: Thursday, July 25, 2019

The Members of the Pemiscot-Dunklin Electric Cooperative met for their annual meeting on the above date at 11:00 o'clock p.m. at the American Legion Building in Kennett, Missouri. John Hall Dalton, Jr., counsel for the Cooperative, presided at the meeting and Noble Nelson, Secretary of the Cooperative, kept the minutes.

1. READING OF NOTICES. On motion and second, the membership waived the reading of the Official Notice of the Annual Membership Meeting. The Notice is attached to these minutes. The Notice was mailed to all Cooperative Members by National Information Solutions Cooperative. The Certificate of Mailing is attached to these minutes. Mr. Nelson then determined a quorum was present, as defined by the Cooperative By-Laws.

2. READING OF PREVIOUS MINUTES. On motion and second, the membership waived the reading of the Minutes of the 2018 Annual Meeting of the Members of Pemiscot-Dunklin Electric Cooperative.

3. OFFICER REPORTS. The Membership received the following reports:

President's Report: by Thomas "Jake" Fisher

Treasurer's Report: by Noble Nelson

General Manager's Report: by Tim Davis

4. DIRECTOR ELECTION RESULTS. After counting ballots, Mr. Dalton reported the following nominees had received the following votes:

<i>DISTRICT NO.</i>	<i>NOMINEE</i>	<i>VOTES RECEIVED</i>
I	Danny Glass	394
II	Thomas “Jake” Fisher	371
III	Noble Nelson	231
	Bill Cunningham	388

Thomas “Jake” Fisher was elected Director for District I, Danny Glass was elected Director for District II, and Noble Nelson was elected Director for District III. The Directors shall serve for a term of three years and afterward until election and qualification of their successors.

5. **OLD BUSINESS:** None
6. **NEW BUSINESS:** None
7. **ADJOURNMENT.** The meeting adjourned at 1:15 p.m.

Noble Nelson, Secretary

Approved:

Thomas Jake Fisher, President

CERTIFICATION OF MINUTES

I, Noble Nelson, Secretary, certify:

1. I am the duly elected, qualified and acting Secretary of Pemiscot-Dunklin Electric Cooperative.
2. The foregoing is a true and correct copy of the minutes of a the Annual Meeting of the Board of Directors of the Cooperative held July 25, 2019, in the Minutes Book of the Cooperative.
3. The meeting was duly and properly called, the Members received notice as required by Missouri Law and the Cooperative's Articles of Incorporation and By-Laws.
4. A quorum of the membership, as defined in the Cooperative's By-Laws, existed throughout the meeting.
5. The Membership has neither modified nor rescinded any of the above Resolutions.

Noble Nelson, Secretary

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