

Berkeley Electric Cooperative
Board Meeting
August 22, 2022
Minutes

The Berkeley Electric Cooperative Board of Trustee's meeting was held **Monday, August 22, 2022, at 1:00 P.M.** at the Moncks Corner Headquarters.

The meeting was called to order by Chairman DeWitt, Mr. Vandross gave the invocation and we stood to honor the flag and recited the Pledge of Allegiance.

The following Trustees were present:

Connie Shuler	Henry H. Chavis, Sr.	Robert Vandross
Willis Sanders	H. Wayne DeWitt	
Sam Gourdine	Sheila Powell	

Mr. Harry Brunson participated via telephone. President & CEO Michael S. Fuller, Executive Administrator Ashley Edens, and the following staff: VP of Finance Joel Stevens, VP of Engineering and Operations Tim Mobley as well as General Counsel John B. Williams were in attendance.

Chairman DeWitt called for approval of minutes from the July's board meeting which was held on July 25, 2022. Upon motion by Mr. Chavis, seconded by Mrs. Shuler, and unanimously passed; it was

RESOLVED, that the Board of Trustees hereby approves the minutes of the July 25, 2022, as presented.

Committee Reports

ECSC Board Report-Willis Sanders

Mr. Sanders stated that ECSC Communication Committee recommended, and the Board approved, a motion requiring distribution cooperatives to make a good-faith declaration to ECSC by August 31 regarding their intentions for subscribing to South Carolina Living magazine for the following year. The August 31st date preceded our usual budget meeting dates, staff want to provide early projections for 2023. For Berkeley, it would 9 issues of the magazine for a 2023 total cost (Annual Subscription Cost plus Annual Projected Postage Cost) \$636,655.

Central Meeting Report – Mr. DeWitt

Mr. DeWitt stated there was no Central board meeting this month.

CEEUS Meeting Report-Mr. Gourdine

Mr. Gourdine reviewed over highlights of the CEEUS Board meeting and discussed sales comparison from 2020-2021 and 2021-2022. He also stated that Eric Baskin is retiring after 38 years on September 2nd. CEEUS is working on an office expansion due to current office space is almost full with only a few office spaces left. He is also discussed CEEUS and Line Equipment Annual Budget highlights.

Audit Committee Report-Mr. DeWitt

The Audit Committee meet and approved expense reports from March through July. The Audit Committee asked that every board member please remember to sign and date every expense report. Upon motion by Mr. Gourdine, seconded by Mrs. Shuler, and unanimously passed; it was **RESOLVED that the Board of Trustees hereby approves the expense reports that were submitted during the audit committee.**

Policy Committee Report-Mr. Gourdine

Mr. Gourdine stated that the Policy Committee approved the recommended changes be taken to the full Board to approve the following changes to these policies: Policy 112 -Equity Management, Berkeley Bylaw Amendment Section 4.02 and 9.02 recommended to take forward to the membership, Policy 223-Cash Management, Policy 402-Sick Leave, Policy 403- Annual Leave, Policy 414-Uniforms and Dress Code, Policy 428-Equal Employment Opportunity Nondiscrimination and Affirmative Action Plan. Please see attachment for the redlined version of each policy change. Upon a motion by Mr. Sanders, seconded by Mr. Vandross and unanimously passed: it was

RESOLVED that the Board of Trustees hereby approves the changes to the Policy-112 Equity Management, Policy-223 Cash Management, Policy-402 Sick Leave, Policy-403 Annual Leave, Policy 414- Uniforms and Dress Code, Policy 428-Equal Employment Opportunity Nondiscrimination and Affirmative Action. The Board also approved to take to the Membership the amendments to the Berkeley Bylaw Section 4.02 and 9.02.

Financial Reports- Mr. Stevens

Mr. Stevens reviewed the financial reports from June 2022. Mr. Stevens reviewed over portions of the statement of operations and the balance on the Form 7.

Capital Credit Retirement Proposal-Mr. Stevens

Mr. Stevens state that BEC retired \$6,000,000 in Capital Credits in 2021. The 2022 management proposal would be to retire \$6,000,000 in 2022. The method would be \$4,000,000 to oldest years and \$2,000,000 to 2021. Upon a motion by Mr. Chavis, seconded by Mrs. Powell and unanimously passed: it was

RESOLVED that the Board of Trustees hereby approves that we will retire \$6,000,000 in Capital Credits in 2022.

President/CEO Reports-Mr. Fuller

Mr. Fuller showed the Apprentice Program video and discussed how this program has grown over the years.

The new corporate facilities, veteran's monuments dedication and ribbon cutting ceremony is scheduled for September 22nd beginning at 3:30pm. Tours and refreshments will follow the program. Tours will be held from 5-7pm. The Governor McMaster will be our honorable guest.

Executive Session

The Chairman then called for an Executive session and upon motion by Mrs. Shuler, seconded by Mr. Chavis and unanimously passed, the Board went into Executive Session. A contractual matter was discussed. Upon a motion by Mrs. Powell, seconded Mr. Vandross and unanimously passed the Board came out of Executive Session.

Overhead Contract Approval-Mr. Mobley

Mr. Mobley stated that we have received three bids for the 2022-2023 Overhead Line Extension and Improvement Contract and the bid opening was at 2pm on August 12th. After reviewing these bids for accuracy and compliance with our specifications, as your engineers we recommend that you execute a contract with Sumter Utilities, Inc. for the Overhead Contract. Mr. Mobley is seeking board approval to award the Over Contract to Sumter Utilities for a total of \$6,000,000.00 contract. Upon a motion by Mr. Gourdine, seconded by Mr. Vandross and unanimously passed: it was

RESOLVED that the Board of Trustees of Berkeley Electric Cooperative, Inc., has awarded to Sumter Utilities, Inc. the 2022-2026 Overhead Line Extension and

Improvement Contract. The labor only contract amount is \$6,000,000.00. The materials are to be furnished by Berkeley Electric Cooperative, Inc.

Attorney Report-Mr. Williams

Mr. Williams discussed a few legal cases that he is working on.

Credential Committee Appointment-Mr. Williams

General Counsel John B. Williams. Mr. Williams brought it to the attention of the Board that the 2022 Credential Committee needed to be appointed. Upon motion by Mr. Vandross, seconded by Mr. Chavis and unanimously passed; it was

RESOLVED, that the Board of Trustees hereby appoints the following members to serve on the 2022 Credential Committee: The three incumbents running for re-election (District 2,5 and 8) did not name anyone to the Credential Committee.

- | | | | |
|-------------------|-------------------------------|-------------------|----------------------------|
| District 1 | Mr. George Lloyd | District 6 | Mr. Lubert Pressley |
| District 2 | Mrs. Vaiter Litchfield | District 7 | Mrs. Barbara Pruitt |
| District 3 | Mr. William Jones | District 8 | Mrs. Margaret Holst |
| District 4 | Mr. Robert Pearson | District 9 | Mr. Bryant Carter |
| District 5 | Mr. James Gladden | | |

New Business-


The Chairman then called for new business. There was none.

Old Business – None.

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




H. Wayne DeWitt, Chairman



Connie Shuler, Secretary



Berkeley Electric Cooperative, Inc.

Your Touchstone Energy® Cooperative 

www.berkeleyelectric.coop

Post Office Box 1234, Moncks Corner, SC 29461

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

WHEREAS, the Board of Trustees has determined the retirement of patronage capital 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 \$6,000,000 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, Connie Shuler, 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 22nd day of August 2022 as appears in the minute book of the Corporation.




Connie Shuler, Secretary

(SEAL)



**Berkeley Electric
Cooperative, Inc.**

Your Touchstone Energy® Cooperative 

CERTIFICATION

I, Connie B. Shuler , 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 August 22, 2022 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 Sumter Utilities, Inc., the 2022-2026 Overhead Line Extension and Improvement Contract. This labor only contract total amount is \$6,000,000.00. The materials are to be furnished by Berkeley Electric Cooperative, Inc.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Cooperative this 22nd day of August, 2022.



Connie Shuler
Secretary

(SEAL)

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

Post Office Box 1234
Moncks Corner, SC 29461
(843) 761-8200
Fax (843) 572-1280

Post Office Box 128
Johns Island, SC 29457
(843) 559-2458
Fax (843) 559-3876

Post Office Box 1549
Goose Creek, SC 29445
(843) 553-5020
Fax (843) 553-6761

Post Office Box 340
Awendaw, SC 29429
(843) 884-7525
Fax (843) 884-3044

www.berkeleyelectric.coop