

Berkeley Electric Cooperative  
Board Meeting  
April 29, 2024  
Minutes

The Berkeley Electric Cooperative Board of Trustee's meeting was held **Monday, April 29, at 1:00 P.M.** at the Moncks Corner Headquarters.

The meeting was called to order by Chairman DeWitt, and Mr. Vandross gave the invocation and we stood to honor the flag and recited the Pledge of Allegiance.

The following Trustees were present:

<b>Connie Shuler</b>	<b>Henry H. Chavis, Sr.</b>	<b>Robert Vandross</b>
<b>Willis Sanders</b>	<b>H. Wayne DeWitt</b>	<b>Lee Clayton</b>
<b>Sam Gourdine</b>	<b>Sheila Powell</b>	<b>Bob Jenkins</b>

President & CEO Michael S. Fuller, Executive Administrator Ashley Edens, and the following staff: VP of Finance Joel Stevens, VP of Human Resources Louise Meade, VP of Engineering Chris Rutledge, VP of Member Services Amy Langdon, Director of Information Technology Operations Justin McClung, as well as General Counsel John B. Williams were in attendance.

Chairman DeWitt called for approval of minutes from the March's board meeting which was held on March 25, 2024. Upon motion by Mr. Clayton seconded by Mr. Sanders, and unanimously passed; it was

**RESOLVED, that the Board of Trustees hereby approves the minutes of the March 25, 2024, as presented.**

## **Committee Reports**

### **ECSC Board Report-Willis Sanders**

Mr. Sanders stated the board meeting was held on April 4<sup>th</sup> and the following items were discussed in the board meeting: 2023 Audit and Proposed IRS Form 990, discussed Washington Rally, supply chain issues, EPA and House Bill.

### **Central Meeting Report-Mr. DeWitt**

There was no Central board meeting this month, there were only committee reports. The regular board meeting will be held on May 8<sup>th</sup>.

### **CEEUS Meeting Report-Mr. Gourdine**

Mr. Gourdine stated there was a CEEUS board meeting on April 4<sup>th</sup>. Mr. Gourdine gave the Board an update on these items: Tradeshow Recap, shipping trends, SC warehouse and office update, Virginia warehouse update and VMD update, Line Equipment update and financials.

### **Financial Report-Mr. Stevens**

Mr. Stevens reviewed the financial reports from February 2024. Mr. Stevens reviewed portions of the statement of operations and the balance on the Form 7.

### **President/CEO Reports-Mr. Fuller**

Mr. Fuller gave updates on the 5K Race and the programs we are working on in the schools.

### **App Tutorial-Mrs. Langdon**

Mr. Fuller asked Mrs. Langdon to present the new app that was created for the Board of Trustees. The app will have the following items: Events Calendar, BEC Glossary, Data Dashboard and Member Surveys. The Board asked that a link be added to view the outage map, so they could see if there are any outages when members contact them.

### **Grid Resiliency Grant (GRIP)-Mr. Rutledge and Mr. McClung**

Mr. Rutledge presented to the Board the Grid Resiliency Grant. We will be implementing a fault location, isolation, and service restoration system (FLISR) at the Ravenel and Stono Substations and distribution to improve the grid resiliency in this difficult to access area with some of the worst performing SAIDI feeders on the system. It automatically isolate the faulted line and restore portions of the line if possible. Using fiber communications between the electronic reclosers and remotely operated switches installed at key locations along the five feeders. This project improves SAIDI, SAIFI, and CAIDI in the subject area over time.

The grant will pay for 66% of the total project cost of \$1,473,341. Below is a breakdown of cost: design and construction \$677,738, fiber materials \$245,106, reclosers and controls \$425,549 and miscellaneous \$124,947. We will need to make an amendment to our current Construction Work Plan to include this project.

### **Executive Session-**

The Chairman then called for an Executive session and upon motion by Mr. Gourdine seconded by Mr. Jenkins and unanimously passed, the Board went into Executive Session. A contractual matter was discussed. Upon a motion by Mr. Clayton, seconded Mrs. Shuler and unanimously passed the Board came out of Executive Session.

### **Construction Work Plan-Mr. Rutledge**

Mr. Rutledge stated the requested a proposal from four different engineering planning consultants' firms to make sure we had competitive bids. Berkeley is recommending Patterson and Dewers Engineers, Inc. (P&D) to perform our upcoming Construction Work Plan that will include system planning for 2024-2028 at a not to exceed cost of \$65,000. Upon motion by Mr. Vandross seconded by Mrs.Powell, and unanimously passed; it was

**RESOLVED**, that the Board of Trustees hereby approves to award contract to Patterson and Dewers Engineers for the 2024-2028 Construction Work Plan Plan not to exceed \$65,000.

**NRECA 401 (k) Pension Plan Adoption Agreement “A and B” -Mrs. Meade**

**AUTHORIZING THE AMENDMENT OF THE  
NRECA 401(k) Pension Plan  
Adoption Agreement “B”  
RUS 41025-002 and 41025-004**

**WHEREAS**, Berkeley Propane Company is an organization that is not a Rural Electric Cooperative as defined by the Internal Revenue Code of 1986; and

**WHEREAS**, the election of the 401(k) provision of the NRECA sponsored defined contribution plan, the 401(k) Plan, using Adoption Agreement “B” is an adoption of a profit-sharing plan.

**BE IT RESOLVED** that the Board of Directors of Berkeley Propane Company (“the Board”), now desires to amend this plan pursuant to Section 18.02 of the pension plan documents, and does hereby authorize the amendment effective the first day of July 2024 by executing the appropriate Adoption Agreement;

**BE IT RESOLVED** that the provisions of the Plan are as follows:

- The Berkeley Propane Company shall add the Loan option to the Plan. Effective July 1, 2024, a Participant may request one Loans.
- The Berkeley Propane Company shall add the Hardship Distribution option to the Plan. Effective July 1, 2024, a Participant shall become eligible to request an in-service distribution upon financial hardship (as defined in Paragraph 14.17 of the Plan) prior to his or her actual retirement or other termination of employment.

**BE IT FURTHER RESOLVED**, that the Board does hereby authorize and direct the General Manager 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**

I, \_\_\_\_\_, certify that I am Secretary of Berkeley Propane Company, and that the above and foregoing is a true excerpt from the minutes of the Board of Directors of Berkeley Propane Company, held on the 29<sup>th</sup> of April 2024 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 Propane Company this 29<sup>th</sup> day of April 2024.

\_\_\_\_\_  
(Signature of Secretary)

(Seal)

**AUTHORIZING THE AMENDMENT OF THE  
NRECA 401(k) Pension Plan  
Adoption Agreement "B"  
RUS 41025-002 and 41025-004**

**WHEREAS**, Berkeley Propane Company is an organization that is not a Rural Electric Cooperative as defined by the Internal Revenue Code of 1986; and

**WHEREAS**, the election of the 401(k) provision of the NRECA sponsored defined contribution plan, the 401(k) Plan, using Adoption Agreement "B" is an adoption of a profit-sharing plan.

**BE IT RESOLVED** that the Board of Directors of Berkeley Propane Company ("the Board"), now desires to amend this plan pursuant to Section 18.02 of the pension plan documents, and does hereby authorize the amendment effective the first day of July 2024 by executing the appropriate Adoption Agreement;

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**BE IT FURTHER RESOLVED**, that the Board does hereby authorize and direct the General Manager 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**

I, \_\_\_\_\_, certify that I am Secretary of Berkeley Propane Company, and that the above and foregoing is a true excerpt from the minutes of the Board of Directors of Berkeley Propane Company, held on the 29<sup>th</sup> of April 2024 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 Propane Company this 29<sup>th</sup> day of April 2024.

  
(Signature of Secretary)

(Seal)

Mrs. Meade proposed the above resolutions to the Board to allow employees that have a hardship to borrow from the 401 k. Upon a motion by Mrs. Shuler and seconded by Mr. Clayton and unanimously passed; it was

**RESOLVED, that the Board of Trustees hereby approves the above resolution authorizing the amendment of the NRECA 401(k) Pension Plan Adoption Agreement ‘A’ and ‘B’ RUS 41025-002 and 41025-004.**

**Attorney Report-Mr. Williams**


Mr. Williams discussed a few legal cases that he is working on.

**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