



Our employees' call of duty knows no holiday

As you are reading this, we will have just celebrated our nation's 241st Independence Day. Humbling, isn't it, to remember the patriots who gave their lives for our freedom over the past two-and-a-half centuries. While fireworks, barbecues and parades stir an air of celebration, many of us observe the holiday with a real, heartfelt sense of gratitude for the sacrifices others made for the freedom we enjoy.

Whether you spent your Independence Day at church, a gravesite, a war memorial or your own back yard, I hope you take pride in knowing we live and work in the greatest nation on the planet. I sure do and with that important day behind us, I turn to the pride I feel to live in Mississippi and to work for you, our Southern Pine Electric member owners.

While Independence Day makes me think of our country on a grand

Our team's grit and determination inspire me over and over again.

scale, the past several months I have found myself welling with pride to work alongside a team of talented and

dedicated employees. They make sacrifices of their own in carrying out Southern Pine's mission to provide safe, reliable and affordable power.



Jason S. Siegfried
President/CEO

The first half of 2017 brought a rash of heavy storm activity, and I would like for you to join me in recognizing our employees for their dedication to you, our members, when you need us the most.

Just imagine with me for a moment it's late afternoon on a July 4th holiday with a large thunderstorm system making its way across central Mississippi. An engineer has just put some burgers on the grill while he watches the outage viewer on his iPad, waiting to see how bad the weather will damage the system.

Phone calls start overwhelming the dispatchers, and Southern Pine

employees leave home to go to our offices to help answer and record outage calls. The servicemen and linemen are called away from their families, again, to their dangerous call of duty.

A young child, excited to help daddy light the fireworks, watches him lace up his boots, having learned by now he probably will not be back before the next day. The child's mother just prays her husband returns home safely. A large number of our employees will work through the night and many times into the next day until every member's power is restored.

Mother Nature has no regard for Independence Day or, for that matter, any other holiday. She seems to strike frequently at the most inopportune times, but our Southern Pine team answers the call and responds every single time.

I have worked through some bitter storms that exposed our people to very rough, dangerous conditions. Our team's grit and determination inspire me over and over again.

I wanted to take this opportunity to thank them for their dedication and the sacrifices made on behalf of their families in bringing the power to our Southern Pine members.



Southern Pine bylaws outline annual meeting, election

Article III: Meetings of Members

Section 3.01: Annual Meeting

For the purposes of electing directors, hearing and passing upon reports covering the previous fiscal year, and transacting such other business as may properly come before the meeting, the annual meeting of the members shall be held on the second Thursday of the month of November of each year, at such place in one of the counties of Mississippi within which the Cooperative serves, and beginning at such hour, as the Board of Directors shall from year to year fix; PROVIDED, that, for cause sufficient, the Board of Directors may fix a different date for such annual meeting not more than thirty (30) days prior or subsequent to the day otherwise established for such meeting in this Section. Failure to hold the annual meeting at the designated time and place shall not work a forfeiture or dissolution of the Cooperative.

It shall be the responsibility of the Board of Directors to make adequate plans and preparation for the annual meeting, and to encourage attendance by the membership at these meetings.

Article IV: Directors

Section 4.03: Tenure and Qualifications

(a) At each annual meeting of the members, directors shall be elected by ballot, by and from the membership of the Cooperative, one director to be elected from each of the counties of Copiah, Covington, Newton, Scott, Simpson, Forrest, Jasper, Jefferson Davis, Smith, Lawrence and Rankin Counties, Mississippi, each director to be elected for a term of three (3) years, in accordance with the following formula, to-wit:

(1) At the annual meeting of November 1984, and every three (3) years thereafter, one director shall be elected from each of the counties of Copiah, Covington and Newton Counties, Mississippi, each of whom shall serve for a term of three (3) years from the date of election as provided by law.

(2) At the annual meeting of November 1985, and every three (3) years thereafter, one director shall be elected from each of the counties of Scott, Simpson, Forrest and Jasper

Counties, Mississippi, each of whom shall serve for a term of three (3) years from date of election as provided by law.

(3) At the annual meeting of November, 1986, and every three (3) years thereafter, one director shall be elected from each of the counties of Jefferson Davis, Smith, Lawrence and Rankin Counties, Mississippi, each of whom shall serve for a term of three (3) years from the date of election as provided by law.

If the election of directors shall not be held at the annual meeting or if such annual meeting is not held, each director shall hold office until their successors shall have been elected and qualified.

(b) At any meeting, the Credentials and Election Committee shall determine the manner in which votes are to be cast and counted.

At any meeting, ballots shall not be necessary in the event the number of persons nominated for directors does not exceed the number of directors to be elected, but in such case if there be no objections, the directors may be elected in any other proper manner. Drawing by lot shall resolve, where necessary, any tie votes. If an election of directors shall not be held on the day designated for the annual meeting, a special meeting of the members may be held for the purpose of electing directors within a reasonable time thereafter.

(c) No person or non-natural person as described in subsection (e) of this section shall be eligible to become or remain a director or to hold any position of trust in the Cooperative who is not an active member in good standing of the Cooperative, has not been a bona fide resident of the county from which they are to be elected for six months immediately preceding the nomination to directorship, or who is in any way employed by or financially interested in a competing enterprise.

(d) No person shall be eligible to become or remain a director who has been finally convicted of a felony or misdemeanor involving moral turpitude.

(e) In order to be eligible to become or remain a director of the Cooperative, a

person must be a member of the Cooperative and receiving service therefrom, and not be a close relative as defined in Section 4.08 of an incumbent director, or the director being replaced. However, the operating or chief executive officer of any member which is not a natural person, such as a corporation, church, etc., or its designee, shall, notwithstanding that they do not receive service from the Cooperative, be eligible to become a director, from the county in which such member is located, if they be so designated.

(1) Is in substantial permanent occupancy, direction or use of the premises served by the Cooperative, and

(2) Is a permanent resident within the county where such member is served by the Cooperative; provided further, that no more than one (1) such person may serve on the Board of Directors at the same time.

(f) No person shall be eligible to become or remain a director of, or to hold any other position of trust in the Cooperative, unless such person has the legal capacity to enter into a binding contract.

(g) No employee of the Cooperative shall be eligible to become or remain a director of the Cooperative.

(h) Upon establishment of the fact that a nominee for director lacks eligibility under this Section or as may be provided elsewhere in these bylaws, it shall be the duty of the chair presiding at the meeting at which such nominee would be otherwise voted upon to disqualify such nominee. Upon the establishment of the fact that any person being considered for, or already holding, a directorship or other position of trust in the Cooperative lacks eligibility under this Section, it shall be the duty of the Board of Directors to withhold such position from such person, or to cause them to be removed therefrom, as the case may be.

(i) Nothing in this section contained shall, or shall be construed to, affect in any manner whatsoever, the validity of any action taken at any meeting of the Board of Directors, unless such action is taken with respect to a matter which is affected by the provisions of this section and in which one or more of the directors have an intent adverse to that

of the Cooperative.

Section 4.04: Committee on Nominations, Credentials and Elections

(a) Committee on Nominations. It shall be the duty of the Board of Directors to appoint, at its regular August meeting of each year, a committee on nominations consisting of not less than five (5) nor more than eleven (11) members who shall be selected so as to ensure equitable geographic representation. No existing Cooperative employee, agent, officer, director or unknown candidate for director, may serve on such committee. The committee shall receive and consider nominees submitted by the members of the Cooperative. The submission should include the member's name, address, account number and contact information and be mailed to the Committee on Nominations, P.O. Box 60, Taylorsville, MS 39168. Nominations must be received by August 10, 2017. The committee shall meet at a time and place set by the Board of Directors. The committee shall prepare and post at the principal office of the Cooperative within fifteen (15) days after the date of their appointment a list of nominations for directors. The Secretary shall mail with the notice of the membership meeting a statement of the number of directors to be elected and showing separately those candidates nominated by the Committee on Nominations and those candidates nominated by petitions, which have been received on, or prior to the second Thursday of September of the year of such meeting. Any fifty (50) members acting together may make nominations by petition and the Secretary shall post such nominations at the same place where the list of nominations by the committee is posted. Any petition or nomination shall be submitted on a form designated and provided by the Cooperative. Each member signing such petition shall place thereon the date of signing, address and account number of the member. At the membership meeting, the Chairman shall call for additional nominations from the floor. No member may nominate more than one candidate.