

TRI-COUNTY ELECTRIC COOPERATIVE, INC.

St. Matthews, South Carolina
Minutes of the Board of Trustees Meeting
July 27, 2023

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 July 27, 2023 in the Boardroom at the Headquarters Office in St. Matthews, South Carolina.

The following trustees were present: Barbara Weston, Ida L. Dixon, S. George Wilson, Gary F. Geiger, William Robinson, James R. Dantzler, Willie Jeffries (via telephone), Joe Strickland, and Jacqueline S. Shaw. Also present were Chad T. Lowder, CEO, John Felder, General Council, Frank Furtick, VP of Engineering and Operations, Michael Weeks, VP of Finance and Administration, Keith Scharf, VP of Safety and Loss Control, Wilford Thompson, VP of Member Services, Kristen Zeigler, VP of Human Resources, and Cindy Sarratt, who recorded the minutes of the meeting.

CALL TO ORDER – INVOCATION

President Barbara Weston called the meeting to order at 2:00 p.m. Following the Call to Order, Willie Jeffries gave the Invocation.

MEMBER COMMENT PERIOD

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

APPROVAL OF MINUTES OF BOARD MEETING OF June 22, 2023

On motion by Jim Dantzler, seconded by Jackie Shaw, and carried, the minutes of the Board of Trustees Meeting of June 22, 2023 were approved.

REPORTS

FINANCIAL REPORTS

The Financial Reports were approved as presented by the CEO.

NEW MEMBER REPORT

The CEO reported that 79 new members made application for service in June 2023 and those members are now actively receiving electric service from the Cooperative. On motion by William Robinson, seconded by Jim Dantzler and carried, the following resolution was passed:

RESOLVED, that the application of new members is hereby accepted and approved.

There were 116 Final Bills sent out for the month of June. Those members are no longer receiving electric service from the Cooperative.

TCEC

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SAFETY REPORT

The CEO reported that there were no Lost Time Accidents, no Hours Lost, no OSHA Recordable Accidents, no employee injuries, no vehicle accidents, no Consumer Damage Claims, and no Miscellaneous Accidents reported in June 2023.

BOARD COMMITTEE REPORTS

AUDIT COMMITTEE

Barbara Weston reported that the Audit Committee met at 1:30 p.m. on July 27, 2023 to review expense accounts for June 2023. All accounts were found to be in order and the report of the Audit Committee was accepted.

ECONOMIC DEVELOPMENT COMMITTEE

No report.

CEO COMPENSATION AND BENEFITS REVIEW COMMITTEE

Jim Dantzler reported that the Committee met with the CEO and a schedule has been set going forward.

ETHICS AND GOVERNANCE COMMITTEE

No report.

POLICY AND BYLAWS COMMITTEE

The Per Diem Policy was discussed in executive session at the end of the meeting.

ORGANIZATIONAL UPDATES

CENTRAL UPDATE

The CEO stated that the Summary Report of the Central board meeting is posted on BoardPaq. The case with Marlboro Cooperative was settled. The Santee Cooper rate freeze ends in 2025 and they are going to reclaim some costs after the rate freeze.

STATEWIDE UPDATE

Mr. Lowder and Mr. Robinson will be attending the Statewide Board Meeting which will be held at the Rosenwald School in St. George. The EPA 111 Rule on Power Plant Restrictions is a big issue right now. All the Cooperative CEO's have written letters to the EPA opposing the Rule. A copy of the letter was included in BoardPaq. To Mr. Jeffries' question on the electricity load during the very hot temperatures we've been experiencing, Mr. Lowder answered that Santee Cooper did have problems with two generating stations two weekends ago, but they never actually had to cut off any of our substations.

OLD BUSINESS

ECONOMIC DEVELOPMENT UPDATE

On motion by Jim Dantzler, seconded by Joe Strickland, and carried, the board entered executive session to receive confidential information. Then, on motion by Gary Geiger, seconded by Jackie Shaw, and carried, the board returned to regular session after having taken no action in executive session.

FIBER TO THE HOME PROJECT UPDATE

The CEO updated the board on the Fiber to the Home Project. One of our Installers is leaving which will create an opening. Mr. Lowder informed the board that we are slated to receive \$7.3 million under the ADGP. Mr. Lowder then reported on the ARPA Projects.

MONTHLY OUTAGE REPORT

Mr. Lowder reported on recent outages due to storms.

NEW BUSINESS

No new business.

CEO COMMENTS

Denmark Technical College Line Worker Program

Mr. Lowder reported that Denmark Tech is graduating a class in their Line Worker Program on August 4, 2023. We hope to hire one graduating student from that Program.

Summary of AAP

Mr. Lowder gave a summary of the Affirmative Action Plan for the period of July 1, 2022-June 30, 2023.

Employee/Trustee Generator Plan

The CEO announced that he would like to offer the Generator Purchase Program again to current trustees and employees. On motion by Joe Strickland, seconded by George Wilson, and carried, the board gave approval to offer the Generator Purchase Program to current trustees and employees.

Warehouse/Yard Storage

Mr. Lowder explained that we are out of storage place for inventory. We have contracted with Zeigler Specialties to build a 5,000 sq. ft. metal storage unit to store wire reels for both fiber and electric lines at a cost of \$252,000. On motion by William Robinson, seconded by Gary Geiger, and carried, the board approved the unbudgeted expense.

Strategic Planning Session

A Strategic Planning Session was scheduled for October 3-4, 2023 from 9:00 a.m. until 4:00 p.m. each day. CFC will provide facilitators. Survey questions will be emailed to the board and staff on August 3rd. The due date for survey answers is August 17th.

New CFO

Mr. Lowder announced that the new CFO, Tina Turnage, will start employment on Monday, July 31, 2023.

August Board Meeting Preparation

- 2023 Annual Meeting: Appointments to the Nominating Committee and the Credentials and Election Committee will be made at the August board meeting by board members that are not up for re-election. We will discuss and approve an early voting schedule for each office location.
- 2023 Financial Analysis Results and Recommendations will be discussed.

LEGAL REPORT

John Felder reported that the Circuit Judge ordered that court cases be prioritized on a roster. Mr. Felder met with the new Assistant Solicitor. He then asked for prayers for his secretary, Amanda Farman, who is experiencing a health crisis

NRECA REGION 2 AND 3 MEETING IN 2024

The CEO announced that the 2024 NRECA Region 2 & 3 meeting will be held in Columbia, SC.

ADJOURNMENT

There being no further business, on motion by Gary Geiger, seconded by Joe Strickland, and carried, the meeting adjourned at 3:54 p.m.

Jacqueline S. Shaw, Secretary

Approved:

Barbara F. Weston, President