

Berkeley Electric Cooperative
Board Meeting
May 26, 2020
Minutes

The Berkeley Electric Cooperative Board of Trustee's meeting was held **Tuesday, May 26, 2020, at 1:00 P.M.** at the Headquarters in Moncks Corner.

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

The following Trustees were present:

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, Manager of Marketing and Energy Services Eddie Plowden and Manager of Communication and Public Relations Libby Roerig. General Counsel John B. Williams was in attendance as well.

Chairman Brunson called for approval of minutes from April'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 April 27, 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 discussing that Statewide dues may be going down, due to the conference and meetings being canceled; because of the coronavirus pandemic. There was no action necessary.

Audit Committee-Ms. Caddell

Ms. Caddell stated committee reviewed expenses for board and staff. Upon motion by Mr. DeWitt, seconded by Mrs. Shuler, and unanimously passed; it was

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

Financial Reports- Mr. Stevens

Mr. Stevens reviewed the financial reports from March 2020.

Capital Credit Retirement-Mr. Stevens

Mr. Stevens made a presentation to the board that the Retirement of Capital Credits for the 2019 year needed to be approved. Upon motion by Ms. Caddell, seconded by Mrs. Shuler and unanimously passed; it was

WHEREAS, the Board of Trustees of Berkeley Electric Cooperative, Inc. has determined that the financial condition of the Cooperative is such that it will not be impaired by the general retirement of patronage capital, and

WHEREAS, the Board of Trustees has determined the retirement of patronage capital to members will not impair the financial condition of the Cooperative;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees of Berkeley Electric Cooperative, Inc. of Moncks Corner, South Carolina, does hereby authorize the general retirement in an amount not to exceed \$5,034,283.00 subject to restrictions contained in the mortgages of lenders to the Cooperative and in accordance with the Cooperative's Policy 112 Retirement of Capital Credits.

President/CEO Reports-Mr. Cartwright

Coronavirus Update-Mrs. Roerig

Mrs. Roerig gave a brief overview of what the coop has been doing to protect our employees and our members as we prepare to open our lobbies on June 10th. There will be signage on the floors reminding our members to social distance and postings of the rules for safety set by the CDC guidelines. We have also installed sneeze guards at all the cashier stations in every district.

Service Rules and Regulations Update-Mr. Cartwright

Mr. Cartwright recommended a change to the language in Section 202.A.11 in the Service Rules and Regulations. The proposed new language is below.

“At the Cooperative’s discretion, conduits for road crossings will be installed by Cooperative personnel or contractors, or the developer, as per the Cooperative’s specifications. Cost incurred to the Cooperative for the installation of these road crossings will be paid by the developer, up front, in the form of a contribution in aid of construction. The conduit will be provided by the Cooperative”. Upon motion by Mr. McFadden, seconded by Ms. Caddell, and unanimously passed; it was

RESOLVED, that the Board of Trustees of Berkeley Electric Cooperative, Inc., hereby approves the revisions to the Service Rules and Regulations as presented and a copy is attached and made a part of these minutes.

ROW Spraying Contract Approval-Mr. Cartwright

Mr. Cartwright reviewed over the recommendation made by Adam Bradshaw, our Manager of Vegetation Operations. Mr. Bradshaw sought bids from the following qualified bidders: NaturChem, Helena, Progressive Solutions, and Southeast Woodlands. The evaluation of the bids is as follows:

	Helena	NaturChem	Progressive	Southeast
Application cost/mile	\$170.00	\$201.54	\$182.00	\$159.50
Herbicide cost/mile	\$98.50	\$89.46	\$40.00	\$70.00
Total cost/mile	\$268.50	\$291.00	\$222.00	\$229.50

The recommendation was to award the ROW Spraying contract to Progressive Solutions in the amount of \$160,000. This amount was included in our 2020 budget. Upon motion by Mr.

Gourdine, seconded by Mrs. Shuler, and unanimously passed; it was

RESOLVED, that the Board of Trustees of Berkeley Electric Cooperative, Inc., has agreed to award to Progressive Solutions, the 2020 Annual ROW Spraying Contract. This fixed-price contract total amount is \$160,000.

Net Metering and Renewable Surplus Rider-Mr. Plowden

Mr. Plowden proposed the changes to the Net metering rate. This rate will allow our members to use surplus kWh generated to carry over to the next month. The annual surplus reset date will be June 1st. This will affect 150 members on the rate.

Mr. Plowden proposed changed to the Renewable Surplus Generation Rider. This rider provides the value for every surplus kWh the member gives back to Berkeley Electric. We review the prior year for the energy, demand and add the line losses for the value. We are changing looking at the prior year to the average of the prior 3 years. This will provide a more consistent value of surplus solar for our members. The Value is changing from 5.92 Cents per kWh to 5.56 Cents. This will affect to 225 members currently on the rate. Each member has been informed of the changes. Upon motion by Mr. DeWitt, seconded by Mrs. Shuler, and unanimously passed; it was

RESOLVED, that the Board of Trustees of Berkeley Electric Cooperative, Inc., hereby approve the changes to the Net Metering and Renewable Surplus Rider Rate.

Hwy 52 Update-Mr. Cartwright

Mr. Cartwright gave a brief overview of the new Hwy 52 building project. Upon motion by Mr. DeWitt, seconded by Mr. Sanders, and unanimously passed; it was

RESOLVED, that the Board of Trustees of Berkeley Electric Cooperative, Inc., hereby approve that we move forward with the new building project on Hwy 52.

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.

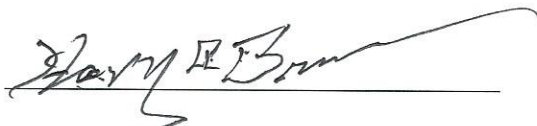
The Chairman then called for an Executive session and upon motion by Mr. Sanders, seconded by Mr. McFadden and unanimously passed, the Board went into Executive Session to discuss a personnel matter. Upon a motion, second and unanimously passed the Board came out of Executive session. The following items were approved by the board. The board has asked that Mr. Williams sign the General Counsel Engagement Agreement. The agreement is attached to the minutes. It was also discussed that three members of the board were selected to serve on the CEO search team. The following board members were selected, Robert Vandross, Wayne DeWitt and Connie Shuler.

New Business-

The Chairman then called for new business. The next board meeting will be held on June 22, 2020.

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

Memo

To: Dwayne Cartwright
From: Tim Mobley
cc: Ashley Edens
Date: May 21, 2020
Re: Annual ROW Spraying Contract for 2020

Adam Bradshaw, our Manager of Vegetation Operations, sought bids from the following qualified bidders: NaturChem, Helena, Progressive Solutions, and Southeast Woodlands. The evaluation of the bids is as follows:

	Helena	NaturChem	Progressive	Southeast
Application cost/mile	\$170.00	\$201.54	\$182.00	\$159.50
Herbicide cost/mile	\$98.50	\$89.46	\$40.00	\$70.00
Total cost/mile	\$268.50	\$291.00	\$222.00	\$229.50

I'm seeking approval to award the subject contract to Progressive Solutions in the amount of \$160,000. Please note that this is the amount that is included in the budget for 2020. If at all possible, we'd like to be able to begin this work in June.

Thank You!

Memo

To: Dwayne Cartwright
From: Tim Mobley
cc: Ashley Edens
Date: May 19, 2020
Re: Service Rules and Regulations Change – Road Crossing Installations

As we discussed previously, I am recommending a change to the Service Rules and Regulations, Section 202.A.11. The existing language in this section is as follows:

11. The owner or developer will be required to install all road crossing conduit required by the Cooperative as shown on the Cooperative's underground layout design. The Cooperative will supply the conduits to the owner or developer.

I am proposing that we change this language to the following:


“At the Cooperative's discretion, conduits for road crossings will be installed by Cooperative personnel or contractors, or the developer, as per the Cooperative's specifications. Cost incurred to the Cooperative for the installation of these road crossings will be paid by the developer, up front, in the form of a contribution in aid of construction. The conduit will be provided by the Cooperative.”

We believe that allowing our contractor to install the road crossings will result in better installations, better tracking of conduit, and improved efficiency overall. The proposed language enables the Cooperative to make the best decision, considering the circumstances at the time, and what we learn from our experiences. I'm seeking your approval, and subsequent Board approval; preferably at the May Board meeting if possible.

Thank You!



**Berkeley Electric
Cooperative, Inc.**

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BERKELEY ELECTRIC COOPERATIVE, INC.

RESOLUTION

WHEREAS, the Board of Trustees of Berkeley Electric Cooperative, Inc. has determined that the financial condition of the Cooperative is such that it will not be impaired by the general retirement of patronage capital, and

NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees of Berkeley Electric Cooperative, Inc. of Moncks Corner, South Carolina, does hereby authorize the general retirement in an amount not to exceed \$5,034,283.00 subject to restrictions contained in the mortgages of lenders to the Cooperative and in accordance with the Cooperative's Policy 112 Retirement of Capital Credits.

CERTIFICATION

I, H. Wayne DeWitt, Secretary of the Berkeley Electric Cooperative, Inc. do hereby certify that the foregoing is a true and correct copy of excerpts from the minutes of a regular meeting of the Board of Trustees of the Berkeley Electric Cooperative, Inc. of Moncks Corner, South Carolina, held on the 26th day of May, 2020 as appears in the minute book of the Corporation.



H. Wayne DeWitt, Secretary

(SEAL)

Berkeley Electric Cooperative, Inc. is an equal opportunity provider and employer.

Post Office Box 1234
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(843) 761-8200
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(843) 884-7525
Fax (843) 884-3044

www.berkeleyelectric.coop



**Berkeley Electric
Cooperative, Inc.**

Your Touchstone Energy® Cooperative 

CERTIFICATION

I, H. Wayne Dewitt, do hereby certify that: I am Secretary of Berkeley Electric Cooperative, Inc. (hereinafter called the “Cooperative”); the following is a true and correct copy of a resolution adopted by the Board of Trustees of the Cooperative at a meeting held on May 26, 2020 and entered in the minute book of the Cooperative; the meeting was duly called and due notice thereof given in accordance with the Bylaws of the Cooperative, and said resolution has not been rescinded or modified:

RESOLVED, that the Board of Trustees of Berkeley Electric Cooperative, Inc., has awarded to Progressive Solutions, the 2020 Annual ROW Spraying Contract. This fixed-price contract total amount is \$160,000.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Cooperative this 26th day of May, 2020.



H. Wayne DeWitt
Secretary



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RESOLVED, that the Board of Trustees of Berkeley Electric Cooperative, Inc., hereby approves the revisions to the Service Rules and Regulations as presented and a copy is attached and made a part of these minutes.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Cooperative this 26th day of May, 2020.



(SEAL)



H. Wayne DeWitt
Secretary

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