

REGULAR MEETING OF MEMBERS OF THE BOARD

December 19, 2022

A regular meeting of the members of the Board of Trustees of Fairfield Electric Cooperative, Inc., was held on Monday, December 19, 2022, at 12:30 p.m. at the cooperative headquarters in Blythewood, South Carolina. The following board members were present:

Mitchell D. Rabon	Robert Entzminger	Peggy D. Swearingen
Timothy L. Hopkins	Cynthia Able	Derial L. Ogburn
John E. Roberts, III	Donald Keith Lewis	Robert K. Miles
Michael Good	Bruce E. Honeycutt	

Attorney John DuBose was present.

President Mitch Rabon called the meeting to order. Robert Entzminger gave the invocation.

The November 28, 2022, meeting minutes were approved as presented upon motion made by Keith Lewis, seconded by Robert Entzminger, motion carried.

Upon motion made by Michael Good, seconded by Bruce Honeycutt, motion carried, 209 new consumers for the month of November were accepted as members of Fairfield Electric Cooperative, Inc.

A list of delinquent accounts totaling \$1,854.48 for the month of November was presented for consideration for write off as uncollectible. Upon motion made by Bruce Honeycutt, seconded by Timothy Hopkins, motion carried, authorization was granted to write these off against the cooperative's reserve for uncollectible accounts.

A list of deceased patron's estates requesting payment of their capital credits was presented for consideration. After discussion and upon motion made by John Roberts, seconded by Derial Ogburn, motion carried, the following resolution was adopted:

The estates of 14 deceased members have requested the Board of Directors give consideration to approving the retirement of \$6,518.13 as an administrative convenience to the estates. After reviewing the Cooperative's financial statements and determining such retirement will not adversely impact the Cooperative's financial condition, management recommends capital credits totaling \$6,518.13 be approved for payment. In addition, it should be noted that such approval does not obligate this Board or any future Board to retire the capital credits of the estates of deceased members presented at any future date.

REGULAR MEETING OF MEMBERS OF THE BOARD CONTINUED

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Bruce Bacon reviewed and discussed the financial reports for the month of November with the Board.

Bruce Bacon reported Operation Round Up's board met on December 12th and made donations to a fire victim and several needy families.

Bruce Bacon provided updates on security system sales and service and reported RDA funds have been paid as follows: \$150,000.00 to I-77 Alliance for the Richland County Industrial Park and \$150,000.00 to Central SC Alliance also for the Richland County Industrial Park.

Information on NRECA's Annual Meeting / Power Xchange Conference to be held March 5 – 8 in Nashville was reviewed. After discussion and upon motion made by Timothy Hopkins, seconded by Keith Lewis, motion carried, the following trustees were authorized to attend:

Mitchell D. Rabon	Robert Entzminger	Peggy D. Swearingen
Timothy L. Hopkins	Cynthia Able	Derial L. Ogburn
Donald Keith Lewis	Michael Good	Bruce E. Honeycutt

Keith Lewis reported construction of the Winnsboro Office building continues to progress with the majority of the work completed except for final finishing details. Bruce Bacon also reported the aesthetic concern with the bathroom window has been resolved.

Mitch Rabon and Bruce Bacon provided an update on Central Electric and the pending lawsuit as to governance of Central and advised that depositions will occur in the first weeks of 2023. Peggy Swearingen suggested Board Members may want to show support of our Central trustees by attending the meeting on January 18, 2023, at 9:30 a.m., and suggested they should have a prepared statement in case Board Members are asked to speak or comment at the meeting. Approval was granted for Board Members that are able to attend, to do so.

Derial Ogburn provided an update on The Electric Cooperatives of SC and their recent Annual Meeting and Board Meeting. Mr. Ogburn reported no response from Mike Couick on salaries and benefits of executive officers.

Robert Entzminger provided an update on CEEUS. Mr. Entzminger reported that it is basically the same and there has been no change.

John Roberts provided an update on the Trustee Association and the Advisory Board meeting for the association. The next Trustee Association meeting is scheduled for the first of week of May, 2023, in Charleston.

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Old Business: Keith Lewis inquired as to status of the bylaws update. Mitch Rabon reported that Jay Bender is working on updates of the bylaws for the Board and should have a draft ready for review by the end of January 2023. Mr. Rabon reiterated that the Board will have to review the recommendations and draft bylaws line by line and that the review will be intensive.

Mr. Bacon mentioned that the Legislative meeting will be held February 7, 2023 at the Columbia Convention Center.

New Business: Derial Ogburn mentioned the Nashville meeting and the need for strategic planning by the Board. Mr. Ogburn also brought up looking into grants relating to cellular broadband service and the possibility of a feasibility study being done to look at options. Mr. Bacon agreed and suggested hiring a consultant. Michael Good asked when the last strategic meeting was done. Mr. Bacon said another one will be this fall. Keith Lewis asked about security at the substations, in light of the recent sabotage of substations in other jurisdictions. Peggy Swearingen asked if there are cameras in place. Mr. Bacon replied that a couple of the substations have cameras and more may be installed but there's only so much that can be done. Mr. Bacon continued with an example of bulletproof coating of transformers with Kevlar, but testing proved the coating could not withstand the heat generated from transformer. There are a total of 22 substations in FEC boundaries.

Upon motion made by Michael Good, seconded by Keith Lewis, motion carried, the Board moved into executive session. Mr. Rabon dismissed all but the Executive Board members.

Upon motion made by John Roberts, seconded by Timothy Hopkins, motion carried, the Board moved out of the executive session.

There being no further business to come before the Board, the meeting was adjourned.

Signed: _____
Robert K. Miles, Secretary
APPROVED

ATTEST: _____
Mitchell D. Rabon, President