

MINUTES OF THE ANNUAL MEETING OF THE MEMBERS OF SKYLINE TELEPHONE MEMBERSHIP CORPORATION

Pursuant to notice, the 68th annual meeting of the members of Skyline Telephone Membership Corporation was held on Tuesday October 8, 2024, at 10:00 A.M. in the large Conference Room in the Annex of the Corporate Headquarters in West Jefferson, North Carolina.

Registration and voting for the meeting began at 9:00 A.M., and the meeting began at 10:00 A.M. Present in person for the meeting were: The Board of Directors of Skyline Telephone Membership Corporation, The board of Directors for Skybest Communications, Inc., the 2024 Elections and Credentials Committee, various staff members, and a few members of the cooperative.

Mr. Raymond Parker, General Counsel for the Corporation, welcomed everyone to the 68th Annual Meeting of the members of Skyline Telephone Membership Corporation and called upon Skybest Director Dennis Gambill for the invocation. Skyline Director D.C Smith then led the Pledge of Allegiance.

Mr. Parker next introduced the current Board of Directors of Skyline Telephone Membership Corporation and the Board members of SkyBest Communications. Inc.

Mr. Parker asked Mr. James L. Shepherd, Secretary of the corporation, to give the Secretary's report. Mr. Shepherd pointed out that the notice of the annual meeting had been mailed to 21,013 members. Mr. Shepherd announced that 306 members had registered for the meeting out of a total membership of 23,210 members; and he reported that a quorum of the membership had registered for the meeting. A copy of the notice of meeting is on file in the company offices.

A quorum being reported, Mr. Parker called the 68th Annual Business Meeting to Order.

Mr. Parker pointed out that the minutes of the 2023 Annual Meeting of the members held on October 3, 2023, have been previously approved by the Board of Directors, and that these minutes are posted on the company website and were available today at registration. Mr. Parker then asked for and received a motion to dispense with the reading of these minutes and to approve them as written and published. This motion was seconded and there was unanimous approval of the motion.

CEO Kim Shepherd, in lieu of her annual report to the membership, gave a report on the damages to the Skyline and Skybest systems caused by Hurricane Helene. She pointed out the several Broadband and other communication companies in North Carolina, Alabama and Kentucky that were assisting Skyline and Skybest with repairs and equipment. She praised all these employees as well as the Skyline employees who are working long hours in making repairs. She pointed out that the large conference room had been converted to a "bunkhouse" for visitors to sleep, and that we are serving all the workmen two meals a day. She also highlighted the many successes they had achieved so far. She estimated another few weeks before all repairs can be completed.

Mr. Parker read the names of the 2024 Nominating Committee and read their official report nominating Mr. Jerry Roten and Mr. Russel "Rusty" Barr from Ashe County; Mr. James Shepherd of Alleghany County; and Mr. Tommy Joe Ward from Watauga County to the board of directors. There were no other nominations made nor were any petitions filed. Following the Nominations Committee Meeting, the Elections and Credentials Committee met, reviewed the Application of Mr. Russel "Rusty" Barr and determined that he did not meet all the qualifications for a director as required by the bylaws.

Mr. Parker then introduced the 2024 Elections and Credentials Committee and called upon the Chairman, Mr. Huey Long, for a report of that committee. Mr. Long advised that since the slate of three directors was unopposed, on behalf of the Elections and Credentials Committee, he would make a motion that the three nominated director candidates be elected by acclamation. This motion was seconded. The motion passed unanimously.

Mr. Parker declared Mr. Jerry Rotten, Mr. James Shepherd and Mr. Tommy Joe Ward elected as directors of Skyline Telephone Membership Corporation for additional three-year terms.

Mr. Parker announced that the Agenda for the Annual Meeting had been completed and that there had been no formal request for other business and asked for a motion to adjourn. A motion was made seconded, and unanimously passed to adjourn the meeting.

Mr. Parker declared the 68th Annual Meeting of Skyline Telephone Membership Corporation adjourned.


SECRETARY

APPROVED:


PRESIDENT