

NOTICE OF ANNUAL MEETING

The Annual Meeting of the Members of the Southwest Tennessee Electric Membership Corporation will be held at the College Hill Auditorium on Grand Street, Brownsville, Tennessee, on Friday, August 9th, 1991, beginning at 6:00 P.M., to take action upon the following matters.

1. The report of officers, directors, and committees.
2. The election of four (4) directors of the Cooperative.
3. Any and all other business which may properly come before the meeting or any adjournments or adjournments thereof.

The following members have been nominated for Directors by the Committee of Nominations appointed by the Board of Directors of the Cooperative pursuant to the Bylaws.

DISTRICT NO. 1 - composed of Tipton County, Lauderdale County, Fayette County and those portions of Haywood County and Hardeman County which are south or west of the Hatchie River.

Position 1 - Robert M. Turner, 2125 Bride Rd., Covington, TN 38019
Position 1 - Austin Winn, Route 2, Henning, TN 38041

Position 5 - Charles G. Fisher, 341 Old Hwy. 51 North, Covington, TN 38019
Position 5 - Henry S. Vaughan 2803 Bride Road, Covington, TN 38019
Position 5 - Roy A. Warmath, 8054 Hwy. 59 W., Burlison, TN 38015

BY PETITION

Position 5 - Douglas (Doug) Walker, 1345 North Main, Atoka, TN 38004

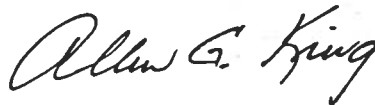
DISTRICT NO. 2 - composed of Madison County, Chester County, Henderson County, Crockett County and those portions of Haywood County and Hardeman County which are north or east of the Hatchie River.

Position 3 - W. David Pope, Jr., Route 1, Mercer, TN 38392
Position 3 - Bobby J. Wages, 652 Shady Grove Rd., Denmark, TN 38391

Position 4 - Audrey Blue, 6905 Tibbs Rd., Brownsville, TN 38012
Position 4 - James W. Johnson, 200 Denmark-Leighton Rd., Denmark, TN 38391

Please review the candidates' resumes and cast your vote on the enclosed ballot. An interesting program has been arranged for your entertainment at this year's annual meeting.

This the 19th day of July, 1991.



ALLEN G. KING, SECRETARY-TREASURER OF
SOUTHWEST TENNESSEE ELECTRIC MEMBERSHIP
CORPORATION

SOUTHWEST'S 54TH ANNUAL MEETING

Friday Night - August 9 - College Hill Auditorium

PROGRAM

6:00 P.M. - Member's Registration For Door Prize Drawing

6:30 to 7:45 P.M. - Entertainment:

The Memphis Kings

Gospel Starlights

7:45 to 8:15 P.M. - Business Meeting

8:15 to 8:45 P.M. - Drawing for Door Prizes

**VOTE BY MAIL, USE THE CONVENIENT POSTAGE PAID ENVELOPE
NOTE! BALLOT MUST BE RECEIVED BY MONDAY, AUGUST 5, 1991.**

DIRECTOR ROBERT M. TURNER has been on the board since 1958 and has served as president of the board. He is a native of Tipton County, farms and raises Angus cattle. He has been active in the Exchange and Lions Clubs and has coached and called Little League and older group baseball. He was employed at the Tipton County Bank for thirty years and supported 4-H and FFA club projects and activities. He is an active member of the Covington Associate Reformed Presbyterian Church, the Tipton County Livestock Association and the Angus Association.

Mr. Turner is married, has two children, two step-children and five grandchildren, which he and his wife, Norma, enjoy spending time with. (Address: 2125 Bride Road, Covington, TN 38019)

NOMINEE AUSTIN WINN was born in Memphis but moved to Lauderdale County at the age of four. He has been a member of Southwest since 1948. During WWII, he served as a B29 pilot in the Air Force and still enjoys flying his own plane. Mr. Winn retired from the Henning Post Office in 1988. He continues to work part-time on his farm and is a member of the Farm Bureau. He is a member of the Faith United Methodist Church near Cherry.

Mr. Winn is married with four children. His wife, the former Oletta Simpson, also retired from the Henning Post Office. They have one son who works the family farm and another son who is in the printing business. They also have two daughters, one works for the Department of Human Services and the other is in the stain glass business in Florida. (Address: Rt. 2, Henning, TN 38041)

DISTRICT NO. 1 POSITION 5 (NEW POSITION)

NOMINEE CHARLES G. FISHER is a native of Tipton County and has been a member of Southwest since 1978. Mr. Fisher graduated Magna Cum Laude from UT at Knoxville with a B. S. Degree in Agriculture. He served over three years in the Air Force during WWII as a meteorology instructor. Mr. Fisher has owned and operated his own business for over thirty years and retired from the Ripley Auto Supply in 1980. While in Ripley, he was a member of the American Legion and served as President of both the Exchange Club and Chamber of Commerce. He was a member of the Methodist church where he taught the Men's Bible Class for 15 years, served as President of the Methodist's Men's Club and on the Official Board as Chairman of the Finance Committee. He served two terms on the Ripley Board of Alderman and was the board's representative to the Ripley Power and Light Company. He's a member of the First Methodist Church in Covington and American Legion Post 67 in Tipton County. He has served one term as President of the Tipton County Taxpayer's Association.

Mr. Fisher is married to the former Bess Robbins of Knoxville. They have two children and four grandchildren, all residents of Tipton County. (Address: 341 Old Hwy. 51 North, Covington, TN 38019)

NOMINEE HENRY S. VAUGHAN is a native of Tipton County and has been a member of Southwest since 1964. Mr. Vaughan is a WWII veteran and served in the European campaign. In 1946, he was elected as Tipton County Court Clerk where he served until 1962. From 1962 to 1986, he served as County Judge. Mr. Vaughan is retired and lives on his farm where he operates a small herd of commercial cows. Mr. Vaughan is a member of the American Legion, Masonic Lodge, Lions Club and has served as a director of the Tipton County Bank since 1954. He is a member of the First Baptist Church in Covington.

Mr. Vaughan is a widower and has one daughter and two grandchildren. His daughter is director of Tipton County's Human Services Department. (Address: 2803 Bride Road, Covington, TN 38019)

NOMINEE ROY A. WARMATH was born in Memphis and later moved to Tipton County. He has been a member of Southwest since 1982. He served as postmaster at the Burlison Post Office until his retirement in 1987. Mr. Warmath works part-time as coordinator for the Tipton County 911-Board. He attends Smyrna Baptist Church where he serves as a deacon and music director.

Mr. Warmath is married and has four children. His wife, Virginia, works for the Tipton County Trustee's office. One son lives in Tipton County and works for an hydraulic's company. One daughter is a teacher in Shelby County, another daughter also lives in Shelby County and one is a nurse in Bradenton, Florida. (Address: 8054 Hwy. 59W, Burlison, TN 38015)

BY PETITION

NOMINEE DOUGLAS (DOUG) WALKER was born and reared in the Atoka area of Tipton County and has been an active member of Southwest since 1961. He attended North Mississippi Junior College and the University of Mississippi at Oxford. The WWII veteran owns and operates the Atoka Fertilizer Company, the Munford Gin Company and has other farming interest in Tipton County. He is a member of the Tennessee Ginners Association, on the board of the Southern Cotton Ginners Association and a member of the National Cotton Ginners Association. He's served as president of each of these organizations and now serves as a delegate to the national organization.

Mr. Walker is married to the former Gladys Millican, who is also a native of Tipton County and serves as treasurer-bookkeeper for her husband's companies. They have three children and six grandchildren. (Address: 1345 N. Main, Atoka, TN 38004)

DIRECTOR W. DAVID POPE, JR. has served on the board of directors since 1973 and serves on the Voucher Committee. He is a native of Madison County and lives in the Mercer Community. The WWII veteran is a dairy farmer and has several acres of row crops. Mr. Pope is a member, elder and Sunday school superintendent of the Mercer Cumberland Presbyterian Church. He is a member of the Farm Bureau, a past board member of the Madison County Farmers Co-op and served on the Nominating Committee of the Federal Land Bank Association. The Popes are affiliated with M.A.R.S. (Military Affiliate Radio System), part of the U.S. Army Communications Service, which is a short wave radio using the military frequency. During the Persian Gulf conflict, the Popes helped pass over 140,000 M.A.R.S. messages to the troops in the Gulf and their families back in the states, all free.

Mr. Pope is married and has two children, seven grandsons and one great-granddaughter. His wife, Betty, is a homemaker. (Address: Rt. 1, Mercer, TN 38392)

NOMINEE BOBBY J. WAGES has been a member of Southwest since 1979. Mr. Wages, born and raised in Memphis, owns and operates a farm, farm equipment sales company and an excavation company. He is a member of the American Agricultural Movement, Farm Bureau, and ASCS Committees. He attends Maple Springs Baptist Church.

Mr. Wages is married with two children. His wife, Roxanne, is employed by the ASCS office in Madison County. They have a son age 12 and a daughter age 8. (Address: 652 Shady Grove, Denmark, TN 38391)

DISTRICT NO. 2 POSITION 4

DIRECTOR AUDREY MUEX BLUE has served on the board of directors since November, 1990. Ms. Blue was appointed to fill the unexpired term of her late husband, Elgia C. Blue. Ms. Blue has been teaching for the past 26 years and is a 6th grade teacher at Sunny Hill Middle School in Brownsville. She is a general farmer and horse owner. She is a licensed cosmetologist and owns a shop in Ripley, TN. She is a member of the Haywood County Education Association, Tennessee Education Association and the National Education Association. She is an usher and teacher in the Hickory Grove Baptist Church.

Ms. Blue is a widow and has two daughters. One is 17 years old and a senior in high school, one is 9 years old and in the 5th grade. (Address: 6905 Tibbs Road, Brownsville, TN 38012)

NOMINEE JAMES W. JOHNSON is a native of Madison County and has been a member of Southwest since 1982. He has a degree from Lambuth College in Jackson and is the manager of the WalMart store in Brownsville. Mr. Johnson lives on a small farm in the Denmark community and attends Denmark Baptist Church where he serves as a deacon. He also belongs to the Masonic Lodge #72 in Jackson. He has received several awards from the WalMart Company, including a community involvement award for securing the most matching funds from local organizations.

Mr. Johnson is married and has two children ages 11 and 2. His wife, the former Patricia Falls, is employed by the Jackson Utility Division. (Address: 200 Denmark-Leighton Road, Denmark, TN 38391)



It's Annual Meeting Time

All members are urged to attend the Annual Meeting.

DOOR PRIZES

4 - 13" TV's with Remote Control
50 Small Electrical Appliances

Plan Now To Attend
Enjoy Hot Dogs, Cokes and Pecan Pies
25 cents each