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

St. Matthews, South Carolina

Minutes of the Board of Trustees Meeting

November 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 November 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, 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 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 11:05 a.m. Following the Call to Order, James Dantzler 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 William Robinson, seconded by Willie Jeffries, and carried, the minutes of the October 24, 2019 Board meeting were approved.

**REPORTS**

**SYSTEM SUMMARY REPORT**

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

**MONTHLY FINANCIAL STATEMENT**

Chad Lowder, CEO, presented the October Financial Statement.

**NEW MEMBER REPORT**

The CEO reported that 113 new members for October 2019 made application for service and those new members are now actively receiving electric service from the Cooperative. Thereafter, on motion by Joe Strickland, seconded by Jackie Shaw, and carried, the following resolution was approved:

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

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The CEO also reported that 68 new members made application for service from November 1-22, 2019 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 lost time accidents, no hours lost, no OSHA Recordable accidents, no employee injuries, and no vehicle accidents reported in October 2019. One consumer damage claim and 1 miscellaneous incident were reported. There have been two incidents involving cotton pickers this month that will be reported on at the December board meeting.

**UPDATES**

**CENTRAL UPDATE**

Chad Lowder reported that the Central Board met on November 13th and approved the Budget and Business Plan. Mr. Lowder then gave information on a fiber study that Central will have done. The Central November Board Meeting Summary was added on BoardPaq.

Bids on the sale of Santee Cooper have been received by the Department of Administration. Central will review the bids starting on November 26th and Central can now start meeting with the bidders to go through power contracts. The Department of Administration’s recommendations have to come out in January. VC Summer had a fourteen-day shut down for a cooling issue. That lost 118,000 megawatts of production, for a cost to Central of $2.7 million.

**STATEWIDE UPDATE**

The CEO reminded the board of the dates of the Winter Conference, December 9-11, 2019. There will be a Broadband Workshop offered twice on Monday, December 9th: 2:45-3:30 and 5:00-5:30.

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**RESOLUTION-ECSC WINTER CONFERENCE ATTENDANCE**

On motion by Joe Strickland, seconded by Jim Dantzler, and carried, the following was resolved:

**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 2019 ECSC Winter Conference: Willie Jeffries, Barbara Weston, George Wilson, Ida Dixon, Gary Geiger, James Dantzler, Jacqueline Shaw, Joe Strickland, and William Robinson;

**THEREFORE, BE IT RESOLVED**, the Board of Trustees hereby approves the Trustees’ request to attend the 2019 ECSC Winter Conference.

**OLD BUSINESS**

**BROADBAND UPDATE**

The CEO reported that over 1,000 people have signed up for broadband. FCC funds will be available this Summer.

**TRICO GLOBAL INDUSTRIAL SITE UPDATE**

Chad Lowder informed the board that final paperwork has been filed with DHEC for construction termination. The contracts for water and sewer have been awarded.

**NEW BUSINESS**

**APPROVAL OF 2019 CAPITAL CREDIT GENERAL RETIREMENT**

On motion by Gary Geiger, seconded by Jackie Shaw, and carried, the board approved payment of general retirement capital credits in the amount of $1,193,877.57, which will close out all of 1996.

**CEO COMMENTS**

**ORS AUDIT**

Mr. Lowder reported that the Office of Regulatory Staff is now authorized to do an audit of the cooperatives. Tri-County has requested that we be the first. The audit will be performed in early January 2020.

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**TRAINING**

The CEO announced that all employees will undergo training during 2020 involving customer service and efficiency training.

**ORANGEBURG CHAMBER OF COMMERCE BUSINESS HALL OF FAME BANQUET**

Chad Lowder announced that Coach Willie Jeffries will be honored at the Orangeburg Chamber of Commerce Business Hall of Fame Banquet on December 12th. Those interested in attending were urged to let the CEO know.

**EXECUTIVE SESSION**

On motion by George Wilson, seconded by Willie Jeffries, and carried, the board went into executive session to discuss economic development, receive legal advice, and discuss personnel matters. Then, on motion duly made, seconded, and carried, the board returned to regular session after having taken no action in executive session.

**DECEMBER BOARD MEETING**

The December board meeting will be held on December 23, 2019 at 5:00 p.m.

**RECESS**

On motion by Jim Dantzler, seconded by Gary Geiger, and carried, the meeting recessed and will reconvene following the Annual Meeting of the Members.

The meeting reconvened at 2:47 p.m.

**OATH OF OFFICE**

John G. Felder administered the oath of office to the Trustees.

**ELECTION OF OFFICERS**

The following officers were elected by secret written ballot:

 President - Barbara F. Weston

 Vice-President - William T. Robinson

 Secretary - Jacqueline S. Shaw

 Treasurer - Gary F. Geiger

The Trustees were sworn in and the officers were elected pursuant to policies.

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**TRUSTEES AND VOTING DELEGATES TO ECSC, CEE-US, AND LESCO**

On motion by George Wilson, seconded by Willie Jeffries, and carried, the following was resolved:

RESOLVED, that William T. Robinson be elected to serve as the Voting Delegate and Chad T. Lowder be elected to serve as the Alternate Voting Delegate to The Electric Cooperatives of South Carolina, Inc., Cooperative Electric Energy Utility Supply, Inc., and Line Equipment Sales Company, Inc., effective November 23, 2019.

FURTHER RESOLVED, that William T. Robinson and Chad T. Lowder be elected to serve as trustees to The Electric Cooperatives of South Carolina, Inc., Cooperative Electric Energy Utility Supply, Inc., and Line Equipment Sales Company, Inc., November 23, 2019.

**TRUSTEE ASSOCIATION ADVISORY COMMITTEE**

On motion by William Robinson, seconded by George Wilson, and carried, Ida Dixon was named to serve on the Trustee Association Advisory Committee.

**FINANCE MEETING**

A Finance Meeting was scheduled for December 2, 2019 at 5:00 p.m.

**TRUSTEE EDUCATION COURSE #2640**

The trustees decided that those interested in taking Director Education Course #2640 would do so in conjunction with the NRECA Annual Meeting in New Orleans.

**ADJOURNMENT**

There being no further business, on motion by Jackie Shaw, seconded by Ida Dixon, and carried, the meeting adjourned at 3:08 p.m. *S. Jacqueline S. Shaw\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_*

 Jacqueline S. Shaw, Secretary

APPROVED:

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

Barbara F. Weston, President