

## **TRI-COUNTY ELECTRIC COOPERATIVE, INC.**

St. Matthews, South Carolina

Minutes of the Board of Trustees Meeting

May 26, 2022

Pursuant to due notice thereof, a regular meeting of the Board of Trustees of Tri-County Electric Cooperative, Inc. (hereinafter called the "Cooperative") was held on May 26, 2022 at the Headquarters Office in St. Matthews, South Carolina. In order to comply with the Centers for Disease Control and Prevention's guidance of social distancing due to the novel coronavirus (COVID-19) outbreaks, the meeting took place in the Auditorium.

The following trustees were present: Ida L. Dixon, Barbara F. Weston, S. George Wilson, Gary F. Geiger, F. Joe Strickland, Jr., William Robinson, James R. Dantzler, Willie Jeffries, and Jacqueline S. Shaw. Also present were Chad T. Lowder, CEO, John G. Felder, Sr., General Counsel, Michael Weeks, VP of Finance and Administration, Keith Scharf, VP of Safety and Loss Control, Wilford Thompson, VP of Member Services and Government Relations, and Cindy Sarratt, who recorded the minutes of the meeting.

### **CALL TO ORDER – INVOCATION**

The meeting was called to order by President Barbara F. Weston at 6:00 p.m. Following the Call to Order, Joe Strickland gave the Invocation.

### **MEMBER COMMENT PERIOD**

There were no members present or online during the Member Comment Period.

### **EMPOWERING COMMUNITIES**

The CEO distributed a copy of *Empowering Communities, How Electric Cooperatives Transformed South Carolina*, written by Lacy K. Ford, professor of history at the University of South Carolina, and Jared Bailey. The book chronicles the beginnings, growth, and important contributions of electric cooperatives in South Carolina.

### **APPROVAL OF MINUTES OF BOARD MEETING OF April 28, 2022**

On motion by William Robinson, seconded by Joe Strickland, and carried, the minutes of the Board of Trustees Meeting of April 28, 2022 were approved.

### **REPORTS**

#### **SYSTEM SUMMARY REPORTS AND MONTH FINANCIAL STATEMENTS**

The System Summary Reports and Monthly Financial Statements for April 2022 were approved as presented by the CEO.

### **NEW MEMBER REPORT**

The CEO reported that 106 new members made application for service in April 2022 and those new members are now actively receiving electric service from the Cooperative.

There were 147 Final Bills sent out for the month of April. Those members are no longer receiving electric service from the Cooperative.

### **SAFETY REPORT**

The CEO reported that there were no lost time accidents, no hours lost, no OSHA recordable accidents, no employee injuries, and no consumer damage claims filed in April 2022. One vehicle accident occurred when an employee was backing a vehicle while doing right-of-way work during a storm. The fence was cut in two places at the Santee Office.

### **BOARD COMMITTEE REPORTS**

#### **AUDIT COMMITTEE REPORT**

Barbara Weston reported that adjustments were made on a few expense reports due to the fact that two meetings were held on the same day (April 20, 2022) and three board members were inadvertently paid two per diems for that day. All other accounts were found to be in order and were approved by the Audit Committee.

#### **ETHICS AND GOVERNANCE COMMITTEE**

On motion by Gary Geiger, seconded by Jackie Shaw, and carried, the Ethics Committee was changed to the Ethics and Governance Committee.

### **UPDATES**

#### **CENTRAL UPDATE**

In order to receive Confidential Information, on motion by William Robinson, seconded by Joe Strickland, and carried, the board entered Executive Session. Following some discussion, on motion by Willie Jeffries, seconded by Gary Geiger, and carried, the board returned to Regular Session after having taken no action in Executive Session.

#### **STATEWIDE UPDATE**

There was no update. A Statewide board meeting will be held at the ECSC Summer Conference.

**OLD BUSINESS**

**ECONOMIC DEVELOPMENT UPDATE**

Mr. Lowder gave an update on active industrial prospects in our territory.

**FIBER TO THE HOME PROJECT UPDATE**

The CEO gave an update of the Fiber to the Home Project.

**MONTHLY OUTAGE REPORT**

The CEO reported that there were 167 outages in April.

**NEW BUSINESS**

**RESOLUTION – BOARD ATTENDANCE, ECSC SUMMER CONFERENCE**

On motion by Gary Geiger, seconded by Willie Jeffries, and carried, the following Resolution was approved:

**WHEREAS**, the Cooperative Trustees are encouraged to attend and represent the Cooperative at regional, national, and statewide meetings;

**AND WHEREAS**, the following Trustees have requested permission to attend the 2022 ECSC Summer Conference June 6-8, 2022: Jacqueline Shaw, Ida Dixon, George Wilson, Willie Jeffries, William Robinson, Jim Dantzler, and Gary Geiger;

**THEREFORE, BE IT RESOLVED**, the Board of Trustees hereby approves the Trustees' request to attend the 2022 ECSC Summer Conference.

**RESOLUTION – BOARD ATTENDANCE, NRECA SUMMER SCHOOL**

On motion by George Wilson, seconded by Gary Geiger, and carried, the following Resolution was approved:

**WHEREAS**, the Cooperative Trustees are encouraged to receive training relating to the operation and management of a rural electric system and to regularly upgrade their skills to become better equipped to understand and cope with new situations created by changing technology and operating conditions;

**AND WHEREAS**, Gary Geiger and Jim Dantzler have requested permission to attend the 2022 NRECA Summer School being offered in Charleston, SC June 3-7, 2022;

**THEREFORE, BE IT RESOLVED**, the Board of Trustees hereby approves the Trustees' request to attend the 2022 NRECA Summer School.

### **REPORT OF NRECA LEGISLATIVE CONFERENCE**

Attendees reported that the conference was well organized and well attended.

### **NRECA REGION 2 & 3 MEETING, OCT. 10-12, 2022, HOLLYWOOD, FLORIDA**

Trustees interested in attending the NRECA Region 2 & 3 Meeting were urged to let Cindy know at least by the June board meeting because Registration opens in late June.

### **MID-YEAR COST OF LIVING EVALUATION AND ADJUSTMENT PROPOSAL**

After much discussion related to the current rate of inflation, the anticipated wage scale increase in 2023, and the importance of employee retention, on motion by William Robinson, seconded by Joe Strickland, and carried, the board approved a mid-year cost of living adjustment for the employees, beginning June 1, 2022. The Board expressed their appreciation of each and every employee and the jobs they perform for the members. Also, the board wants the employees to know that the board wants all of them to remain Tri-County employees.

### **CEO COMMENTS**

#### **REVIEW OF BOARD POLICIES**

Mr. Lowder announced that, beginning with the May board meeting, John Felder will present a brief summary of the board policies in order that the board members will fully understand their duties and responsibilities. Mr. Felder then discussed Policies 401 – 406. Additional policies will be discussed at subsequent board meetings until all have been reviewed.

### **CEO EVALUATION**

Jim Dantzler reported that once he receives the CEO Evaluation forms from all trustees and the CEO's portion from the CEO, he will compile the results.

### **LEGAL UPDATE INVOLVING RICHLAND DISTRICT OFFICE**

Mr. Lowder reported that, while the lawsuit involving a retention pond is still ongoing, Federated has agreed to pay half the cost of the retention pond.

**MISSION STATEMENT**

Barbara Weston reminded the board to keep the Mission Statement in mind. The Mission Statement reads, "To provide cost-effective, reliable electricity and energy services in a safe, efficient way through our dedicated commitment to our members."

**ADJOURNMENT**

There being no further business, on motion by Gary Geiger, seconded by Jim Dantzler, and carried, the board adjourned at 9:19 p.m.

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Jacqueline S. Shaw, Secretary

APPROVED:

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Barbara F. Weston, President