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

St. Matthews, South Carolina

Minutes of the Board of Trustees Meeting

December 23, 2019

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 December 23, 2019 at the Cooperative’s headquarters office in St. Matthews, South Carolina.

The following trustees were present: Ida L. Dixon, Barbara F. Weston, S. George Wilson (by telephone), Gary F. Geiger, F. Joe Strickland, Jr., Willie E. Jeffries, William Robinson, James R. Dantzler, and Jacqueline S. Shaw, these being all of the trustees of the Cooperative. Also present were Frank Furtick, COO, Michael Weeks, CFO, Chad T. Lowder, CEO, John G. Felder, Sr., General Counsel, 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 5:00 p.m. Following the Call to Order, William Robinson gave the Invocation.

**MEMBER COMMENT PERIOD**

No members were present during the Member Comment Period.

**APPROVAL OF MINUTES OF BOARD MEETING**

On a motion by Willie Jeffries, seconded by Gary Geiger, and carried, the minutes of the November 23, 2019 Board meeting were approved with corrections.

**REPORTS**

**SYSTEM SUMMARY REPORT**

The System Summary Report was accepted as presented by the CEO.

**MONTHLY FINANCIAL STATEMENT**

Chad Lowder, CEO, presented the November Financial Statement.

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**NEW MEMBER REPORT**

The CEO reported that from November 23, 2019 through November 30, 2019 18 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 Joe Strickland, 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 lost time accidents, no hours lost, no OSHA Recordable accidents, no employee injuries, and no vehicle accidents reported in October 2019. Mr. Lowder explained that the consumer damage claim reported at the October board meeting resulted in the Cooperative’s insurance carrier paying $1,600 to have the damage to a consumer’s vehicle repaired after equipment fell out of a Cooperative vehicle onto the consumer’s vehicle. One consumer damage claim was reported in November involving cotton pickers driving under power lines with their extensions up. A claim was made to Federated, the Cooperative’s insurance carrier; however, the claim was denied due to the fact there was no fault on the part of the Cooperative.

**Operation Round Up Report**

Mr. Lowder reported that $24,080 in grants were awarded at the December Operation Round Up Board Meeting.

**UPDATES**

**Central Update**

The CEO stated that he will discuss certain items of Central business in executive session.

Appointment of Central Delegates

On motion by Gary Geiger, seconded by Jackie Shaw, and carried, the following resolution was passed:

RESOLVED, that Barbara Weston, President and Chad T. Lowder, CEO be elected to serve as Delegates to the Annual Meeting of the Members of Central Electric Power Cooperative, Inc. on March 11, 2020.

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**Statewide Update**

Chad Lowder announced that Chad Capps is the new President and CEO of CEE-US. The Summary of the Statewide Board Meeting that was held in Asheville was included in BoardPaq.

**OLD BUSINESS**

**Broadband Update**

The CEO reported that all reports will be in and will be presented to the board at the January board meeting. A decision on Broadband will be an action item for the January board meeting.

**TriCo Global Industrial Site Update**

Chad Lowder reported that P & J has completed all work on the site. The amount deducted from the final contract price was $113,621. The total paid to P & J is $260,439. Water and Wastewater will be released to construction on January 6, 2020.

**NEW BUSINESS**

**NRTC Voting Delegate and Alternate**

On motion by Willie Jeffries, seconded by Jackie Shaw, and carried, the Voting Delegate and Alternate Voting Delegate will remain the same; Voting Delegate-Chad Lowder; Alternate Voting Delegate-Gary Geiger.

**CoBank Line of Credit Renewal/Re-documentation**

On motion by Jim Dantzler, seconded by Willie Jeffries, and carried, the Co-Bank Emergency Line of Credit in the amount of $1 million was renewed and re-documented.

**NRECA Legislative Rally-Rooming Estimates**

Attendance to the NRECA 2020 Legislative Rally was discussed and board members indicated their plans to attend so that rooming estimates could be given to Statewide.

**2020 Legislative Appreciation Reception**

Mr. Lowder announced that the Legislative Appreciation Reception is scheduled for Wednesday, January 29, 2020 from 5-7pm at the Columbia Metropolitan Convention

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Center in Columbia. The board members were asked to give Cindy Sarratt the names and

addresses of guests so that invitations can be mailed. Cindy will also send in the names of attendees to Statewide for name tags.

**2020 Operating Plan and Budget**

The CEO presented the 2020 Operating Plan and budget which included a new Christmas Bonus Plan based on years of service. Every employee would continue to receive a $500 Christmas Bonus and would receive an additional $50 per year for every year served as a Service Award Bonus up to 31 years. A motion was made to approve the Budget as presented by Gary Geiger and seconded by Jackie Shaw. The motion failed by a vote of 4 yeas to 5 nays.

A new motion was made by Jim Dantzler to amend the budget to replace the proposed Christmas Bonus Plan with a $500 Christmas Bonus and a Yearly Service Award that pays out on 5-year intervals at $100 per year. William Robinson seconded the motion. The motion passed by a vote of 5 yeas to 3 nays (Gary Geiger, Jackie Shaw, and Joe Strickland).

Then, on motion by Jim Dantzler, seconded by Willie Jeffries, the Amended Budget was approved by a vote of 6 yeas to 2 nays (Gary Geiger and Jackie Shaw).

**EXECUTIVE SESSION**

On motion by Jim Dantzler, seconded by Joe Strickland, and carried, the board entered executive session to receive legal advice and discuss economic development. Then, on motion by Jackie Shaw, seconded by Jim Dantzler, and carried, the board returned to regular session after having taken no action in executive session.

**Audit Committee Meeting**

An Audit Committee Meeting was scheduled for 4:30 p.m. on January 23, 2020.

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**ADJOURNMENT**

There being no further business, on motion by Gary Geiger, seconded by Jackie Shaw, and carried, the meeting adjourned at 8:09 p.m. *S. Jacqueline S. Shaw\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_*

 Jacqueline S. Shaw, Secretary

APPROVED:

*S. Barbara F. Weston\_\_\_\_\_\_\_\_\_\_\_\_\_*

Barbara F. Weston, President