



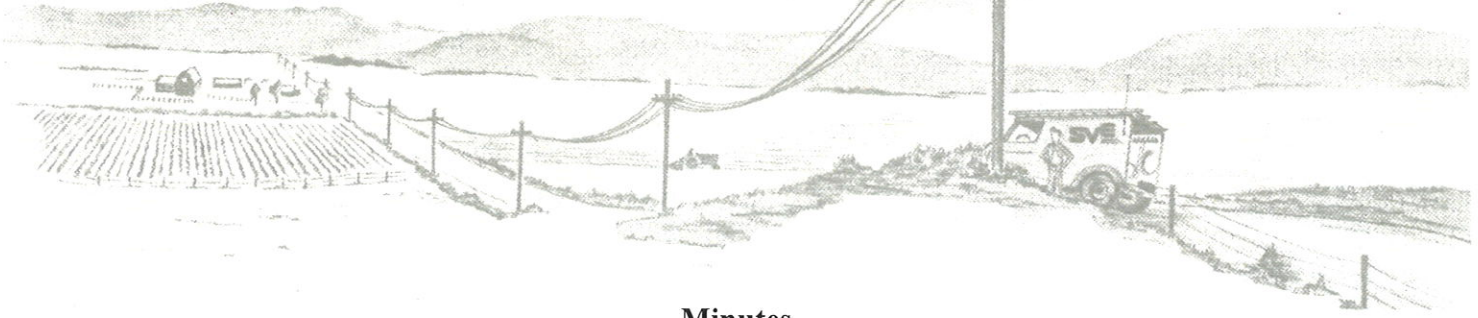
**SURPRISE VALLEY  
ELECTRIFICATION CORP.**

800 W. 12TH ST.

PHONE 530-233-3511

ALTURAS, CA 96101

FAX 530-233-2190



**Minutes  
Annual Membership Meeting  
September 6, 2024**

The 86<sup>th</sup> Drive Through Annual Meeting of the Members of the Surprise Valley Electrification Corp. was held Friday September 6, 2024, at the Surprise Valley Electrification Corp. headquarters in Alturas, CA in accordance with the notice of meeting mailed on July 31, 2024.

The 2024 Drive Through Annual Meeting was called to order by President Dennis Flynn at 3:03 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.

In addition to those members attending by drive-through, members present included Dennis Tate, Ruth Ann Criner, Ned Coe, and Jay Younger.

Special Guest Ted Case of the Oregon Rural Electric Cooperative Association was also present at the meeting.

President Dennis Flynn recognized Company Attorney Shoshana Baird, who called for the following motions:

**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, Kyle Weber, 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 6, 2024. Any voting that occurs on this date shall be accepted as cast during the scheduled hours of the Annual Meeting.

MOTION SECONDED: I, Wes Cook, 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.

THEREUPON, 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 submitted to the Members for consideration and voting by written ballot.

MOTION TO APPROVE THE 2023 ANNUAL MEMBER MEETING MINUTES. Director Craig Joiner approved the motion to approve the 2023 Annual Member Meeting Minutes as presented to the membership online, in person, and by written mailing.

MOTION SECONDED: John Erquiaga, Member of the Cooperative, seconded the Motion.

THEREUPON, the Motion to Adopt the Annual Member Meeting was submitted to the Members for consideration and voting by written ballot.

NOMINATING COMMITTEE REPORT: Nominating Committee Chairperson Dennis Tate reported on the meeting of the Nominating Committee. The Nominating Committee nominated Kyle Weber for District II and Wes Cook for District III.

THEREUPON, the nominees for District II and District III, identified by the Nominating Committee and otherwise nominated by petition were submitted to the Members for consideration and voting by written ballot.

The Meeting of the Members Proceeded and Members submitted written ballots until 5:30 p.m.

PROXIES: At 5:38 p.m., Company Attorney Shoshana Baird reported proxies received for the Board of Directors to cast were 96. President Dennis Flynn made a motion to approve the Board of Directors' proxy designation and Director Craig Joiner seconded. The motion passed unanimously.

QUORUM: Company Attorney Shoshana Baird reported that 274 Member votes were received on the Motion to Accept Drive-Through Quorum Procedures. Director Raymond Cloud made a motion to approve the casting of 96 proxy ballots assigned to the Board to support the Drive



Through Procedure Motion. Director Wes Cook seconded. The motion passed unanimously. Total voting tally was 340 approved, 9 opposed, and 21 abstained. **The Motion to Accept Drive-Through Quorum Procedures was therefore passed.**

Company Attorney Shoshana Baird reported that in accordance with the Motion to Accept Drive-Through Quorum Procedures, which recognized continuous and cumulative attendance, there was a quorum of members sufficient to conduct the Cooperative's business.

MINUTES: Company Attorney Shoshana Baird reported that 274 Member votes were received on the Motion to Approve the 2023 Annual Member Meeting Minutes, as presented to the Members in writing and online. Director Wes Cook made a motion to approve the casting 96 proxy ballots assigned to the Board to support approving the 2023 Annual Member Meeting Minutes. Director Kyle Weber seconded. The motion passed unanimously. Total voting tally was 341 approved, 4 opposed, and 25 abstained. **The 2023 Annual Meeting Minutes were therefore approved, 341 to 4.**

MEETING NOTICE & FISCAL REPORT: Secretary Raymond Cloud read the Notice of the Annual Meeting and Fiscal Report that was published in the "Ruralite Magazine" on July 31, 2024.

DIRECTOR DISTRICT II: Company Attorney Shoshana Baird reported that 274 Member votes were received on the election of Director for District II. Director Craig Joiner made a motion for the casting of 96 proxies assigned to the Board to support the Nominating Committee's nominee for District II. Director Wes Cook seconded. The motion passed unanimously (Director Kyle Weber abstaining).

Kyle Weber received 245 votes. Ron Ketler, Nominee by Petition, received 119 votes. Two votes were received for Hope Trinity and 23 members abstained. **Members elected Kyle Weber as Director for District II.**

DIRECTOR DISTRICT III Company Attorney Shoshana Baird reported that 274 Member votes were received on the election of Directors for District III. Director Scott Warner made a motion for the casting of 96 proxies assigned to the Board to support the Nominating Committee's nominee for District III. Director Ray Cloud seconded. The motion passed unanimously (Director Wes Cook abstaining).

**Members elected Wes Cook as Director for District III with 307 votes.** There were no other nominations.

There being no further business, President Flynn adjourned the meeting at 6:00 p.m.

As of adjournment, final Member attendance was 250. The total number of Members receiving service on the date of the Annual Meeting was 3326.

Respectfully Submitted,

---

Raymond J. Cloud, Secretary