

TRI-COUNTY ELECTRIC COOPERATIVE, INC.

St. Matthews, South Carolina
Minutes of the Board of Trustees Meeting
October 28, 2021

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 October 28, 2021 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, Frank Furtick, COO, Michael Weeks, CAO, and Cindy Sarratt, who recorded the minutes of the meeting. Matt Gilley joined the meeting virtually to discuss the Great Co-ops Employee Survey results.

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, Williams Robinson 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 September 23, 2021

On motion by William Robinson, seconded by Gary Geiger, and carried, the minutes of the Board of Trustees Meeting of September 23, 2021 were approved.

REPORTS

SYSTEM SUMMARY REPORTS AND MONTH FINANCIAL STATEMENTS

The System Summary Reports and Monthly Financial Statements for September 2021 were approved as presented by the CEO.

NEW MEMBER REPORT

The CEO reported that from September 1-30, 2021 103 new members made application for service and those new members are now actively receiving electric service from the Cooperative. Thereafter, on motion by William Robinson, seconded by Gary Geiger, and carried, the following resolution was approved:

RESOLVED, the applications of new members are hereby accepted and approved.

SAFETY REPORT

The CEO reported that there were no vehicle accidents and no miscellaneous accidents filed in September 2021. The CEO reported that one employee injury occurred when the employee's hand got pinched between a trailer and a pole, resulting in a broken finger. This was an OSHA recordable accident. Also, Mr. Lowder explained 2 consumer damage claims.

REPORT OF AUDIT COMMITTEE

Barbara Weston reported that the Committee met on October 28, 2021 and reviewed the expense reports and credit card invoices for the Board, CEO, and Attorney for the period September 1 - 30, 2021. All accounts were approved by the Audit Committee.

UPDATES

CENTRAL UPDATE

The CEO reported that there will be a Central Board Meeting in November.

STATEWIDE UPDATE

Mr. Lowder reported that the Statewide board meeting summary is posted in BoardPaq. Statewide's budget was approved. Pee Dee Co-op did not renew their membership in Statewide. Eighteen cooperatives are now members of Statewide.

OLD BUSINESS

ECONOMIC DEVELOPMENT UPDATE

On motion by Gary Geiger, seconded by Joe Strickland, and carried, the board entered Executive Session for the Economic Development Update in order to discuss the DPU power supply proposal. Then, 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.

FIBER TO THE HOME PROJECT UPDATE

Chad Lowder gave the Fiber Project update.

OUTAGE REPORT

Frank Furtick gave an outage report.

NEW BUSINESS

GREAT CO-OPS EMPLOYEE SURVEY RESULTS

Matt Gilley, Founder and CEO of Great Co-Ops, joined the meeting virtually to discuss the results of the 2021 Employee Survey.

DATES FOR BUDGET AND STRATEGIC PLANNING WORKSHOPS

Budget and Strategic Planning Workshops were scheduled for Monday, November 29, 2021 and Tuesday, November 30, 2021 from 9:00 a.m. until 4:00 p.m.

RESOLUTION: APPOINTMENT OF CEO SALARY AND BENEFIT REVIEW COMMITTEE

On motion by William Robinson, seconded by Joe Strickland, and carried, the following Resolution was passed:

Whereas, it is the responsibility of the Board of Trustees to employ and delegate responsibility and authority to a Chief Executive Officer;

Whereas, it is the responsibility of the Board of Trustees to systematically appraise the performance of the Chief Executive Officer in order that growth, development, and effective improvements are encouraged;

Whereas, the Board of Trustees wishes to form a Committee to make recommendations to the Board of Trustees concerning salary and benefit adjustments for the CEO.

Now therefore be it resolved, the Board of Trustees establishes a CEO Salary and Benefits Review Committee, with Committee appointments being made by the President;

Be it further resolved, the Board of Trustees, taking into consideration the recommendations of the CEO Salary and Benefits Review Committee and guided by the results of the most recent performance appraisal, will determine salary and benefit adjustments for the CEO.

President Barbara Weston announced the following appointments to the Committee:

Chair	Jim Dantzler
Vice Chair	Ida Dixon
	Gary Geiger
	William Robinson

TCEC

Minutes of October 28, 2021

Page 4

REPORT OF NRECA REGION 2 AND 3 MEETING

Those attending the meeting virtually reported technology issues. Those attending in person stated they enjoyed the Director Training Course, but did not like the location of the Regional Meeting.

RESOLUTION: BOARD ATTENDANCE TO THE 2021 ECSC WINTER CONFERENCE

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 2021 ECSC Winter Conference at Hilton Head Island, South Carolina, December 5-8, 2021: Barbara Weston, Joe Strickland, William Robinson, Willie Jeffries, George Wilson, James Dantzler, Ida Dixon, Jackie Shaw, and Gary Geiger;

THEREFORE, BE IT RESOLVED, the Board of Trustees hereby approves the Trustees' request to attend the 2021 ECSC Winter Conference.

REVISE DATE FOR DECEMBER BOARD MEETING

The date of the December Board Meeting was changed to Thursday, December 16, 2021.

EMPLOYEE APPRECIATION LUNCH

An employee appreciation lunch will be held on Friday, November 19, 2021 at Noon. The board is also welcomed to attend.

CEO COMMENTS

The CEO reported that CEE-US has informed him that supply chain issues are a continuing challenge right now.

Also, the CEO reported that the *South Carolina Living* magazine pages for the November/December edition are posted on BoardPaq.

ADJOURNMENT

On motion by Willie Jeffries, seconded by Gary Geiger, and carried, the board adjourned at 9:00 p.m.

Jacqueline S. Shaw, Secretary

APPROVED:

Barbara F. Weston, President