

Berkeley Electric Cooperative  
Board Meeting  
August 24, 2020  
Minutes

The Berkeley Electric Cooperative Board of Trustee's meeting was held **Monday, August 24, 2020, at 1:00 P.M.** at the Moncks Corner District Community Room.

The meeting was called to order by Chairman Brunson, Mr. Vandross gave the invocation.

The following Trustees were present:

<b>Harry A. Brunson</b>	<b>Connie Shuler</b>	<b>Henry H. Chavis, Sr.</b>
<b>Willis Sanders</b>	<b>George McFadden</b>	<b>H. Wayne DeWitt</b>
<b>Sam Gourdine</b>	<b>Robert Vandross</b>	<b>Carol Caddell</b>

President & CEO Dwayne Cartwright, Executive Administrator Ashley Edens and the following staff; VP of Finance Joel Stevens and the VP of Engineering and Operations Tim Mobley. General Counsel John B. Williams was in attendance as well. The President of Cooperate Building Solutions, Tim Masa, Chairman of Cooperate Building Solutions, Gary Hobson, and Architect with M+H Architects, Todd Gilmore, updated us on the new main Moncks Corner Office.

Chairman Brunson called for approval of minutes from July's board meeting. Upon motion by Mr. DeWitt, seconded by Ms. Caddell, and unanimously passed; it was

**RESOLVED, that the Board of Trustees hereby approves the minutes of the July 20, 2020 Board Meeting as presented.**

#### **Committee Reports**

**Central Meeting Report – Wayne DeWitt**

Mr. DeWitt discussed that Mr. David Wasson was voted in to serve on the Executive Committee for Central. This vacancy came open due to Mr. Cartwright retiring. Mr. DeWitt handed out a letter that was sent from Central to Mark Bonsall. There was some discussion and no action was needed.

#### **ECSC Board Report-Willis Sanders**

Mr. Sanders presented information from the ECSC Board meeting. Mr. Sanders stated that the meeting was held at the Columbia Metropolitan Convention Center, so that they could social distance everyone. Mr. Sanders said that more than likely the Winter Conference for 2020 will be canceled this year. The 2021 proposed budget for Berkeley's dues to ECSC would be \$71,817.11

#### **ECSC Statewide Voting Delegate-Mr. Williams**

Mr. Williams then advised the Chairman that the needed to appoint a voting delegates for ECSC Statewide and an alternate. The election was conducted and Willis Sanders will be the voting delegate for Statewide.

Upon motion by Mr. DeWitt, seconded by Mr. Gourdine and unanimously passed; it was

**RESOLVED, that the Board of Trustees hereby confirms that Willis Sanders will serve as the voting delegate for ECSC Statewide.**

#### **Audit Committee-Ms. Caddell**

Ms. Caddell stated that the committee had reviewed expenses for board and staff and recommend board approval. Upon motion by Mr. DeWitt, seconded by Mr. Sanders and unanimously passed; it was

**RESOLVED, that the Board of Trustees hereby approves the expense reports that were submitted during the audit committee.**

**CEO Search Committee-Mr. DeWitt**

Mr. DeWitt discussed that the board meet on August 17<sup>th</sup> through August 19<sup>th</sup> for the CEO interviews. These interviews were conducted by Mr. Gary Hobson. Mr. DeWitt stated that it was unanimous decision to offer the President and CEO position to Michael S. Fuller. Mr. Fuller has accepted the President and CEO position at Berkeley Electric Cooperative to be effective on September 21<sup>st</sup>, and a copy of the signed acceptance letter is attached and made a part of these minutes. Upon motion by Mr. McFadden seconded by Mr. Gourdine and passed by majority vote; it was

**RESOLVED, that the Board of Trustees hereby approves the hiring of Michael S. Fuller as the President and CEO of Berkeley Electric. A copy of his acceptance letter is attached and made a part of these minutes.**

**Contract for Sheep Island Substation Construction Contract-Mr. Mobley**

The Chairman then called for an Executive session and upon motion by Mr. Sanders, seconded by Mr. McFadden and unanimously passed, the Board went into Executive Session to discuss Sheep Island Substation contract bids. Upon a motion, second and unanimously passed the Board came out of Executive session. The following items were approved by the board. The board has asked that we award the construction contract to Sumter Utilities for the Sheep Island Substation. The contact amount is for \$2,113,992.14

Mr. Mobley proposed that the Sheep Island Substation Construction Contract be awarded to Sumter Utilities. Upon motion by Mr. McFadden, and seconded by Ms. Caddell, and unanimously passed; it was

**RESOLVED, that the Board of Trustees of Berkeley Electric Cooperative, Inc., has awarded to Sumter Utilities, the contract is the for Sheep Island Substation Contract. This labor and material contract amount total \$2,113,992.14**

**Financial Reports- Mr. Stevens**

Mr. Stevens reviewed the financial reports from June 2020. There was some discussion made but no decisions were made.

**President/CEO Reports-**

**Construction Work Plan-Mr. Mobley**

Mr. Mobley reviewed over the summary of the total cost for the 2020-2024 Construction Work Plan. The total for the Construction Work Plan is \$199,676,209. Upon motion by Ms. Caddell seconded by Mrs. Shuler and unanimously passed; it was

**RESOLVED, that the Board of Trustees hereby approves the proposed 2020-2024 Construction Work Plan in the amount of \$199,672, 209.**

**Moncks Corner Headquarters Update-**Mr. Masa gave an update on the new headquarters building project. The Chairman then called for an Executive session and upon motion by Mr. Chavis, seconded by Mrs. Shuler and unanimously passed, the Board went into Executive Session to discuss contract bids for the new headquarters building. Upon a motion, second and unanimously passed the Board came out of Executive session. The following items were approved by the board to install bullet resistant materials in the lobby (\$105,000) and to install the lightning protection system (\$102,000) and to approve the second amendment. Upon motion by Mr. Gourdine, seconded by Mr. Chavis, and unanimously passed; it was

**RESOLVED, that the Board of Trustees of Berkeley Electric Cooperative, Inc., hereby approve the second amendment, \$105,000 to install bullet resistant materials in lobby and \$102,000 for the lightning protection system.**

**Attorney Report-Mr. Williams**

Chairman Brunson called for the Attorney's Report and Mr. Williams informed the Board of several cases which did not require any action by the board.

**2020 Nomination Committee-Mr. Williams**

General Counsel John B. Williams. Mr. Williams brought it to the attention of the Board that the 2020 Nominating Committee met on August 11th at 6:30pm.

Pursuant to a notice mailed by the Berkeley Electric Cooperative, Inc., on August 6, 2020, the following members of the Nominating Committee met at the Cooperative's Office in Moncks Corner, South Carolina this 11<sup>th</sup> day of August, 2020 at 6:30 P.M.

- District # 1 Patricia Casey**
- District # 2 Marsha Giggleman**
- District # 3 Tamera Barnette**
- District # 4 Peggy Williams**
- District # 5 Gislaine Jenkins**
- District # 6 Joe L. Wade**
- District # 7 Absent**
- District # 8 Tim Nixon**
- District # 9 Ryan Rushton**

**Ryan Rushton was elected Chairman and Tamera Barnette was elected Secretary.**

**The following members were nominated as Candidates from their respective**

- Districts: District No. 1 Robert Vandross**
- District No. 4 Sam Gourdine**
- District No. 7 Connie Shuler**

**New Business-**

The Chairman then called for new business. The next board meeting will be held on September 28, 2020.

**Old Business – None.**

There being no further business to come before the Board, a motion was made to adjourn.

A handwritten signature in cursive script, appearing to read "Harry Brunson", written over a horizontal line.

Harry A. Brunson, Chairman

A handwritten signature in cursive script, appearing to read "H. Wayne Dewitt", written over a horizontal line.

H. Wayne Dewitt, Secretary