

**Minutes**  
**Annual Membership Meeting**  
**September 8, 2023**

The 85<sup>th</sup> Drive Through Annual Meeting of the Members of the Surprise Valley Electrification Corp. was held Friday September 8, 2023, at the Surprise Valley Electrification Corp. headquarters in Alturas, CA in accordance with the notice of meeting mailed on August 1, 2023.

The 2023 Drive Through Annual Meeting was called to order by President Dennis Flynn at 2:50 p.m. Directors present were Wes Cook, Raymond Cloud, Craig Joiner, Scott Warner, Kyle Weber, and John Erquiaga.

Also present at the meeting were General Manager Bradley Kresge, Administrative Secretary Melissa Cavasso and Company Attorney Shoshana Baird.

Members present at the meeting included Dennis Tate and DJ Northrup.

The President opened the 2023 Drive Through Annual Meeting. The Company Attorney assisted with the agenda.

President Dennis Flynn handed the meeting over to Member Dennis Tate who read the Quorum Motion.

**MOTION TO ACCEPT**  
**DRIVE-THROUGH QUORUM PROCEDURES**  
**FOR SURPRISE VALLEY ELECTRIFICATION CORPORATION'S**  
**ANNUAL MEMBERS' MEETING**

Based on the stated preference of Surprise Valley Electrification Corporation Members to conduct the Annual Meeting of the Members through drive-through participation, I, Dennis Tate, Member of the Cooperative, hereby move the Cooperative to have the Annual Meeting of the Members be a continuous

and cumulative Annual Meeting for purposes of meeting the Cooperative Bylaws' 100-member quorum requirement (hereafter known as "Drive-Through Quorum Procedures").

These Drive-Through Quorum Procedures shall accommodate:

- Electing Directors
- Hearing & Accepting Prior Annual Meeting Minutes, and
- Transacting such other business as may properly come before the Members.

The Drive-Through Quorum Procedures shall apply to this Annual Meeting of the Members, dated September 8, 2023. Any voting that occurs on this date shall be accepted as cast during the scheduled hours of the Annual Meeting.

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### **MOTION SECONDED**

I, DJ Northrup, Member of the Cooperative, second the Motion made by Dennis Tate, to accept the Drive-Through Quorum Procedures for the Annual Meeting of the Members.

The motion to have the Annual Meeting of the Members be a continuous and cumulative Annual Meeting for purposes of meeting the requirements of the Cooperative's Bylaws for such Annual meeting and acceptance of early voting was thereupon submitted to the Members for consideration and voting by written ballot.

Chairperson Dennis Tate reported on the meeting of the Nominating Committee. Nominees John Erquiaga for District IV and Dennis Flynn for District VII were thereupon submitted to the Members for consideration and voting by written ballot.

Secretary, Raymond Cloud reported proxies received for the Board of Directors to cast were 84. Director Kyle Weber made a motion to approve the Board of Directors' proxy designation and Director Raymond Cloud seconded. The motion passed.

At 5:50 pm, Secretary Raymond Cloud reported that, of the 209 Member votes received, Members voted in support of the Motion to Accept Drive -Through Quorum Procedures. Director Wes Cook made a motion to approve the casting of proxies to support the Drive-Through Procedure Motion Results and Director Craig Joiner seconded; the motion passed. The Motion to Accept Drive-Through Quorum Procedures was thus passed.

Secretary, Raymond Cloud reported that, in accordance with the Motion to Accept Drive-Through Quorum Procedures, which recognized continuous and cumulative attendance, there was a quorum of 209 Members present sufficient to conduct the Cooperative's business.

Secretary, Raymond Cloud read the Notice of the Annual Meeting and Fiscal Report that was published in the "Ruralite Magazine" on August 1, 2023.

There were 205 Member votes to accept the 2022 Annual Meeting Minutes, as presented to the Members in writing and online. Director Craig Joiner made a motion to approve the casting

proxies to support accepting the 2022 Annual Meeting Minutes and Director Kyle Weber seconded, the motion passed. The 2022 Annual Meeting Minutes were thus approved.

Election of Directors. Members elected John Erquiaga for District IV with 187 votes and Dennis Flynn for District VII with 180 votes. There were no other nominations. Director Scott Warner made a motion for the casting of proxies to support the Nomination Committee's nominees and Director Craig Joiner seconded; the motion passed.

There being no further business, Director Wes Cook made a motion to favor the casting of proxies to adjourn the Annual Meeting, Director Raymond Cloud seconded the motion, motion passed.

Meeting was adjourned at 5:58 p.m.

As of adjournment, final in-person Member attendance was 217. The total number of Members receiving service on the date of the Annual Meeting was 3328. The total number of Members represented by proxy was 84. John Erquiaga received 279 votes for District IV and Dennis Flynn received 272 votes for District VII. There were 297 Member votes to approve the Annual Meeting Minutes and 297 Member votes to accept the Drive-Through Quorum Procedures.

Respectfully Submitted,

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Raymond J. Cloud, Secretary