

NOTICE OF ANNUAL MEETING

The Annual Meeting of the Members of Southwest Tennessee Electric Membership Corporation will be held Friday, August 12, 1994. Member registration begins at 6 p.m., at College Hill Auditorium, Grand Avenue, Brownsville, TN. Order of business at the annual meeting shall be as follows:

1. Call of the roll, report of officers, directors and committees.
2. Election results for 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 Director positions by the Committee on Nominations appointed by the Board of Directors of the Cooperative pursuant to the Bylaws, Section 4.01. Resumes of all nominees are listed on the back of this notice.

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 Road, Covington, TN 38019
Dennis R. Bennett, 2646 Indian Creek Road, Brighton, TN 38011

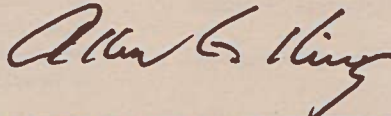
POSITION 5 - Douglas "Doug" Walker, 890 N. Main, P.O. Box 100, Atoka, TN 38004
Mary C. Prester, 43 Meade Lake Road, P.O. 92, Atoka, TN 38004

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., 613 Estonallie Road, Mercer, TN 38392
Jimmie Tyson, 315 Providence Road, Denmark, TN 38391

POSITION 4 - Audrey M. Blue, 6905 Tibbs Road, Brownsville, TN 38012
L. V. Hill, 2457 Pepper Lane, Brownsville, TN 38012

This the 22nd day of July, 1994.



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

SOUTHWEST'S 57TH ANNUAL MEETING

Friday Night - August 12 - College Hill Auditorium

PROGRAM

6:00 P.M. - Member's Registration
7:00 to 7:15 P.M. - Business Meeting
7:15 to 8:45 P.M. - Entertainment by the
Delacardos and Kim Edmonds Magic Act
8:45 P.M. - Drawing for Door Prizes

NOTE! BALLOT MUST BE RECEIVED BY NOON, TUESDAY, AUGUST 9, 1994

**A MEMBER MAY VOTE ONLY ONE BALLOT, REGARDLESS OF THE NUMBER RECEIVED.
VOTE BY MAIL, USE THE CONVENIENT POSTAGE PAID ENVELOPE**

RESUMES OF NOMINEES

DISTRICT NO. 1 POSITION 1

INCUMBENT DIRECTOR ROBERT M. TURNER has had the privilege to serve on the board since 1958, presently in the capacity of president. He attends all meetings and is diligent in keeping current of programs, regulations or requirements as they occur in an effort to better serve the customers of Southwest.

He and his wife, Norma, raise angus cows and farm for their occupation. Robert was in banking for 30 years where he concentrated primarily on rural loans and needs which included working with FFA and 4-H projects. He has coached baseball, officiated football and is past president of the local Chamber of Commerce.

He is an elder in the Covington ARP Church where they attend and are active. He and Norma have four children and five wonderful grandchildren. (Address: 2125 Bride Road, Covington, TN 38019)

DISTRICT NO. 1 POSITION 5

INCUMBENT DOUGLAS (DOUG) WALKER has been a member of Southwest since 1961 and on the Board of Directors since 1991. He was born and still lives in Atoka, Tipton County, Tennessee. He attended East Mississippi Junior College and the University of Mississippi at Oxford. The Korean War veteran owns and operates Atoka Fertilizer Company, the Munford Gin Company and has other farming interests in Tipton County. He is a member of the Tennessee Ginners Association; President 1980-1981, on the board of the Southern Cotton Ginners Association; President 1980-1981, a member of the National Cotton Ginners Association; President 1985-1986 and served as a Delegate to the National Cotton Council of America from 1976-1984.

Mr. Walker is married to the former Gladys Millican, who is also a native of Tipton County and serves as treasurer and bookkeeper for her husband's businesses. They have three children, Amy Griffin, Stephanie Bohman and Barry Walker and six grandchildren. (Address: 890 N. Main, Atoka, TN 38004)

DISTRICT NO. 2 POSITION 3

INCUMBENT 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 with his wife Elisabeth on his farm near Mercer. He formerly owned and operated Hill Top Dairy but now raises beef cattle and cotton. 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 World War II veteran is 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. He voluntarily transmits messages between U.S. troops and their families, both stateside and overseas and also in case of emergency situations.

Mr. Pope has two children, seven grandsons and two great granddaughters. (Address: 613 Estonallie Road, Mercer, TN 38392)

DISTRICT NO. 2 POSITION 4

INCUMBENT DIRECTOR AUDREY MUEX BLUE has served on the board of directors since November, 1990. Ms. Blue has been teaching for the past 29 years in the Haywood County School System. She is presently a 7th grade teacher at Haywood Jr. High School. She is also a licensed cosmetologist. She is a member of the Haywood County Education Association, Tennessee Education Association, the National Education Association and is a member of the Haywood County Democratic Women. She holds a life membership in the NAACP. She is an usher, a Sunday school teacher and scholarship chairperson in the Hickory Grove Baptist Church.

Ms. Blue is the widow of the late Board Member, Elgia C. Blue. Her daughter Bonita, 20 years old, is a junior at TSU in Nashville. Her daughter Jocelyn is an 8th grader at Haywood Jr. High. (Address: 6905 Tibbs Road, Brownsville, TN 38012)

NOMINEE DENNIS R. BENNETT has been a member of Southwest since 1983. He was born and raised in Tipton County and has been doing farm work since he was 16 years old. He has been married for 10 years and his wife, Susie, is a homemaker. They have three children, Courtney, Rachel and Van. He has lived in the Brighton community for four years. (2646 Indian Creek Road, Brighton, TN 38011.)

NOMINEE MARY C. PRESTER is a native of Elizabeth, New Jersey and has lived in Atoka since 1966. She is a retired certified Registered Nurse Anesthetist, having worked in West Tennessee. She is on the Board of the Tipton County Clean Community System.

Mrs. Prester is the widow of Charles P. Prester. She has two daughters, two sons and six grandchildren. She is a communicant of the St. William Catholic Church in Millington. She is an active volunteer with the Catholic Charities of the Diocese of Memphis. (Address: 43 Meade Lake Road, P.O. Box 92, Atoka, TN 38004)

NOMINEE JIMMIE TYSON is actively engaged in cotton, soybeans, corn and cattle production. He is a native of Madison County and holds an agricultural degree from the University of Tennessee, Martin. Mr. Tyson is a member of the Madison County Farm Bureau, Madison County Livestock Association, Madison County Soybean Association and Brownsville Feeder Calf Association. He is presently serving as a director of the Madison County Farmers Cooperative and as a member of the Advisory Board of Farm Credit Services, Lexington, Tennessee District. He is an elder at the First Presbyterian Church of Brownsville and teaches the John T. Gray Mens Bible Class.

Mr. Tyson is married and his wife, Marjorie, is a teacher with the Haywood County School System. They have two children. Their son, Jim, farms with his father and their daughter, Elizabeth Callicott, is Business Manager for U.S. Publications, Inc. of Memphis. (Address: 315 Providence Rd., Denmark, TN 38391)

NOMINEE L.V. HILL is a native of Haywood County. He attended Lane College in Jackson, Tennessee and TSU in Nashville, majoring in science and agriculture. He has always been an active member of Southwest. He is a retired farmer, school teacher, and an insurance agent for Golden Circle, Inc. He also worked with World War II Veterans Program. He is presently employed part time by Rawl Burial Association. He is a member of the Masonic Lodge No. 52 (Winfield). He has been a member of Woodlawn Church and a deacon for 45 years.

Mr. Hill was married to the late Earline Lake Hill, a retired school teacher. He has a daughter, Doris Hill Graves, a postal worker and two sons, Edward and Lawrence Hill, Jr., both truck drivers. (Address: 2457 Pepper Lane, Brownsville, TN 38012)

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