

## Minutes of the Meeting of the Nominating Committee

At 11:00 AM on April 7, 2017, the Central Alabama Electric Cooperative (CAEC) Nominating Committee met at CAEC Headquarters in Prattville, AL. Members of the Committee present were: Robert Arnold, Randy Beasley, Mary Goodson, Norman L. Harris, Ralph Hickey, Wanda Ivey, Edward McCullers, and Ray Price. Committee Member Ida Myree, served as Alternate. Sheila Ward was not able to attend the meeting. Also in attendance were Tom Stackhouse, President/CEO, and Julie Young, Vice President of Business and Administrative Services.

Mr. Stackhouse and Ms. Young welcomed the members of the Nominating Committee. Mr. Stackhouse began by updating the committee members on recent activities at the Cooperative, including current strategic initiatives involving system reliability, member benefits, capital credits, broadband, and cyber security.

Acting as temporary chairman, Mr. Stackhouse called the meeting to order and explained the purpose of the meeting as outlined in Article IV, Section 4.05 of the Cooperative Bylaws, which also contains the two methods of nominating candidates for open Board positions. He noted those Trustees for Districts 1, 4, and 6 were open for nominations in 2017.

Mr. Stackhouse then opened the floor for the committee to nominate its chairman. Upon a motion by Mr. Sherer, seconded by Mr. Harris, Mr. Randy Beasley was nominated chairman. No further nominations were made, and Mr. Beasley was unanimously elected to serve as chairman.

Chairman Beasley called for nominations for secretary. Upon a motion by Ms. Goodson, seconded by Mr. Hickey, Wendy Chesser was nominated secretary. No further nominations were made, and Ms. Chesser was unanimously elected to serve as secretary.

Mr. Stackhouse turned the meeting over to Chairman Beasley, and he and Ms. Young excused themselves from the meeting.

Chairman Beasley called for a slate of nominations to be made for Districts 1, 4, and 6 for the Board and for such slate to be presented to the Membership at the Annual Meeting of Members, scheduled for August 11, 2017. The following were nominated, duly seconded, and accepted unanimously by the Committee unless otherwise stated.

- District 1, Ms. Mary Goodson nominated, and Mr. Martin Sherer seconded incumbent C. Milton Johnson;
- District 4, Mr. Martin Sherer nominated, and Mr. Robert Arnold seconded incumbent Terry Mitchell;
- District 6, Mr. Robert Arnold nominated, and Mr. Norman Harris seconded incumbent Jimmie Harrison, Jr.

There being no further business, the meeting was adjourned at 12:00 noon.

  
Chairman

  
Secretary