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

St. Matthews, South Carolina

Minutes of the Board of Trustees Meeting

May 27, 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 May 27, 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., 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, Frank Furtick, COO, Michael Weeks, CAO, 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, Gary Geiger 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 APRIL 22, 2021**

On motion by William Robinson, seconded by Jim Dantzler and carried, the minutes of the Board of Trustees Meeting of April 22, 2021 were approved.

**REPORTS**

**SYSTEM SUMMARY REPORTS AND MONTH FINANCIAL STATEMENTS**

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

**NEW MEMBER REPORT**

The CEO reported that from April 1-30, 2021 116 new members 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 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, and no miscellaneous accidents reported in April 2021. One employee received a

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minor injury when a guy wire snapped and struck him above the eye. The employee was wearing PPE and the minor injury only required a band-aid. The CEO explained a minor vehicle backing incident and two consumer damage claims.

**REPORT OF AUDIT COMMITTEE**

Barbara Weston reported that the Committee met on May 27, 2021 and reviewed the expense reports and credit card invoices for the Board, CEO, and Attorney for the period April 1-30, 2021. All accounts were approved by the Audit Committee.

**UPDATES**

**CENTRAL UPDATE**

The CEO announced that the Summary Notes from the Central board meeting are on BoardPaq. So far, $746,000 have been spent on legal fees for the Marlboro lawsuit and $27 million has been spent on Santee Cooper litigation.

**STATEWIDE UPDATE**

Mr. Lowder reminded the board of the ECSC Summer Conference June 7-9, 2021. He then explained SC Stay Plus, a state-run rent and utility assistance program funded by federal COVID-19 relief legislation. Members calling to inquire about the program will be directed to the SC Housing Agency. He then discussed House bill HR 6491, a rural Internet development grant program. The *SC Living* pages for June were posted on BoardPaq.

**OLD BUSINESS**

**ECONOMIC DEVELOPMENT UPDATE**

Mr. Lowder gave project updates on two very promising industrial prospects.

**FIBER TO THE HOME PROJECT UPDATE**

Chad Lowder gave an update detailing the progress made on construction of the Fiber Project, subscribers to date, and marketing strategies. The board requested that a representative from Conexon appear at the June board meeting.

**NEW BUSINESS**

**RESOLUTION TO ATTEND THE ECSC SUMMER CONFERENCE**

On motion by Gary Geiger, seconded by Willie Jeffries, and carried, the following resolution was passed:

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**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 Summer Conference at Wild Dunes, Isle of Palms, South Carolina, June 7-9, 2021: 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 Summer Conference.

**SUMMARY OF 2020-2021 AFFIRMATIVE ACTION PLAN**

Chad Lowder gave the board a summary of the Cooperative’s 2020-2021 Affirmative Action Plan.

**APPROVAL OF COOPERATIVE STATEMENT OF INCLUSION**

On motion by Gary Geiger, seconded by William Robinson, and carried, the board approved the following Statement of Inclusion:

“Tri-County Electric Cooperative views diversity, equity and inclusion as an integral

part of our cooperative culture. Tri-County Electric remains committed to providing

an environment that is welcoming to all, and where everyone feels included, accepted,

seen, heard, and valued. Tri-County Electric strives to create a more diverse and

inclusive culture through proactive recruitment and employee retention efforts.”

**RESOLUTION AUTHORIZING THE COOPERATIVE TO APPLY FOR A LETTER OF CREDIT FOR TRICOLINK**

On motion by Gary Geiger, seconded by Willie Jeffries, and carried, the following resolution was passed:

RESOLVED, that the Cooperative is hereby authorized to apply for a letter of credit to be issued by National Rural Utilities Cooperative Finance Corporation (“CFC”), in accordance with the terms and conditions of the Letter of Credit Reimbursement Agreement substantially in the form submitted to this meeting (the “Letter of Credit Agreement”), *provided that* such letter of credit shall be issued for the account of the Cooperative’s subsidiary TriCoLink, Inc., to Universal Service Administrative Company, as Beneficiary thereof and shall be an aggregate amount not to exceed $65,310.00; and

RESOLVED, that the individuals listed below are hereby authorized to execute and to deliver to CFC the Letter of Credit Agreement;

RESOLVED, that each of the following individuals is hereby authorized in the name and on behalf of the Cooperative to execute and to deliver all such other documents and instruments as may be

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necessary or appropriate, to execute any future amendments to said Letter of Credit Agreement as such individual may deem appropriate within the amount authorized herein and to do all such other acts as in the opinion of such authorized individual acting may be necessary or appropriate in order to carry out the purposes and intent of the foregoing resolutions:

 Office or Title Name (typed or printed)

 CEO\_\_\_\_\_\_\_\_\_ Chad T. Lowder\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 CAO\_\_\_\_\_\_\_\_\_ W. Michael Weeks\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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**CEO COMMENTS**

The CEO gave an employee wage update report and an update of his strategic goals

**EXECUTIVE SESSION**

On motion by Willie Jeffries, seconded by Jim Dantzler, and carried, the board entered executive session to receive legal advice. Then, on motion by Gary Geiger, seconded by Willie Jeffries, and carried, the board returned to regular session after having taken no action in executive session.

**CEO TRAVEL**

Mr. Lowder announced that he will attend the CFC Summer Summit in San Antonio, Texas June 13-16, 2021.

**ADJOURNMENT**

On motion by Gary Geiger, seconded by Willie Jeffries, and carried, the meeting adjourned at 8:45 p.m.

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 Jacqueline S. Shaw, Secretary

APPROVED:

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Barbara F. Weston, President