

REGULAR MEETING OF MEMBERS OF THE BOARD

July 24, 2023

A regular meeting of the members of the Board of Trustees of Fairfield Electric Cooperative, Inc., was held on Monday, July 24, 2023, at 12:30 p.m. at the cooperative headquarters in Blythewood, South Carolina. The following board members were present:

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

Attorney John K. DuBose, III was present.

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

President Rabon welcomed Trey Boone of E-Sources. Upon motion made by Cynthia Able, seconded by Robert Entzminger, motion carried, to enter into executive session for Mr. Boone to present and discuss the wage and salary study with the board.

At the conclusion of executive session, a motion was made by Derial Ogburn, seconded by John E. Roberts, III, motion carried, the Board came out of executive session and into the regular Board meeting.

Bruce Bacon will present a recommendation for a requested funding amount for wage and salary adjustments at the next meeting.

Upon motion made by Timothy L. Hopkins, seconded by Bruce E. Honeycutt, motion carried, the minutes of the June 26, 2023, meeting were approved as presented.

Upon motion made by Cynthia Able, seconded by Bruce E. Honeycutt, motion carried, 276 new consumers for the months of June were accepted as members of Fairfield Electric Cooperative, Inc.

A list of delinquent accounts totaling \$2,175.36 for the month of June was presented for consideration for write off as uncollectible. Upon motion made by Timothy L. Hopkins, seconded by Bruce Honeycutt, 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 E. Roberts III, seconded by Derial Ogburn, motion carried, the following resolution was adopted:

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July 24, 2023

The estates of 25 deceased members have requested the Board of Directors give consideration to approving the retirement of \$12,811.56 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 \$12,811.56 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.

Bruce Bacon, Chief Executive Officer, reviewed and discussed the following with the Board:

- the monthly financial report for June, 2023
- the quarterly controllable expense report of April, May and June of 2023
- updates on Operation Round Up - the next Operation Round Up meeting is August 21, 2023 at 5:00 PM at the Fairfield Electric Coop office in Blythewood
- Strategic Planning dates of September 25 & 26, 2023. Bruce Bacon reported that the regular board meeting will take place on September 25, 2023 for half a day and the remainder of the 25th the Trustees will meet as to a strategic plan. The strategic plan meeting with the Trustees and staff will take place on September 26th.
- Ribbon cutting ceremony that was held on July 13, 2023 at the Winnsboro Office

President Mitch Rabon provided an update on Central Electric Power Cooperative ("Central"). Mr. Rabon reported that the new Bylaws states that a Trustee of Central does not have to act solely on behalf of Central's best interest. Mr. DuBose confirmed that the interests of the member cooperative that appointed a Central Trustee could also be considered by a Central Trustee. A Trustee is afforded legal protection by the business judgment rule provided they act in good faith in discharge of their duties.

President Mitch Rabon presented that Central Electric Power Cooperative will host a dinner forum to offer local board members of Aiken, Black River, Fairfield, Mid-Carolina and Newberry Electric Cooperatives an update on Central. The meeting is set for Monday, October 2, 2023 in Columbia from 5:00 to 8:00 p.m. Upon motion made by Derial Ogburn, seconded by Peggy D. Swearingen, motion carried, the following Board Members are authorized to attend the meeting on October 2, 2023:

Cynthia Able
Bruce E. Honeycutt
Robert K. Miles
John E. Roberts, III

Robert Entzminger
Timothy L. Hopkins
Derial L. Ogburn
Peggy D. Swearingen

Michael Good
Donald Keith Lewis
Mitchell D. Rabon

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July 24, 2023

Derial Ogburn provided an update on The Electric Cooperatives of SC. Mr. Ogburn reported that there was a meeting with the Governmental Affairs Committee via Zoom. Mr. Ogburn also reported on the new training facility. Mr. Ogburn reported that the cost to build the new training facility is about \$20 million dollars. Mr. Ogburn reported that method of division and apportionment of facility costs amongst the cooperatives has, to his knowledge, not been determined.

Robert Entzminger provided an update on CEEUS. Mr. Entzminger reported that he has not heard anything on the expansion of the distribution center. Mr. Entzminger reported that FEC receives a patronage check back each year representing a portion of savings obtained by purchasing materials and larger bulk quantities for the 20 Coops of South Carolina. Entzminger and Bruce Bacon do not share in information on CEEUS's executive salaries but its existence is wholly premised on power derived from the member cooperatives. Mr. Entzminger has stated that he has been assured the Coops of South Carolina would receive priority on all materials in the event of possible material shortages.

John Roberts provided an update on the Trustee Association. Mr. Roberts reported that there has been no change since the last meeting. Mr. Roberts reported that the leadership has changed as reported at the June 26, 2023 board meeting.

Old Business: Cynthia Able reported that a concerned constituent reached out to Ms. Able about a tree falling on her house and power lines. Ms. Able reported that FEC staff promptly addressed the issue and was able to resolve the issue. Ms. Able commended Bruce Bacon on a quick resolution to the issue.

New Business: None

There being no further business to come before the Board, and upon motion made by Derial Ogburn, seconded by Timothy L. Hopkins, motion carried, the meeting was adjourned.

Signed: _____

Robert K. Miles, Secretary
APPROVED

ATTEST: _____

Mitchell D. Rabon, President