

Berkeley Electric Cooperative
Board Meeting
April 26, 2021
Minutes

The Berkeley Electric Cooperative Board of Trustee's meeting was held **Monday, April 26, 2021, at 1:00 P.M.** at the Headquarters in Moncks Corner.

The meeting was called to order by Chairman DeWitt, Mr. Vandross gave the invocation.

The following Trustees were present:

Connie Shuler	Henry H. Chavis, Sr.	Robert Vandross
Willis Sanders	H. Wayne DeWitt	Harry Brunson
Sam Gourdine	George McFadden	

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, Chairman of the Trust Board Bonny Luthy, VP of Member Services Amy Langdon as well as General Counsel John B. Williams. Eddie Carrick, CPA from A Professional Corporation was present to review the current audit report. Mr. Carrick presented the audited financial report for 2020.

Chairman DeWitt called for approval of minutes from the March's board meeting, which was held on March 22, 2021. Upon motion by Mr. Sanders, seconded by Mr. Brunson, and unanimously passed; it was

RESOLVED, that the Board of Trustees hereby approves the minutes of the March 22, 2021 Board Meeting as presented.

Berkeley Trust Discussion-Mrs. Langdon and Ms. Luthy

Mrs. Langdon proposed to the Board the changes to the Trust Board Bylaws. The proposed changes are attached. Upon motion by Mr. Sanders, seconded by Mrs. Shuler, and unanimously passed; it was

RESOLVED, that the Board of Trustees hereby approves the recommendation made to the Trust Board Bylaws as proposed.

Committee Reports

ECSC Board Report-Willis Sanders

Mr. Sanders presented information from ECSC's 2020 Audit and there was no action necessary.

Mr. Sanders also discussed that Wild Dunes is limiting capacity for the ECSC Summer

Conference reception even though it will be held outside.

Central Meeting Report – Mr. DeWitt

Mr. DeWitt presented information from Central and there was no action necessary.

CEEUS Meeting Report-Mr. Gourdine

Mr. Gourdine presented information from CEEUS and there was no action necessary. Mr.

Gourdine discussed the renovations that CEEUS is working on their offices and their

warehouses.

Financial Reports- Mr. Stevens

Mr. Stevens reviewed the financial reports from February 2021.

CFC Headquarters Bridge Loan-Mr. Stevens

Mr. Stevens proposed that the Board approve the line of credit from CFC. Upon motion by Mr. Gourdine, seconded by Mrs. Shuler, and unanimously passed; it was

RESOLVED, that the Cooperative establish a line of credit and authorize borrowing from National Rural Utilities Cooperative Finance Corporation (“CFC”) in an amount which shall not at any one time exceed \$31,236,782.00 (the "Line of Credit Amount"), subject to the provisions of the Line of Credit Agreement substantially in the form submitted to this meeting (the "Line of Credit Agreement"); and,

RESOLVED, that the individuals listed below are hereby authorized to execute and to deliver to CFC the Line of Credit Agreement.

RESOLVED, that each of the following individuals is hereby authorized in the name and on behalf of the Cooperative to execute and to deliver all such other documents and instruments as may be necessary or appropriate, to execute any future amendments to said Line of Credit Agreement as such individual may deem appropriate within the Line of Credit Amount so authorized and to do all such other acts as in the opinion of such authorized individual acting may be necessary or appropriate in order to carry out the purposes and intent of the foregoing resolutions:

Office or Title Name (typed or printed)

President and CEO Michael S. Fuller

VP of Finance Joel Stevens

2020 Audit Review-Mr. Carrick

Mr. Fuller asked CPA Eddie Carrick to present the 2020 Audit Report to the Board. After some discussion, upon motion by Mr. Gourdine seconded by Mr. McFadden and unanimously passed; it was

RESOLVED, that the Board of Trustees hereby approves the 2020 Audit Report as submitted by CPA Eddie Carrick.

President/CEO Reports-Michael Fuller

Mr. Fuller informed the Board that James Wiggins our new VP of IT started today. All employees are back and our lobbies are now open to the public.

Executive Session

The Chairman then called for an Executive session and upon motion by Mr. Sanders, seconded by Mr. Gourdine and unanimously passed, the Board went into Executive Session. Upon a motion by Mrs. Shuler, seconded by Mr. Sanders second and unanimously passed the Board came out of Executive session.

2021-2023 Street Light Repair Contract-Mr. Mobley

Mr. Mobley proposed that the 2021-2023 Street Light Repair Contract be award to Sumter Utilities. Upon motion by Mr. McFadden 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 2021-2023 Street Light Repair Contract. This labor only contract total amount is \$770,000. The materials are to be furnished by Berkeley Electric Cooperative, Inc.

Johns Island Old District Office-Mr. Williams

Mr. Williams discussed the current appraisals on the property. We also have received two offers.

Upon motion by Mr. Brunson seconded by Mr. Sanders and unanimously passed; it was

RESOLVED, that the Board of Trustees hereby approves that Mr. Williams will continue with the negotiations for this property

Hwy 176-Mr. DeWitt

Mr. DeWitt presented information about the Hwy 176 property and there was no action necessary.

Attorney Report-Mr. Williams

Mr. Williams said that Peggy Pinnell has requested to attend the next board meeting. Upon a motion by Mr. Sanders seconded by Mr. Gourdine and unanimously passed; it was

RESOLVED, that the Board of Trustees hereby approves that Peggy Pinnell will be allowed to attend the next board meeting.

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