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A MESSAGE FROM OUR CEO

Dear Cooperative Members,

2019 was a year of major milestones for Sam Houston Electric Cooperative. First, we celebrated our 80th year of lighting up East Texas. From a handful of members way back in 1939, to serving more than 76,000 locations in 2019, what was once a little co-op in the heart of the Piney Woods has grown into one of the nation's leading electric cooperatives.

And the crowning achievement of our 80th year was receiving an American Customer Satisfaction Index score of 90 from our members, placing Sam Houston EC in elite company among a very small group of electric utilities with an ACSI score of 90 and above. It also reminds us that we are here to serve you, the consumer-members of Sam Houston Electric Cooperative.

Looking back on my first year as CEO, I have been extremely impressed with the highly skilled employees of your Cooperative. Their expertise and dedication to serving are recognized and admired throughout the electric cooperative industry. That's not to suggest we're satisfied. There's more to be done. I'd like to share with you some highlights from where we've been in 2019, as well as where we're headed.

We know that reliable power is important to everyone. Strategic efforts by our engineering department and our employee-led reliability team are producing excellent results, as power interruptions have been reduced across our entire system. New technologies are helping us rapidly locate causes of power outages. In many cases, we can even anticipate trouble in advance, avoiding outages altogether.

Trees and wildlife are two aspects of life in East Texas that we love. By installing wildlife protection devices, and by keeping our rights-of-way clear of overhanging limbs and dead trees, we've greatly decreased power outages.

Power costs in 2019 were some of the lowest we've seen in a decade. And because Sam Houston EC is a not-for-profit cooperative, those low costs were passed along on your monthly electricity bills.

Members also received their portion of \$4 million in capital credits on September bills. And in December, Co-op members received a total of \$5 million in energy credits. Your Cooperative is financially sound.

While we can't say for certain what power costs will do in coming years, we are already looking many years into the future and creating a strategy to deliver safe, reliable, cost-effective power for the next generation of Co-op members.

Sam Houston Electric Cooperative belongs to the communities we serve and is led by members like you. We live here. This is home.

As we begin our ninth decade of service, we are thankful for you, the members who are Sam Houston Electric Cooperative, and we remain committed to serving you with continued excellence.

Sincerely,

Doug Turk, P.E. General Manager & CEO

COOPERATIVE LEADERS

The board of directors continues to provide policy development, oversight and management across one of the largest electric cooperatives in Texas and the country as we mark 80 years of service. Made up of engaged Cooperative members, the board is keenly aware of what is important to our consumer-members because they are members too. To ensure equal representation for each of our more than 55,000 members, our service area is divided into five districts. Mr. Robert Boyd, Board President, represents the smallest of the five districts, ensuring every member's concern is represented.



Director Districts

DISTRICT 1 Angelina, Polk and Trinity Counties

DISTRICT 2 San Jacinto County

DISTRICT 3 Tyler and Jasper Counties

DISTRICT 4 Hardin and Liberty Counties

DISTRICT 5 Montgomery and Walker Counties



Don Boyett DISTRICT 1



Mike Oldner DISTRICT 1



Milton Purvis DISTRICT 1





Chuck Turner DISTRICT 4

Robert C. Boyd

Katherine Hardin

DISTRICT 3

DISTRICT 4



Casey Evans Davis DISTRICT 1



W.E. "Ernie" Miles DISTRICT 5



James Elmore DISTRICT 2



Jim Seale DISTRICT 5



Gary Jenke DISTRICT 2

CO-OP BY THE NUMBERS

Electric cooperatives are leaders, delivering power and light to 42 million consumers in 47 states — more than 75 percent of the nation's landmass.

160

employees

1 employee per 476 meters. Lean and efficient.

12,000

hours of training

Your Co-op employees are among the best-trained and highest-performing in the industry.

76,362

total meters

The total number of active meters increased by 1,393 in 2019. Montgomery County recorded the biggest increase in total number of meters (432) and percentage increase (3.6) in 2019. Liberty was just behind with a 3% growth, adding 313 meters.

6,348

miles of line

That's farther than the distance from Houston to Athens, Greece!



12

per mile of line

Electric cooperatives must meet the challenge of providing reliable, affordable, safe electricity in mostly rural areas. That means we must operate efficiently and cost effectively. We do that with industry-leading technology and an outstanding workforce.



171,973

poles

1,300 miles long, laid end-to-end.

That's the distance from Houston to Detroit!

\$4.82

average cost per day

A day's worth of electricity for about the cost of a hamburger.

34,000

active users of mySamHouston portal and 12,000 app users

139

consumer-owned solar interconnections

55,791

co-op members across 10 counties

1,439,902,097

kilowatt-hours used by Sam Houston EC members in 2019

Electric Meters

- 0
- **92%** HOMES
- 8% SMALL BUSINESSES, LARGE BUSINESSES, INDUSTRY, CHURCHES, FARMS, RANCHES, SCHOOLS

Where Dollars Go

- **59%** POWER COST
- 11% OPERATIONS/ MAINTENANCE
- 16% DEPRECIATION, TAXES & INTEREST

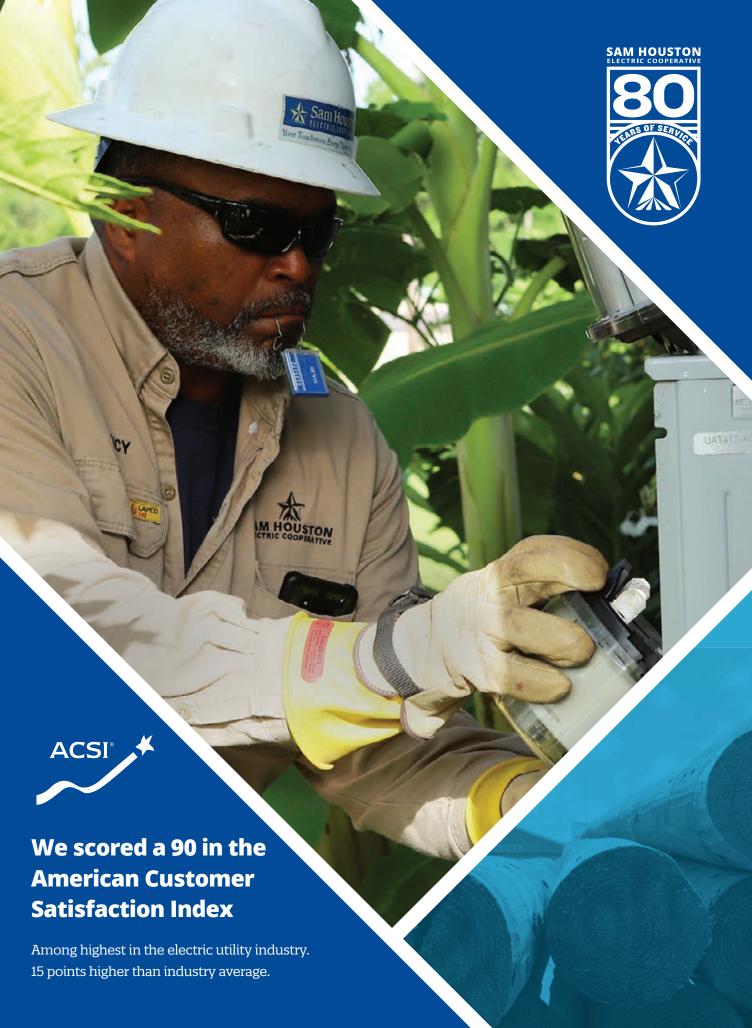


- 8% MEMBER SERVICES
 AND ADMINISTRATION
- 6% MARGIN

Meters Per County

ANGELINA		
1,643		
HARDIN		
3,323		
JASPER		
42		
LIBERTY		
	10,583	
MONTGOMERY		
	12,437	
POLK		
		23,172
SAN JACINTO		
	13,369	
TRINITY		
2,007		
TYLER		
6,023		
WALKER		
0.455		

3,477



HIGHLIGHTS FROM 2019



80th Anniversary

2019 marked the major milestone of Sam Houston Electric Cooperative lighting up East Texas for 80 years. The little rural co-op in the Piney Woods that started with just a handful of founding members in 1939 has grown to serve more than 76,000 locations across 10 counties.



Industry Leader

In our 80th year, you helped us reach another milestone. With an American Customer Satisfaction score of 90, Sam Houston Electric Cooperative ranked among the very highest in the utility industry. That's 15 points higher than the national average. Thank you for helping make your Cooperative one of the best in the United States!



Great Value

2019 brought some of the lowest power costs in the past decade to Sam Houston EC consumer-members. Our goal is to provide safe, reliable service and great value. Your Cooperative is financially sound and is well-positioned to continue that excellence for generations to come.



New CEO

Sam Houston EC welcomed new CEO Doug Turk in 2019 as well. Turk is a lifelong resident of East Texas. He has an electrical engineering degree from Texas A&M University and has served in the electric cooperative industry for close to two decades. Since our 80th year was also a year of significant growth, Turk has focused on providing and maintaining overall service excellence for our growing Co-op membership.



Going Mobile

The mySamHouston online portal is now being used by 33,000 Co-op members. And the mySamHouston mobile app has more than 12,000 active users. View and pay your electric bill. Track energy consumption by the month, week, day, or even by the hour! Report outages and view the restoration progress as well. Your life is busy. Let us make things a little easier. Go online at SamHouston.net or download the mySamHouston app today!



FLISR

FLISR (Fault Location, Isolation, and Service Restoration) uses devices to monitor the substations, wires and other parts of the Co-op's distribution system. When a tree limb falls on a powerline, the devices react automatically to reduce the number of members affected by the outage, by changing the direction power is delivered. They isolate the problem to as few members as possible.

"One of the largest improvements in reliability is the FLISR program we implemented in 2019," said Brown. "It allows us to automatically try to restore power and isolate an outage down to a smaller location."

The Co-op's 24-hour system operators and engineers supervise the FLISR.

"If there is a fault that causes our members to lose power, this system will swap the area to be supplied by another substation," said Engineer Joel Colston, P.E. "The system does it all in less than a minute with no human intervention. It's all automated."

Distribution Fault Anticipation

Our members may have seen in the news the Distribution Fault Anticipation (DFA) technology created by Texas A&M University. Sam Houston EC is proud to have helped test DFA technology with the University.

"This system can identify a consistent problem by evaluating the flow of the electricity down the power lines," Colston said. "It often notifies us of the problem before we have an outage, or provides an idea of what we need to look for to solve the problem before it impacts our members." Data from the DFA system has been tested on roughly 10 percent of the system, and can also help locate problems.

"The DFA system gives us information to target the location of the problem and try to fix it before it fails and causes an outage," Brown said. "We're considering expanding DFA across the system, but we're first evaluating it to ensure our members are receiving enough benefit to justify the cost of fully deploying DFA throughout the system."

Fault Indicators

Members may have noticed new additions along Co-op lines. Small clamp devices called "fault indicators" have been installed in strategic locations. They flash when the flow of electricity is interrupted, indicating whether the fault causing the outage is upstream or downstream of the device.

"The fault indicators are a big help," Brown said. "The line technicians say they cut the amount of time it takes to locate a problem on a line."

Most fault indicators are stand-alone devices, but a few can report back to the system operators at the Co-op's main office, which enables them to better direct crews to the correct location and restore power quickly to our consumer-members.

"One of our longest circuits has rough, river-bottom terrain, and we're putting fault indicators across this distribution line," Brown said. "We are using them to monitor the flow of electricity, so now when this circuit goes out, we have better understanding into what is going on before the line technicians are onsite. This saves time, because if we know this fault is at Pole A instead of Pole B, for example, it can save a substantial amount of driving time."



COMMUNITY BY THE NUMBERS

\$12,000

for Operatio n Round Up

More than \$12,000 awarded since 2016, including \$3,500 awarded in 2019

The Cooperative donated to local youth groups, volunteer fire departments, and other community organizations.

\$455,000

for Helping Hands

More than \$455,000 awarded since the program's inception

90 pints of blood

Sam Houston EC hosts four blood drives each year. Employees donated 90 pints of blood. Each pint can save up to three lives.

\$80,000 in scholarships

30 scholarships totaling

6,000

food items donated

Sam Houston EC donated more than 6,000 foocitems to fight hunger in our communities.

Concern for the communities we serve is woven into the fabric of Sam Houston Electric Cooperative because our employees live in the communities we serve. Our employees often volunteer in their communities because they feel helping is natural and the right thing to do. One very unique Co-op employee provides tremendous inspiration to his co-workers and our members. You can't miss Ronnie Hindsman, utility inspector, if you see him. Hindsman's distinctive look isn't a fashion statement, though Realtree camouflage is commonly worn throughout East Texas.

Hindsman dons two camouflaged prosthetic arms resulting from an electrical accident he suffered 15 years ago, a mishap while working on power lines. The accident and multiple surgeries afterward resulted in Hindsman losing more than 90 percent of his arms.

True to his East Texas upbringing and independence, Hindsman didn't let the loss of his arms render him unproductive in life. Hindsman can do everything today that he could before his accident, except for a few tasks. Hindsman says his wife won't let him do laundry or use the microwave because she is afraid his metal hooks will scratch her machines. The only other daily task Hindsman can't accomplish without assistance is to shave his face. A friend shaves Hindsman leaving a distinct grayish-white mustache.

Hindsman travels across the country and shares his experiences as a cautionary tale, but also as an example of how a setback does not have to keep someone from living an independent life. Hindsman still hunts, drives, dresses himself and even took up bowling a few years ago.

Hindsman does not charge to speak at events, but he does allow people or organizations to make a donation to support a scholarship in his honor for future line technicians at Lamar Institute of Technology in Beaumont.

This school year, one student is using the scholarship. In other years, as many as three or four recipients have used it, according to Hindsman.

In 2019 he hosted an inaugural bowling tournament to raise money for Enhancing Skills for Life. The charity financially assists people like Hindsman to attend the Skills for Life: Bilateral Upper Limb Loss Workshop, held every three years. The next workshop will be held in 2021.

Hindsman raised \$10,000 in 2019 and \$12,000 earlier this year for the charity. Shawn Swanson Johnson, Enhancing Skills for Life founder and president, said Hindsman's donation will enable 15 to 20 more participants and caretakers to attend the 2021 workshop that will be held in Houston.

"I know it costs money to attend," Hindsman said. "Some people come from other countries and that is expensive. A lot of times a caretaker also travels to help and that means two plane tickets and two rooms, not just one."

Johnson added, "This is the first time anyone has offered to do a fundraiser for the foundation. Companies make donations, but this was the first time an individual has done a fundraiser. It shows what everyone thinks of Ronnie in his community, and the great support he has from them."

AFFORDABILITY

Since Sam Houston EC is led by consumers like you, we understand that affordability is vital for you and your family.

Sam Houston EC Cooperative experienced reduced power costs in 2019, and since we are a not-for-profit entity, we passed our savings right on to you. In fact, costs were the lowest in nearly a decade.

Sam Houston EC does not generate its own power, but purchases power from East Texas Electric Cooperative, a generation and transmission cooperative, headquartered in Nacogdoches, Texas. Sam Houston EC helps guide ETEC to make good decisions that will result in lower costs while providing a reliable supply of electricity for our members.

When setting the monthly price per kilowatt-hour, the Co-op must predict in advance what wholesale costs will be. At the end of this year, actual costs were less than predicted costs, which resulted in a substantial credit on members' December electric bills. The average member received a \$60 credit on their December bill, totaling almost \$5 million.

Capital Credits

In addition to the low costs, the Cooperative distributed \$4 million in capital credits to members on their September electric bills.

As a not-for-profit electric cooperative, when annual revenues are greater than operating costs, the surplus is assigned back to our consumer-members as capital credits. Capital credits are then used to build and upgrade our power distribution system. When the Cooperative's financial condition allows, a portion of each member's capital credits are paid as a credit on September electric bills.

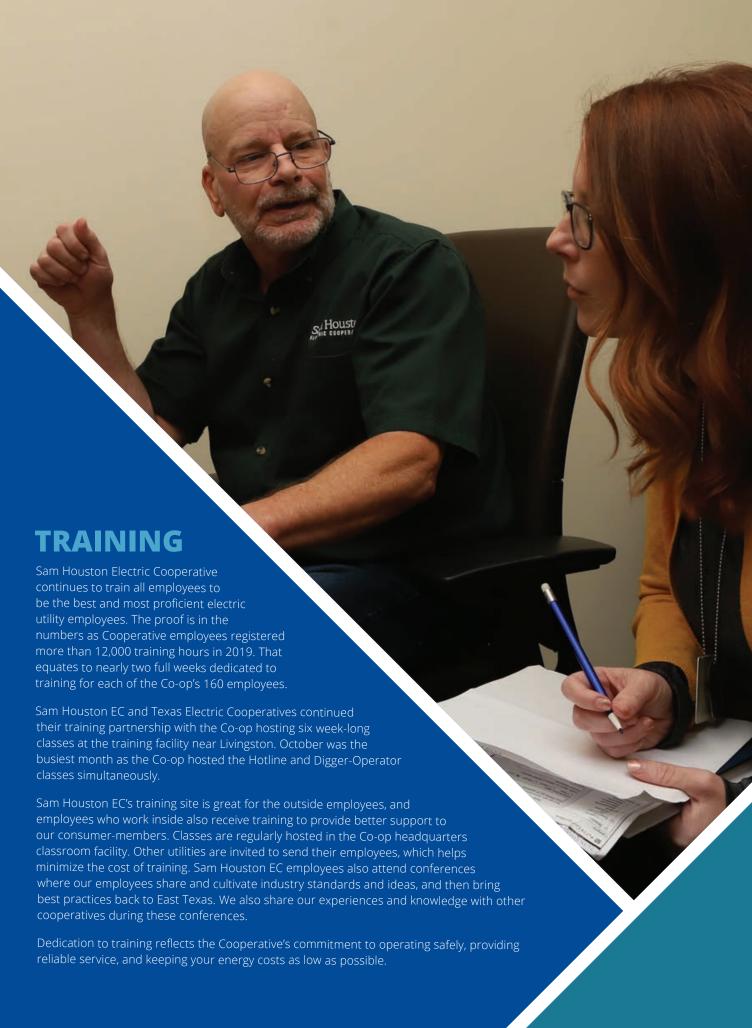
If you take a look around the system, you will see capital credits at work in the poles, power lines and transformers that provide safe, reliable and cost-effective electricity to our members.

Over the years, Sam Houston EC has distributed more than \$50 million in capital credits.

Unlike investor-owned utilities that pay out dividends to shareholders, Sam Houston EC returns unused capital to our members who use the electricity. We work hard to find the best deals on electricity and operate as efficiently as possible to save our members money. That's what being a not-for-profit cooperative is all about.

Brown said, "We're considering expanding DFA across the system, but we're first evaluating it to ensure our members are receiving enough benefit to justify the cost of fully deploying DFA throughout the system."





RENEWABLES

When Sam Houston Electric Cooperative members walk into their homes, they expect the lights to turn on immediately. But do you know where this electricity comes from?

Sam Houston Electric Cooperative partners with nine other cooperatives to form East Texas Electric Cooperative. ETEC is a cooperative just like Sam Houston EC.

ETEC's member cooperatives work together to build electricity generating facilities like the R.C. Thomas Hydroelectric Project at Lake Livingston, as well as purchase power on the open market. By buying electricity together, the member cooperatives receive better prices on the electricity, just like you when you buy grocery items in bulk.

In 2019, the Cooperative reduced the amount of coalgenerated electricity by a third, relying instead upon increasing natural gas and renewable energy sources such as hydropower and wind-generated electricity.

The Cooperative also supports our consumer-members who choose to install solar panels on their homes or businesses. In fact, more than 130 members have installed solar panels.

"We want our members who consider purchasing solar panels to do so with a clear understanding of the true expectations for solar systems," said Engineer Kabe Murphy. "Members can call the Cooperative for detailed information about solar. Whether they choose to install solar panels or not, the Cooperative will support our members' choices."

SAFETY

Safety is always a top priority at Sam Houston Electric Cooperative. Everyone—from the executive level to newly hired employees—has the goal of all employees returning safely home to their families at the end of each day.

Sam Houston EC continues to see positive results from the S.T.A.R. (Stop. Think. Awareness. Responsibility.) Safety Program that was implemented five years ago.

For instance, Continuous Improvement Team 7 was formed in 2019 and focused on driving safety. The most notable and recognizable part of the driving safety program is the use of orange cones when employees park. They also complete a full walk-around of vehicles after parking and before starting a vehicle. For improved vision and safety, vehicles are backed into parking spots whenever possible.

While the program is mandatory for Co-op employees using a company vehicle or their personal vehicle for work purposes, employees continue using safe driving practices during their personal lives. Mission accomplished!

Financials

Consolidated Balance Sheets

December 31, 2019 and 2018

Assets	2019	2018
Utility Plant:		
Electric plant in service	\$ 524 556 265	\$ 496 438 005
Construction in progress	13 856 091	19 288 539
	538 412 356	515 726 544
Less: accumulated depreciation	189 370 237	176 712 132
NET UTILITY PLANT	349 042 119	339 014 412
Investments in associated organizations, at cost	67 686 240	65 029 486
Current Assets:		
Cash and cash equivalents	4 820 451	7 491 209
Restricted funds	941 328	904 977
Accounts receivable (less provision for doubtful accounts		
Of \$662,035 in 2019 and \$648,216 in 2018)	11 852 620	17 001 126
Materials and supplies (at average cost)	1 237 907	997 973
Other current assets	431 659	423 574
TOTAL CURRENT ASSETS	19 283 965	26 818 859
Deferred charges	19 557 098	19 343 258

Total Assets \$ 455 569 422 \$ 450 206 015

Consolidated Balance Sheets

December 31, 2019 and 2018

Equities & Liabilities	2019	2018
Equities:		
Patronage capital	\$ 191 025 824	\$ 180 933 017
Other equities	156 290	156 290
Accumulated other comprehensive income (loss)	(714 678)	16 720
TOTAL EQUITIES	190 467 436	181 106 027
Long-term postretirement benefits liability	7 588 732	6 458 905
Long-term debt, less current maturities	212 424 479	211 693 857
Current Liabilities:		
Accounts payable and accrued liabilities	24 108 669	24 890 832
Current maturities of long-term debt	13 269 378	12 553 699
Current portion of postretirement benefits liability	193 186	217 060
accrued interest payable	640 127	556 724
Consumers' deposits	2 767 251	2 312 579
TOTAL CURRENT LIABILITIES	40 978 611	40 530 894
Deferred credits	4 110 164	10 416 332

Total Equities & Liabilities \$ 455 569 422 \$ 450 206 015

Financials

Statements of Revenue & Expense

For the Years Ended December 31, 2019 and 2018

Statement of Revenue & Expense	2019	2018
Operating Revenues:		
Sale of electricity	\$ 160 567 981	\$ 162 031 768
Other electric revenues	7 622 139	7 524 705
TOTAL OPERATING REVENUES	168 190 120	169 556 473
Operating Expenses:		
Cost of power	95 539 163	102 205 145
Transmission expense	605 470	684 355
Distribution expense - operation	5 290 229	5 115 431
Distribution expense - maintenance	13 698 043	13 411 284
Consumer accounts expense	5 734 422	5 677 416
Administrative and general expense	9 078 960	8 325 307
Depreciation expense	17 757 873	16 833 370
Taxes other than income taxes	2 689 941	2 676 355
OPERATING EXPENSES	150 394 101	154 928 663
OPERATING MARGINS BEFORE INTEREST EXPENSE	17 796 019	14 627 810
Interest on long-term debt and consumer deposits	8 468 687	8 108 120
OPERATING MARGIN (LOSS)	6 519 690	3 160 145
Generation and transmission capital credits	2 666 762	1 261 678
Patronage capital - Associated organizations	1 711 983	2 221 995
Nonoperating Margins:		
Interest income	104 072	384 405
Other nonoperating income (expense)	274 839	266 503
TOTAL NONOPERATING MARGINS	378 911	650 908

Net Margin \$ 14 084 988 \$ 10 654 271

Statements of Comprehensive Income

For the Years Ended December 31, 2019 and 2018

Statements of Comprehensive Income	2019	2018
Net margin	\$ 14 084 988	\$ 10 654 271
Other Comprehensive Income:		
Actuarial gain (loss)	(731 398)	1 361 161
COMPREHENSIVE INCOME	\$ 13 353 590	\$ 12 015 432

Statements of Patronage Capital & Accumulated Other Comprehensive Income

	PATRONAGE CAPITAL	OTHER EQUITIES	ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS)	TOTAL
Balance, December 31, 2017	173 315 654	\$156 290	\$(1 344 441)	\$172 127 503
Net margin Other Comprehensive Income:	10 654 271	-	-	10 654 271
Actuarial gain/(loss)	-	-	1 361 161	1 361 161
Patronage capital retired	(3 036 908)	-		(3 036 908)
Balance, December 31, 2018	180 933 017	156 290	16 720	181 106 027
Net margin	14 084 988	=	-	14 084 988
Other Comprehensive Income:				
Actuarial gain/(loss)	-		(731 398)	(731 398)
Patronage capital retired	(3 922 181)	-	-	(3 922 181)

Balance, December 31, 2019 \$ 191 025 824 \$ 156 290 \$ (714 678) \$ 190 467 436

Financials

Statements of Cash Flows

For the Years Ended December 31, 2019 and 2018

Cash Flows	2019	2018
Cash Flows From Operating Activities:		
Net margin	\$ 14 084 988	\$ 10 654 271
Adjustments To Reconcile Net Margins To Net	 	4 10 03 1271
Cash Provided By Operating Activities:		
Depreciation expense	17 757 873	16 833 370
Patronage capital credits - non cash -	17 737 073	10 055 070
Associated organizations	(4 378 745)	(3 483 674)
Accumulated provision for pensions and benefits	374 555	464 804
Cash Provided by (Used for) the Change in:	37 1 333	10 1 00 1
Accounts receivable, net	5 148 506	3 545 909
Materials and supplies	(239 934)	(894 259)
Other current assets	(8 085)	(29 809)
Deferred charges	(213 840)	1 886 556
Deferred credits	(5 210 663)	(8 445 658)
Accounts payable and accrued liabilities	(782 163)	2 103 903
Accrued interest payable	(81 752)	10 537
Consumers' deposits	454 672	(106 086)
TOTAL ADJUSTMENTS	12 985 579	11 793 304
NET CASH PROVIDED BY OPERATING ACTIVITIES	27 070 567	22 447 575
HET GIGHT NOTIBED DI GI EN UNING MENTINES	27 070 307	
Cash Flows from Investing Activities:	(27.705.500)	(26.225.225)
Capital expenditures for utility plant, net of retirements	(27 785 580)	(26 325 385)
Net change in restricted cash	(36 351)	44 161
Proceeds from patronage capital - associated organizations	1 721 991	1 569 052
deferred credits	(1 095 505)	4 767 601
NET CASH (USED) IN INVESTING ACTIVITIES	(27 195 445)	(19 944 571)
Cash Flows from Financing Activities:		
Proceeds from long-term debt	34 000 000	-
Payments of long-term debt	(12 553 699)	(11 893 787)
Net change in lines of credit	(20 000 000)	10 500 000
Retirement of capital credits	(3 992 181)	(3 036 908)
NET CASH PROVIDED (USED) BY FINANCING ACTIVITIES	(2 545 880)	(4 430 695)
INCREASE IN CASH AND CASH EQUIVALENTS	(2 670 758)	(1 927 691)
Cash and cash equivalents at beginning of year	7 491 209	9 418 900
CASH AND CASH EQUIVALENTS AT END OF YEAR	\$ 4 820 451	\$ 7 491 209
Supplemental Disclosures of Cash Flow Information:		
Cash paid during the year for interest expense,		
Net of capitalized amounts	\$ 8 385 284	\$ 8 189 872
Net of capitalized amounts	Ψ O JOJ ZO4	Ψ Ο 105 072
Noncash Investing and Financing Activities:		
Net actuarial gain (loss) on postretirement benefit plan	\$ (731 398)	\$ 1 361 161