SIXTY SIXTH (66th) ANNUAL MEETING OF THE MEMBERS OF WILKES TELEPHONE MEMBERSHIP CORPORATION

The SIXTY SIXTH (66th) Annual Meeting of the Members of Wilkes Telephone Membership Corporation was held Thursday, November 20, 2025, 6:00 p.m. at 1400 River Street, Wilkesboro, NC (the "Wilkes Location") and at numerous remote locations of the members virtually through a Zoom live video and audio conference pursuant to the requirements of Section 3.10 of the Bylaws (the "Remote Locations").

Chairman Jimmie Church called the Meeting to order, introduced the Board and welcomed everyone in attendance. He then asked for a moment of silence in memory of Clayton Porter and Charles Billings, former board members who passed away in 2025. He recognized their leadership and friendship noting that they have left a lasting mark on Wilkes Telephone Membership Corporation and the community it serves.

Jerry Shepherd gave the Invocation.

After the Invocation, President/CEO, Eric Cramer, welcomed members to the meeting, both those attending at the Wilkes Location and those members attending virtually from Remote Locations and thanked them for their attendance. He also recognized and introduced special guests in attendance. He also announced that the first 100 members who registered will receive a one-time \$20 bill credit on their December statement.

Brenda Triplett, the Chairperson of the Elections and Credentials Committee confirmed that a quorum was present with over 70 members participating either virtually or in person.

Secretary, Amit Tevepaugh, gave a summary of the Official Notice of the Meeting and the Proof of Mailing of the Notice by U.S. Postal Service on October 17, 2025, to the 10,904 members. A motion was made and unanimously passed to waive the reading of the Notice of Meeting and the Proof of mailing and to attach these to the minutes of this meeting.

Chairman Church informed the members that the minutes of the 2024 Annual Meeting of the members was provided electronically on or after October 17, 2025. He then asked for a motion to approve the 2024 minutes as provided. A motion to approve the 2024 minutes was made by Tameka Hayes and seconded by Vanessa Fisher. The motion was approved with no dissenting votes.

Chairman Church asked Mr. Mike Harless, Chairman of the Nominations Committee to report on the nominations for Director seats. Mr. Harless reported that the 2025 Nominations Committee had placed into nomination the following qualified candidates: Mr. Eric Bumgarner of Purlear and Mr. Steve Mathis of Roaring River, each as an At-Large Director. Mr. Harless stated that there had been no petitions submitted for nomination and that these were the only candidates nominated by the Nominating Committee. Mr. Harless then asked for a motion for them to be elected by acclamation to three-year terms as At-Large directors of Wilkes Telephone Membership Corporation. This motion was made by Tammy Anderson and seconded by Kim Hudson. The motion was approved with no dissenting votes.

Chairman Church announced that Mr. Eric Bumgarner of Purlear and Mr. Steve Mathis of Roaring River would each serve as an At-Large Director for another three-year term.

Chairman Church then explained that the Wilkes Telephone Membership Corporation Charter required that there be 7-15 board members and that the board recommended to the members that this range be changed to 1-15 board members in light of wanting to ensure that the business could carry on if there were ever less than 7 directors. He asked for a motion to this effect. Lewis Woolard made the motion and Greg Treadway seconded the motion. There was no further discussion and the motion passed with no dissenting vote.

CEO Cramer then presented the Chairman's Annual Report to the Members noting that $40,000 in scholarships were presented to 80 students in the community. There were no unfinished or new business to come before the membership.

Chairman Church declared the business session of the Sixty Sixth (66th) Annual Meeting of the Members of Wilkes Telephone Membership Corporation adjourned at 6:24 pm. Mr. Church then called upon CEO Cramer to conduct a drawing for prizes.

Submitted: Armit Tevepaugh
Armit Tevepaugh, Secretary

Approved: Jimmie Church
Jimmie Church, Chairman of the Board