

Berkeley Electric Cooperative
Board Meeting
March 23, 2020
Minutes

The Berkeley Electric Cooperative Board of Trustee's meeting was held **Monday, March 23, 2020, at 1:00 P.M.** at the Headquarters in Moncks Corner.

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

The following Trustees participated via telephone:

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

President & CEO Dwayne Cartwright, Executive Administrator Ashley Edens and the following staff; VP of Finance Joel Stevens, VP of Information Technology Tony Capobianco and Manager of Communication and Public Relations Libby Roerig. The following employees participated via telephone: Manager of Marketing and Energy Services Eddie Plowden, VP of Engineering and Operations Tim Mobley, VP of Member Services Scott Shepherd, VP of Marketing and Government Affairs Mark Gaddy as well as General Counsel John B. Williams. Eddie Carrick, CPA from A Professional Corporation participated by telephone to review the current audit report. Mr. Carrick presented the audited financial report for 2019.

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

RESOLVED, that the Board of Trustees hereby approves the minutes of the February 24, 2020 Board Meeting as presented.

Chairman Brunson called for approval of the minutes from the Called board meeting on March 13, 2020. Upon motion by Mr. Chavis, seconded by Ms. Caddell, and unanimously passed; it was

RESOLVED, that the Board of Trustees hereby approves the minutes of the Called Board Meeting on March 13, 2020 Board Meeting as presented.

Committee Reports

Central Meeting Report – Wayne DeWitt

Mr. DeWitt presented information from Central and there was no action necessary.

ECSC Board Report-Willis Sanders

Mr. Sanders presented information from the ECSC Board meeting and there was no action necessary.

Audit Committee-Ms. Caddell

Mr. Cartwright stated that the committee was not able to review expenses for board and staff since this was a teleconferenced meeting.

Annual Meeting Committee-Mr. McFadden

Mr. McFadden asked that Eddie Plowden present the proposed recommendations to be taken to the full board from the Annual Meeting Committee meeting that was held on March 17, 2020.

The following items were presented to the committee for 2020 Annual Meeting of Members:

1. Early voting: based on the 2019 bylaw changes, we will offer early voting the week before the Saturday meeting. If a district is contested, we will host registration/voting on Monday-Thursday (7AM-7PM), with one day in each district. **The board committee has requested early voting, contested or not, in all districts.**
2. Petition candidates for the board: we currently require 50 petition signatures and we recommend movement to electronic registration of petition signatures. This is NOT required at the 50 level. **The board committee requests allowing for paper and electronic signatures for petition signatures to accommodate petition candidates.**
3. That the 2020 annual meeting will be held on Saturday, November 21, 2020 (80th Year). Alternate dates will need to be researched for September 2020. **Approved.**

4. That the Exchange Park Fairgrounds in Ladson be used as the annual meeting site at a cost of approximately ~\$21,000.00. If early voting is needed, authority was requested to properly set up polling in each district office. **Approved.**
5. That Lou Green presides over the annual meeting. **Approved.**
6. The updated district lines have been reviewed and approved by the committee. Minor changes to District 4, 6, 7.
7. That we continue using the vote tabulating machine and iPads for registration. **Approved.**
8. That Pam Brown be retained to coordinate the poll managers in the election of trustees. **Approved.**
9. That Taylor, Miles and Associates, P.A. be retained to conduct the certification of the election of trustees and ballot counting, if necessary. **Approved.**
10. That Bill Jordan serves as independent counsel to oversee the election of trustees. **Approved.**
11. That Eddie Plowden is authorized to arrange set up services and provide entertainment with a priority being given to local school groups and other local talent. **Approved.**
12. That consideration is given to giving a bill credit. The Board committee recommends \$30 bill credit. **Approved.**
13. That parking passes for the Employee/Board parking lot continue to be two per board member. **Approved.**
14. Board district lines have been updated for 2020 with increases in area for District 4 and 7 and decrease in District 6. **The committee has requested a full-size copy of their district to each board member.**

Upon motion by Mr. Sanders and seconded by Ms. Caddell and unanimously passed; it was

RESOLVED, that the Board of Trustees hereby approve the recommendations for the 2020 Annual Meeting as submitted.

Financial Reports- Mr. Stevens

Mr. Stevens reviewed the financial reports from January 2020.

2019 Audit Review-Mr. Carrick

Mr. Cartwright asked CPA Eddie Carrick to present the 2019 Audit Report to the Board. After some discussion, upon motion by Mr. Sanders seconded by Mr. DeWitt and unanimously passed; it was

RESOLVED, that the Board of Trustees hereby approves the 2019 Audit Report as submitted by CPA Eddie Carrick.

President/CEO Reports-Mr. Cartwright

Returning Deposits to Members-Mr. Cartwright

Mr. Cartwright proposed to board that the Cooperative refund our members deposits. The total amount would be \$4.8 million dollars in deposits to more than 33,000 members. The refund will show up as a credit on their account. There will not be any refund checks mailed out. After some discussion, upon motion by Mr. Vandross seconded by Mr. DeWitt and unanimously passed; it was

RESOLVED, that the Board of Trustees hereby approves that the members deposits be credited back to their account. The total amount will be 4.8 million dollars to about 33,000 members.

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.

New Business-

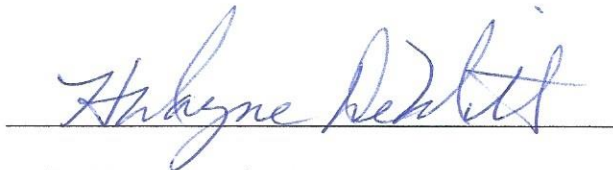
The Chairman then called for new business.

Old Business – None.

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



Harry A. Brunson, Chairman



H. Wayne Dewitt, Secretary