

RESOLVED, that the Board of Trustees hereby approve the expense reports that were submitted during the audit committee.

Cooperative Building Solutions Presentation on the 176 Office Project and JI Project-

Tim Masa the President of CBS, presented an update on the Design Development and Estimate Review of the 176 Office Project. Mr. Masa also updated us on the Johns Island Project.

Financial Reports- Joel Stevens

Mr. Stevens reviewed the financial reports from July 2019.

President/CEO Reports-Dwayne Cartwright

Hurricane Dorian Storm Recap- Mr. Mobley

Mr. Mobley reviewed over a time line of events during Hurricane Dorian. By Sunday, most of the remaining work was in the Johns Island District, as were most of the resources left on our system. On Monday, we were still doing some “sweeping” or “clean-up” in Johns Island.

Request for Additional ROW Contract Funds-Mr. Mobley

Mr. Mobley reviewed over the Vegetation Management Lump Sum Contract. In previous years, our Lump Sum contractors have fallen behind on their work and have not been able to complete the work assigned to them. That has put us behind on our desired 4-year cycle. This year, they are on target to get the work assigned to them on their respective contracts completed. We have used some of the T&E contract amount to try and cut some areas previously left behind. We have some specific ROW in our Strawberry substation area that we believe we should finish this year if possible. However, we would exceed our budget for these contracts if we did this work. As such, we are seeking approval for an additional \$150,000, 3.8% of the budgeted contract amounts above, to complete this work in 2019. Upon a motion by Mr. DeWitt, seconded by Mrs. Shuler and unanimously passed; it was

Berkeley Electric Cooperative
Board Meeting
September 23, 2019
Minutes

The Berkeley Electric Cooperative Board of Trustees's meeting was held **Monday, September 23, 2019, at 1:00pm.** at the Headquarters in Moncks Corner.

The meeting was called to order by Chairman Brunson, Mr. Gourdine gave the invocation.

The following Trustees were present:

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

President & CEO Dwayne Cartwright, Executive Administrator Ashley Edens, and the following staff; VP of Finance Joel Stevens, VP of Economic Development and Government Affairs Mark Gaddy, VP of Engineering and Operations Tim Mobley, VP of Member Services Scott Shepherd, and the VP of Human Resources Louise Meade as well as General Counsel John B. Williams.

The President of Cooperate Building Solutions, Tim Masa, Architect with M+H Architects, Todd Gilmore, Engineer with Stantec Josh Lily updated us on the new Johns Island District office as detailed below.

Chairman Brunson called for approval of minutes from the August board meeting. 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 August 26th, 2019 Board Meeting as presented.

Committee Reports

Audit Committee Report- Connie Shuler

Mrs. Shuler said that committee reviewed expenses for board and staff. Upon motion by Mr.

DeWitt, seconded by Mrs. Shuler, and unanimously passed; it was

RESOLVED, that the Board of Trustees hereby approves that we add an additional \$150,000, 3.8% to the budget contract amount for the Vegetation Management Lump Sum Contract.

**Vegetation Management Board Report
As of Month Ending August 2019**

Lump Sum Contract
Total Budget = \$3,000,000
Average Number of Crews = 13

<u>District</u>	<u>Annual Budget</u>	<u>Invoiced Amount</u>	<u>Remaining Budget</u>	<u>Planned Miles</u>	<u>Y-T-D Miles</u>	<u>Percent Complete</u>
Awendaw	\$ 656,182.87	\$ 656,182.87	\$ -	84.51	84.51	100%
Goose Creek	\$ 572,135.56	\$ 459,540.39	\$ 112,595.17	50.77	39.34	77%
Johns Island	\$ 834,688.54	\$ 359,039.01	\$ 475,649.53	117.96	50.67	43%
Moncks Corner	\$ 739,507.43	\$ 739,507.43	\$ 0.00	101.94	101.94	100%
Totals	\$ 2,802,514.40	\$ 2,214,269.70	\$ 588,244.70	355.18	276.46	78%

Time and Equipment (T&E) Contract
Total Budget = \$950,000
Average Number of Crews = 5

<u>District</u>	<u>Annual Budget</u>	<u>Invoiced Amount</u>	<u>Remaining Budget</u>	<u>Y-T-D Miles Cleared</u>	<u>Y-T-D Service Orders</u>	<u>Y-T-D Work Orders</u>	<u>Y-T-D Trees Removed</u>
AW/GC/JI/MC	\$ 950,000.00	\$ 855,855.47	\$ 94,144.53	31.9	265	116	967
Totals	\$ 950,000.00	\$ 855,855.47	\$ 94,144.53	31.9	265	116	967

Executive Session-

The Chairman then called for an Executive session and upon motion by Mr. DeWitt, seconded by Mr. Sanders and unanimously passed, the Board went into Executive Session to discuss a contractual matter. Upon a motion, second and unanimously passed the Board came out of Executive session.

2019 Affirmative Action Plan-Louise Meade

Mr. Cartwright called on VP of Human Resources, Louise Meade, to present the 2019 Affirmative Action Plan. Upon a motion by Mr. Sanders, seconded by Ms. Caddell, and unanimously passed; it was

RESOLVED, that the Board of Trustees adopt the 2019 Affirmative Action Plan as submitted.

Employee Insurance Update-Mr. Stevens

Mr. Stevens discussed the recommendation to handle the medical increases. There were two recommendations one for BEC to absorb the increase and to modify the plan by doing the following:

1. Adding 90% Co-insurance deductible up to \$500 Single/\$1,000 Family (max out of pocket \$3,500/\$7,000).
2. Restructure Enhanced plan to mirror HDHP max out of pocket \$3,500/\$7,000
3. Add \$500 Emergency Room Deductible
4. Enhanced lower primary care copay to \$20, increase specialist to \$40. Both were same at \$25.

Mr. Stevens also discussed the recommendation to handle the dental insurance increase. It is recommended that BEC absorb the 4.0% = \$17,954 increase. The 4.0% increase carries a 2 year rate guarantee. Upon a motion by Mr. Sanders seconded by Mr. McFadden and unanimously passed; it was

RESOLVED, that the Board of Trustees hereby approves the above recommendation to have Berkeley Electric Cooperative to absorb the rate increase and plan changes for the medical and dental insurance plans.

NRECA 401k Pension Plan-Eligibility Change-Mr. Stevens

Mr. Stevens discussed the following changes to the eligibility for NRECA 401k Pension Plan.

WHEREAS, Berkeley Electric Cooperative, Inc. is participating in the NRECA sponsored defined contribution plan, the 401(k) Pension Plan (the "401(k) Plan"), and;

WHEREAS, the Board of Trustees of Berkeley Electric Cooperative, Inc. ("the Board") now desires to amend this plan pursuant to Section 18.2 of the 401(k) Plan document and does hereby authorize the amendments effective November 1, 2019, by executing the appropriate Adoption Agreements;

BE IT RESOLVED, that the amendments to the 401(k) Plan are as follows:

Eligibility Requirements

The Eligibility period for Employees who were hired, rehired or transferred to the Cooperative on or after January 1, 2009, to become Participants and begin making Employee Elective Contributions shall be changed from the first of the month coincident with or next following completion of one year of eligible service and attainment of age 21 to the first of the month coincident with or next following completion of three months of eligible service.

The Eligibility period for Employees who were hired, rehired or transferred to the Cooperative on or after January 1, 2009, to receive Employer Matching shall be changed from the first of the month coincident with or next following completion of one year of eligible service and attainment of age 21 to the first of the month coincident with or next following completion of one year of eligible service.

Excluded Class of Employees

The Plan shall be amended to add additional classes of Employees from participation:

- Part-Time, Temporary and/or Seasonal Employees who have not completed 1,000 hours within a year of eligible service and have not attained age 21

Notwithstanding the foregoing excluded class, any part-time, seasonal or temporary employee who completes at least 1,000 hours of service in any eligibility computation period will be an eligible employee. All other employees who meet the age and service requirements of the aforementioned benefit programs will be eligible to participate.

BE IT FURTHER RESOLVED, that the Board recognizes that, in the event of an audit, the IRS or other regulatory authority may take the position that this job classification may have the effect of improperly excluding employees who have already met the age and service requirements and deem this classification to be discriminatory. The correction, due to an audit, might entail additional contributions, earnings and a penalty fee for which the Cooperative shall retain liability.

BE IT FURTHER RESOLVED, that the Board recognizes that certain nondiscrimination tests will be required to be performed with respect to this plan amendment. The Board further recognizes that any corrective action necessitated as a result of annual nondiscrimination testing would likely entail additional contributions for which the Cooperative shall retain liability.

BE IT FURTHER RESOLVED, that the Board does hereby authorize and direct Dwayne Cartwright, the President & CEO, to execute all necessary documents and to take any and all further actions necessary to carry out the intentions of the Board as indicated in this resolution.

ECSC Statewide Voting Delegate-Mr. Williams

Mr. Williams then advised the Chairman that the needed to appoint a voting delegates for ECSC Statewide and an alternate. The election was conducted and Willis Sanders will be the voting delegate for Statewide and Mr. Dwayne Cartwright will serve as the alternate delegate.

Upon motion by Mr. DeWitt, seconded by Mr. Gourdine and unanimously passed; it was

RESOLVED, that the Board of Trustees hereby confirms that Willis Sanders will serve as the voting delegate and Mr. Dwayne Cartwright will serve as the alternate delegate for ECSC Statewide

Cooperative's Attorney's Report-

Mr. Cartwright gave update on legal cases and there was no action needed.

Credential Committee-Mr. Williams

RESOLVED, that the Board of Trustees hereby appoints the following members to the 2019 Credentials Committee:

District 1-George Lloyd

District 2-Vacant

District 3- William Jones

District 4-Robert Pearson

District 5-James Gladden

District 6-Lubert Pressley

District 7-Barbara Pruit

District 8-Ricky Small

District 9-Bryant Carter

New Business-

The Chairman then called for new business.

Old Business – None.

There being no further business to come before the Board, a motion was made to adjourn.




Harry A. Brunson, Chairman



H. Wayne Dewitt, Secretary



**Berkeley Electric
Cooperative, Inc.**

® Your Touchstone Energy® Cooperative 

**RESOLUTION
AUTHORIZING THE AMENDMENT OF THE
NRECA 401(k) PENSION PLAN
Adoption Agreement "A"
RUS#: 41025-003**

WHEREAS, Berkeley Electric Cooperative, Inc. is participating in the NRECA sponsored defined contribution plan, the 401(k) Pension Plan (the "401(k) Plan"), and;

WHEREAS, the Board of Trustees of Berkeley Electric Cooperative, Inc. ("the Board") now desires to amend this plan pursuant to Section 18.2 of the 401(k) Plan document and does hereby authorize the amendments effective November 1, 2019, by executing the appropriate Adoption Agreements;

BE IT RESOLVED, that the amendments to the 401(k) Plan are as follows:

Eligibility Requirements

The Eligibility period for Employees who were hired, rehired or transferred to the Cooperative on or after January 1, 2009, to become Participants and begin making Employee Elective Contributions shall be changed from the first of the month coincident with or next following completion of one year of eligible service and attainment of age 21 to the first of the month coincident with or next following completion of three months of eligible service.

The Eligibility period for Employees who were hired, rehired or transferred to the Cooperative on or after January 1, 2009, to receive Employer Matching shall be changed from the first of the month coincident with or next following completion of one year of eligible service and attainment of age 21 to the first of the month coincident with or next following completion of one year of eligible service.

Excluded Class of Employees

The Plan shall be amended to add additional classes of Employees from participation:

- Part-Time, Temporary and/or Seasonal Employees who have not completed 1,000 hours within a year of eligible service and have not attained age 21

Notwithstanding the foregoing excluded class, any part-time, seasonal or temporary employee who completes at least 1,000 hours of service in any eligibility computation period will be an eligible employee. All other employees who meet the age and service requirements of the afore-mentioned benefit programs will be eligible to participate.

Berkeley Electric Cooperative, Inc. is an equal opportunity provider and employer.

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BERKELEY

ELECTRIC COOPERATIVE, INC.

BE IT FURTHER RESOLVED, that the Board recognizes that, in the event of an audit, the IRS or other regulatory authority may take the position that this job classification may have the effect of improperly excluding employees who have already met the age and service requirements and deem this classification to be discriminatory. The correction, due to an audit, might entail additional contributions, earnings and a penalty fee for which the Cooperative shall retain liability.

BE IT FURTHER RESOLVED, that the Board recognizes that certain nondiscrimination tests will be required to be performed with respect to this plan amendment. The Board further recognizes that any corrective action necessitated as a result of annual nondiscrimination testing would likely entail additional contributions for which the Cooperative shall retain liability.

BE IT FURTHER RESOLVED, that the Board does hereby authorize and direct Dwayne Cartwright, the President & CEO, to execute all necessary documents and to take any and all further actions necessary to carry out the intentions of the Board as indicated in this resolution.

CERTIFICATE OF SECRETARY-TREASURER

I, Wayne DeWitt, certify that I am Secretary-Treasurer of the Berkeley Electric Cooperative, Inc. Board of Trustees and that the above is a true excerpt from the minutes of a regular board meeting of the Board of Trustees held on the 23rd day of September, 2019 at which a quorum was present and that the above portion of the minutes has not been modified nor rescinded.

IN WITNESS WHEREOF, I have set my hand and affixed the seal of Berkeley Electric Cooperative, Inc. this 23rd day of September, 2019.

(Seal)


(Signature of Secretary-Treasurer)