

**February, 2020**

The regular meeting of Berkeley Cooperative Enterprises, Inc. was held on **Monday, February 24th, 2020** at the headquarters office of Berkeley Electric Cooperative in Moncks Corner, South Carolina.

The meeting was called to order by Chairman Brunson and Mr. Gourdine gave the invocation.

The following directors were present at the meeting.

**Harry Brunson**  
**Willis Sanders**  
**H. Wayne DeWitt**

**Connie Shuler**  
**Henry H. Chavis, Sr.**  
**George McFadden**

**Carol Caddell**  
**Sam Gourdine**  
**Robert Vandross**

President and CEO Dwayne Cartwright, Executive Administrator Ashley Edens, General Counsel, John (Jack) Williams, and the following staff; VP of Finance Joel Stevens and VP of Berkeley Cooperative Enterprises Trena Nelson were also present at the meeting.

Chairman Brunson called for approval of the minutes of the **November 25, 2019** meeting. Upon motion by Mr. DeWitt, seconded by Mr. McFadden and unanimously passed; it was

**RESOLVED, that the Board of Directors hereby approves the minutes of the November 25, 2019, meeting as submitted.**

Chairman Brunson called for the Financial Report. Mr. Stevens discussed the financial status of Berkeley Cooperative Enterprises and Berkeley Propane Company.

**Resolutions to Authorize Guarantee of BPC Line of Credit.**

Mr. Stevens proposed a resolution to Authorize a Guarantee of the BPC line of credit. Upon motion by Mr. McFadden, and seconded by Ms. Caddell, and unanimously passed; it was

RESOLVED, that the Guarantor guarantee advances under a line of credit agreement in the aggregate principal amount of \$2,000,000.00 obtained by Berkeley Propane Company from National Cooperative Services Corporation ("NCSC") upon terms and conditions set forth in a guaranty substantially in the form of the guaranty submitted to this meeting ("Guaranty").

RESOLVED, that the individuals listed below are hereby authorized to execute and to deliver to NCSC the Guaranty.

RESOLVED, that each of the following individuals is hereby authorized in the name and on behalf of the Guarantor to execute and deliver all other such instruments and do all such other acts as in the opinion of the officer or officers acting may be necessary or appropriate in order to carry appropriate in order to carry out the purposes and intent of the foregoing resolutions:

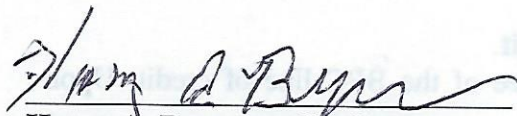
<u>Name</u>	<u>Title or Office</u>
Dwayne Cartwright,	President & CEO
Joel Stevens,	Vice President Finance
Henry Huthmacher, Jr.	Controller

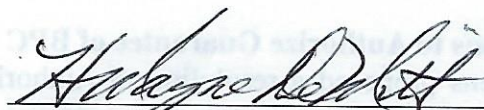
Chairman Brunson called for the Attorney's Report and Mr. Williams informed the Board of several cases which did not require any action by the board.

Chairman Brunson called for Unfinished Business. There was none.

Chairman Brunson called for New Business. There was none.

There being no further business to come before the Board, upon motion duly made, seconded and passed; the meeting was adjourned.

  
Harry A. Brunson, Chairman

  
H. Wayne DeWitt, Secretary