

REGULAR MEETING OF MEMBERS OF THE BOARD

February 26, 2024

A regular meeting of the members of the Board of Trustees of Fairfield Electric Cooperative, Inc., was held on Monday, February 26, 2024, 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 E. Able	Derial L. Ogburn
John E. Roberts, III	Donald Keith Lewis	Robert K. Miles
William Michael Good	Bruce E. Honeycutt	

Attorney John DuBose was also present.

President Mitch Rabon called the **meeting to order**.

Robert Entzminger gave the invocation.

President Rabon welcomed and introduced auditors with Elliott Davis who reviewed and discussed the 2023 audit with the Board. The audit found that the Cooperative's financial statements are materially correct. No internal weaknesses in internal controls were found or identified. The financial records comply with the requirements. The 2023 audit was accepted as presented upon motion made by Derial Ogburn, seconded by Bruce Honeycutt, motion carried.

President Rabon welcomed the IT Department, Marvin Price, of Fairfield Electric to the meeting and discussed the following:

- Mr. Price discussed the set-up plan for the new tablets for the Board.
- Ransomware precautions were discussed.
- Building security, security badges, and access control to the building were discussed as well as cell phone security.
- Common scamming plots were discussed.
- Phishing schemes were discussed and tips to identify phishing were reviewed.
- Smishing (SMS) – scams by text messaging were discussed.
- Password protocols were discussed.

Upon motion made by Keith Lewis, seconded by Bruce Honeycutt, motion carried, the **minutes of the meeting held on January 22, 2024** were approved as presented.

Upon motion made by Micheal Good, seconded by Robert Entzminger, motion carried, **235 new consumers** for the month of January were accepted as members of Fairfield Electric Cooperative, Inc.

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A list of **delinquent accounts totaling \$4,693.19** for the month of January was presented for consideration for write-off as uncollectible. Upon motion made by Cynthia Able, seconded by Timothy Hopkins, motion carried, authorization was granted to write these off against the cooperative's reserve for uncollectible accounts.

Bruce Bacon, Chief Executive Officer, reviewed and discussed:

- the monthly financial reports for the month of January. Expenses and budgeting are in good order.
- **Operation Round Up meeting** was held on February 19, 2024, where two fire victims, two individuals and three organizations were given donations. Further donations will be taken up at the next meeting in April of 2024.
- Travel packages for the NRECA Annual Meeting (Power Xchange) in San Antonio, TX.
- The 2024 CEEUS Trade Show will take place on March 27, 2024. Mr. Bacon to check on the details and provide the information to the Board of Trustees.

Mr. Bacon discussed uncashed checks in the disbursement in the Cook case.

- Mr. Bacon reported that the disbursement checks were mailed in 2021 and again in 2023.
- Mr. Bacon reported that there is a significant sum of uncashed checks.
- Mr. Bacon reported that outstanding disbursements for active accounts will be applied as a bill credit.
- Mr. Bacon discussed a potential question to membership regarding registration gift preferences to be voted upon at the 2024 annual meeting.
- At the annual meeting, members will be asked if they would prefer a one-time credit to their power bill or an actual tangible gift.

Upon motion made by Kenny Miles, seconded by Keith Lewis, motion carried, the two recommended questions of preference of a \$20.00 power bill credit or a tangible registration gift to be asked prior to the 2024 annual meeting, is approved.

In accordance with Bylaws Section 3.06, and upon motion made by Keith Lewis, seconded by Derial Ogburn, Mr. Ronald Friday was replaced by Jimmy Jackson on the Credentials and Election Committee. This was necessitated by the fact that Ronald Friday is a candidate for Trustee. Motion was approved unanimously.

In accordance with state law, the incumbent trustees John Roberts, Michael Good, and

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Bruce Honeycutt, seeking re-election recused themselves from the discussion and vote as to the appointment of the Credentials and Election Committee and all exited the room prior to discussion and vote. The Credentials and Election Committee as provided by the Bylaws establishes and approves the manner of conducting member registration and any ballot, voting, registration, and election matters as fully set forth in Section 3.06. Upon motion made by Timothy Hopkins, seconded by Robert Entzminger. The following members were presented and approved unanimously for the Credentials and Election Committee. After this vote the three incumbent board members returned to the Board meeting.

Joseph B. (Ben) Connell		
Keith Bailey	Willie Belton	Al Bozard
Sheila Bracey	Jody Brazell	Sarah Coleman
William Coleman	Randy Frick	Jimmy Jackson
Samuel Henry	Thomas Martin	Tommy Raines
Jim Stroman	Creighton Taylor	Willie Thompson
John Trapp	J.C. Trapp	Frances Jane Wright

Upon motion by Timothy Hopkins, seconded by Robert Entzminger, and approved unanimously, the Board approved the use of the Fairfield Election Commission for 2024 Trustee election.

The following members were appointed to the Member Advisory Committee for 2024 upon motion made by Robert Entzminger seconded by Donald Keith Lewis, and unanimously approved:

Mr. and Mrs. Freddy Armstrong
Mr. and Mrs. Roddy Armstrong
Derrell Atkinson
Thomas & Robin Beam
Willie & Pat Belton
June Blume
Eukie (Al) & Pamela Bozard
Floyd & Sheila Bracey
Jody Brazell
Lonnie Campbell & Wanda Carnes
Ruby Carter
Sarah Coleman
William Coleman
Joseph B. (Ben) & Kristin Connell
Ed & Gerri Cooper

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Katherine Dixon
Randy Frick
Harry and Susan Goff
John Hancock
George & Willie Mae Harris
James & Linda Jackson
Joseph (Jack) & Lori James
Lane Kimbrell
Heyward & Dee Mattox
Tim & Mary Beth McSwain
Norman & Iola Nelson
Thomas & Patricia Nelson
Billy and Patricia Norsworthy
Dr. & Mrs. Harmon Patrick
Carl & Mary Payne
Robbie Powers
Wallace Preston
Lloyd Qualls
Tommy & Kathy Raines
Anthony Reynolds
James Richardson
Neysa Rimer
Steve & Gail Rogers
Wilbure & Eleanor Savage
Bill & Dixie Schott
Bill and Cheryl Schwartz
Glen & Nancy Smith
Derrick Stanley
Jim Stroman
Mr. and Mrs. Creighton Taylor
Willie L. Thompson
J.C. & Patricia Trapp
John & Rosetta Trapp
Jackie and Tonya Watts
Francis Jane Wright
Stanley & Cathy Washington
Jim and Linda Wheaton

Mr. Rabon and Mr. Bacon discussed the responsibilities of the Credentials and Election Committee.

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- Credentials and Election Committee will be responsible for the ballot process.
- Contract between Fairfield Electric Cooperative and Fairfield County Election Commission
- Committee members should attend as observers only
- Attend election days to observe and confirm that bylaws are being complied with

Mr. Rabon and Mr. Bacon discussed the benefits of using the Fairfield Election Commission to oversee voting at the 2024 annual meeting. Upon motion made by Timothy L. Hopkins, seconded by Robert Entzminger, motion carried, the Fairfield Election Commission to oversee voting at the 2024 annual meeting was unanimously approved.

Mr. Rabon reported that all board members need to execute their Annual Certification of Conflicts of Interest forms and turn them in.

Mitch Rabon and Bruce Bacon provided an update on Central Electric Power Cooperative.

- Securitization efforts do not look like they will take place this year.
- The rate impact of the Cook exceptions is being reviewed and FEC will need to monitor the situation.
- Mitigation options and efforts to address rate impacts were discussed.
- Member education about pending rate increases will be needed.

Derial Ogburn provided an update on The Electric Cooperatives of SC.

A motion to enter Executive Session was made by Derial Ogburn and seconded by Keth Lewis, motion carried unanimously.

A motion to exit Executive Session was made by Timothy Hopkins, seconded by Robert Entzminger, motion unanimously carried.

Robert Entzminger provided an update on CEEUS, Inc

- Facility in Virginia will be opening in March/April.
- It is expected that with cost structures the Maryland and Virginia customers of the facility will help fund the facility construction cost.
- The CEEUS Trade Show is occurring on March 27, 2024.

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John Roberts provided an update on the Trustee Association.

- Trustee Association conference is scheduled for May 13-15, 2024, in Charleston, SC.
- The registration fee has increased from \$50.00 to \$150.00.

Old Business:

- Potential revisions to Policy 21 were discussed that would allow for tuition reimbursement of line worker certification programs.
- Candidates will need pre-approval to participate in the reimbursement program.
- Bruce Bacon discussed the line worker reimbursement program and existing reimbursement programs will require that an employee repay tuition expenditures made by the Cooperative if an employee ends employment with the Cooperative before completing 3 years of service.

New Business:

Mitch Rabon congratulated Cynthia Able for receiving the Director Gold Certificate.

There being no further business to come before the Board, a motion was made by Robert Entzminger, seconded by John Roberts, motion carried and approved, the meeting was adjourned.

Signed: _____
Robert K. Miles, Secretary
APPROVED

ATTEST: _____
Mitchell D. Rabon, President