

Berkeley Electric Cooperative  
Board Meeting  
February 21, 2022  
Minutes

The Berkeley Electric Cooperative Board of Trustee's meeting was held **Monday, February 21, 2022, at 1:00 P.M.** at the Wampee Conference Center in Pinopolis.

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:

<b>Connie Shuler</b>	<b>Henry H. Chavis, Sr.</b>	<b>Robert Vandross</b>
<b>Willis Sanders</b>	<b>H. Wayne DeWitt</b>	<b>Harry Brunson</b>
<b>Sam Gourdine</b>	<b>Sheila Powell</b>	

President & CEO Michael S. Fuller, Executive Administrator Ashley Edens, and all the staff (except VP of Finance Joel Stevens) was present: Manager of Marketing and Energy Services Eddie Plowden, as well as General Counsel John B. Williams were in attendance as well.

Chairman DeWitt called for approval of minutes from the January's board meeting which was held on January 24, 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 January 24, 2022, as presented.**

**Strategic Objectives-Mr. Fuller**

Mr. Fuller briefly went over what Ms. Halverson has been working with each staff member to establish their strategic objectives. Mr. Fuller then turned it over to the staff, so they could present to the Board what their department have accomplished so far.

## **Committee Reports**

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

Mr. Sanders stated the ECSC board meeting was held on February 3<sup>rd</sup> via Webex online conference system. They discussed that U.S. Rep. James E. Clyburn addressed the cooperatives on the publication of a new book on electric cooperative history, Empowering Communities: How Electric Cooperatives Transformed Rural South Carolina.

The Communication Committee brought forth a motion to increase the price of subscriptions to South Carolina Living magazine by 1 cent to 54 cents per month.

They discussed the upcoming Washington Legislative Conference and the impact of the coronavirus protections on the activities. Washington, D.C., and Washington-area hotels have various requirements for visitors to follow, but plans are underway for meetings with legislators.

### **Central Meeting Report – Mr. DeWitt**

Mr. DeWitt stated there was no board meeting.

### **CEEUS Meeting Report-Mr. Gourdine**

Mr. Gourdine stated that the CEEUS board meet via Webex. Mr. Gourdine discussed the supply and demand issues that were discussed at Winter Conference. The fourth tractor trailer will be here on May 2022.

The CEEUS Trade Show will be on March 30, 2022, please mark your calendars. The next board meeting will be on April 7<sup>th</sup>.

### **Annual Meeting Committee-Mr. Chavis**

Mr. Chavis asked Mr. Plowden to propose the following recommendations from the Annual Meeting Committee to the Board for the 2022 Annual Meeting.

**2022 Annual meeting of members discussion:**

Drive through from 7 AM to 7 PM

Wednesday: Nov. 9<sup>th</sup> Awendaw

Thursday: Nov. 10<sup>th</sup> Johns Island

Friday: Nov. 11<sup>th</sup> Veterans Day Holiday

Tuesday: Nov. 15<sup>th</sup> Moncks Corner headquarters

Wednesday: Nov. 16<sup>th</sup> Moncks Corner headquarters 7 AM to 7 PM

Video record the meeting: to broadcast at 7 PM on social channels on Wednesday, Nov. 16th.

Calendar						
Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
Nov 6	7 3:00pm BEC - PR/ES Managers Meeting; Libby's office in MC; Libby Roerig	8	9 7:00am Annual meeting Drive Through Awendaw; Berkeley Electric Cooperative (3745 N Highway 17, Awendaw, SC 294..	10 7:00am Annual meeting Drive Through Johns Island; Berkeley Electric Cooperative Main Road, Johns Island SC	11 Veterans Day Holiday; Holiday	12
13	14	15 7:00am Annual meeting Drive through Moncks Corner; Berkeley Electric Cooperative US 52 Moncks Corner sc	16 7:00am Annual meeting drive through Moncks Corner headquarters; Berkeley Electric Cooperative US52 ...	17	18	19

Basic report to the Board Committee in January is covered above. Community member engagement meetings to be further considered and developed. Rotating the meeting around Awendaw, Johns Island and Moncks Corner headquarters. Goose Creek property is too small to accommodate large crowds.

Board District: Jason has completed changing of lines to balance districts, using road boundaries and including growth areas for each district. Discussion with the Annual meeting board Committee February and recommended for approval at the February board meeting.

**Upon motion by Mr. Vandross, seconded by Mr. Sanders, and unanimously passed it was**

**RESOLVED, that the Board of Trustees hereby approves the recommendation for the 2022 Annual Meeting as presented.**

## **Financial Reports- Mr. Stevens**

Mr. Stevens reviewed the financial reports from December 2021. Mr. Stevens reviewed over portions of the statement of operations and the balance on the Form 7.

## **President/CEO Reports-Mr. Fuller**

### **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. There was discussion regarding the Bylaws. Upon a motion by Mr. Gourdine, seconded by Mr. Sanders second and unanimously passed the Board came out of Executive session.

## **Updated Bylaws of Berkeley Electric Trust-Mr. Williams**

Mr. Williams proposed the following changes to the Bylaws of the Berkeley Electric Trust.

### **ARTICLE XXV AMOUNT OF EXPENDITURES**

Unless otherwise provided by these By-laws and in keeping with the purpose of this trust the Board of Trustees of the TRUST may make annual expenditures of TRUST funds by majority vote of

members present at a meeting and constituting a quorum according to the following rules:

A. Not more than FIVE THOUSAND AND NO/100THS (\$5,000.00) DOLLARS, every three years to any individual or family unit who is a member of the Cooperative. However, the board holds the discretion to reduce the time period between donations to an individual in dire circumstances.

B. Not more than TEN THOUSAND AND NO/100ths (\$10,000.00) DOLLARS, every three years to any group, organization, charity or like organization.

C. A \$2,500 scholarship will be presented to a graduating senior at each of the high schools served by Berkeley Electric Cooperative. Three (3) \$2,500 at-large scholarships will be for members' children who are seniors attending neighboring (non-BEC) high schools or homeschooled

seniors. The Trust Board Scholarship Committee will conduct the approval process and award the scholarships based on the guidelines specified in the scholarship application. The number of scholarships and dollar amounts is subject to change based on Trust funds availability each year.

**Attorney Report-Mr. Williams**

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

**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

