

Berkeley Electric Cooperative
Board Meeting
October 27, 2025
Minutes

The Berkeley Electric Cooperative Board of Trustee's meeting was held **Monday, October 27th at 1:00 P.M.** at the Moncks Corner Headquarters.

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

The following Trustees were present:

H. Wayne DeWitt	Connie Shuler	Henry Chavis
Willis Sanders	Robert Jenkins	Robert Vandross
Sam Gourdine	Denver Lee Clayton	

President & CEO Michael S. Fuller, Executive Administrator Ashley Edens, General Counsel, John (Jack) Williams, and the following staff: VP of Finance Joel Stevens, VP of Information Technology Amy Langdon, VP of Human Resources Louise Meade and VP of Public Relations Tony Vincent.

Chairman DeWitt called for approval of minutes from the September board meeting which was held on September 22, 2025. 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 September 22nd, 2025, board meeting as presented.

Committee Reports

Policy and Bylaw Committee Meeting-Mr. Jenkins

Mr. Jenkins stated that the Policy Committee met prior to board meeting and approved the recommended proposed changes to the following policy numbers be taken to the full Board to approve. Changes were proposed to the following policies: Policy 403 Annual Leave and 446 Use of Monitoring of Cooperative Communications Systems and Equipment.

Upon a motion by Mr. Sanders, seconded by Mrs. Shuler and unanimously passed: it was

RESOLVED that the Board of Trustees hereby approves the proposed changes Policy 403 Annual Leave and 446 Use of Monitoring of Cooperative Communications Systems and Equipment.

Audit Committee Report-Mr. Sanders

Mr. Sanders stated that everything was in order with audit review and no discrepancies were noted.

ECSC Report-Mr. Sanders

Mr. Sanders stated that there was a board meeting on October 2nd and he discussed several topics that were brought up during ECSC board meeting. The 2026 ECSC budget was approved.

Financial Report-Mr. Stevens

Mr. Stevens reviewed the financial reports from August 2025. Mr. Stevens reviewed portions of the statement of operations and the balance on the Form 7.

2025-2026 Pay and Benefits Proposal-Mr. Stevens

Mr. Fuller then asked Mr. Stevens to present the 2025 and 2026 Pay and Benefits proposal to the Board. After thorough discussion and questions for clarification a motion was made to give a

5.2% raise to all employees and to increase Christmas Bonus to \$750 by Mr. Sanders, seconded by Mr. Chavis unanimously passed; it was

RESOLVED, the Board of Trustees hereby approves a 5.2% raise for employees and a \$750 Christmas bonus to be issued in November 2025.

Mr. Stevens discussed the 2026 Benefit proposal for Berkeley Electric Cooperative to absorb the health insurance increase of \$400,000 (7.5%), also to discontinue retiree healthcare benefits for anyone hired after January 1, 2026, and to approve the renewal of the retiree prescription card for 2026. A motion was made to approve the 2026 Benefit proposal by Mr. Chavis seconded by Mr. Clayton unanimously passed it was

RESOLVED, the Board of Trustees hereby approves for Berkeley Electric Cooperative to absorb the health insurance increase of \$400,000 (7.5%), also to discontinue retiree healthcare benefits for anyone hired after January 1, 2026, and to approve the renewal of the retiree prescription card for 2026.

President/CEO Reports-Mr. Fuller

Mr. Fuller gave an update on several events that Berkeley has participated in. The 2026 Budget meeting will be held on November 10th at 10am. There will be a candidate meeting at 6pm on November 5th.

Executive Session-

The Chairman then called for an Executive session and upon motion by Mrs. Shuler seconded by Mr. Clayton and unanimously passed, the Board went into Executive Session. The Board discussed Mr. Fuller's annual performance evaluation and came out of executive session. The

board voted and passed to approve an 8% increase in Mr. Fuller's salary. Upon a motion by Mr. Gourdine, seconded by Mr. Clayton and unanimously passed; it was

RESOLVED; that the Board of Trustees hereby approves increasing the President and CEO's salary by 8%.

Attorney Report-Mr. Williams

Mr. Williams discussed a few legal cases that he is working on and there was no action needed.

2025 Credential Committee Meeting Update-Mr. Williams

General Counsel John B. Williams brought it to the attention of the Board that the 2025 Credentials Committee met on September 22nd at 6:00pm.

Pursuant to a notice mailed by the Berkeley Electric Cooperative, Inc., on August 25, 2025, the Credentials Committee members met at the Cooperative's Office in Moncks Corner, South Carolina this 22nd day of September 2025 at 6:00 P.M. to approve that the following candidates are qualified and will be listed on the ballot for the 2025 Annual Meeting of Members:

District 2: Donald C. Helms

District 5: Denver L. Clayton
Deborah C. Bryant

District 8: Robert C. Jenkins

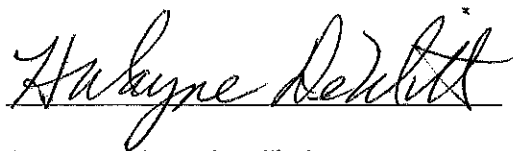
The committee appointed Bryant Carter as Chairman and William Jones as Secretary.

New Business-

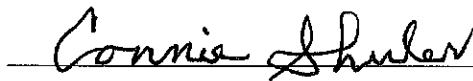
The Chairman then called for new business. There was none.

Old Business – None.

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

A handwritten signature in cursive script, reading "H. Wayne DeWitt", written over a horizontal line.

H. Wayne DeWitt, Chairman

A handwritten signature in cursive script, reading "Connie Shuler", written over a horizontal line.

Connie Shuler, Secretary

**BERKELEY ELECTRIC COOPERATIVE, INC.
MONCKS CORNER, SOUTH CAROLINA**

POLICY NO.: 403

SUBJECT: VACATION OR ANNUAL LEAVE

CONTRACT DISCLAIMER

THIS POLICY IS NOT A CONTRACT BETWEEN THE COOPERATIVE AND ANY APPLICANT FOR EMPLOYMENT OR ANY EMPLOYEE, AND IT SHOULD NOT BE CONSTRUED AS SUCH. RATHER, THIS POLICY IS A GUIDE AND DESCRIBES THE PROCEDURES THE COOPERATIVE WILL ATTEMPT TO FOLLOW IN MOST CASES. THE COOPERATIVE RESERVES THE RIGHT TO VARY FROM THESE PROCEDURES WHEN NEEDED AND TO IGNORE THEM COMPLETELY AT THE DISCRETION OF THE COOPERATIVE'S MANAGEMENT.

NO TERM OR CONDITION OF EMPLOYMENT WITH THE COOPERATIVE IS OTHER THAN EMPLOYMENT-AT-WILL, UNLESS SUCH TERM OR CONDITION IS EMBODIED IN A SEPARATE AGREEMENT SIGNED BY THE PRESIDENT AND CHIEF EXECUTIVE OFFICER, WITH THE APPROVAL OF THE BOARD OF TRUSTEES.

I. OBJECTIVE

To provide annual or vacation leave.

II. POLICY CONTENT

Regular, full-time employees of the Cooperative will earn annual leave as specified in this policy.

III. PROVISIONS

- A. The amount of vacation accrued by an employee is calculated from his/her date of employment with Berkeley Electric Cooperative, Inc. At date of hire, 40 hours of vacation will be frontloaded and the remaining hours to be accrued in year 1 will be accrued in the second half of year 1. If an employee has worked for any electric cooperative prior to employment with BEC, that service time may be counted towards total years of employment for vacation allowance.

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- B. Annual leave for regular, full-time employees, based upon a 40-hour workweek, will be earned and accumulated as follows.

<u>Years of Service Completed</u>	<u>Hours Per Pay Period</u>	<u>Days Per Year</u>
0	40 Frontloaded	10.0
1	3.23	10.5
2	3.38	11.0
3	3.54	11.5
4	3.69	12.0
5	4.62	15.0
6	4.77	15.5
7	4.92	16.0
8	5.08	16.5
9	5.23	17.0
10	5.38	17.5
11	5.54	18.0
12	5.69	18.5
13	5.85	19.0
14	6.00	19.5
15	6.31	20.5
16	6.46	21.0
17	6.62	21.5
18	6.77	22.0
19	6.92	22.5
20	7.08	23.0
21	7.23	23.5
22	7.38	24.0
23	7.54	24.5
24+	7.69	25.0

1. All regular employees must take at least 40 hours of annual leave per year. Annual leave balances of 40 hours or less are not subject to any usage requirements. The remaining leave may be accumulated and carried over from year to year up to a maximum of 480 hours. Employees with 80 plus hours in their leave bank may cash in up to 40 hours of vacation pay once per calendar year.

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2. If management requests an employee to forego use of vacation leave, the employee may accumulate the unused vacation leave subject to the 480-hour accumulation limit or, alternatively, the employee may choose to be compensated for the vacation leave foregone at the request of the Cooperative
- C. Accumulated vacation leave will be paid at the employee's regular wage upon the employee's resignation, discharge, retirement, or layoff. An employee may elect to receive payment for accumulated vacation leave upon separation for military service or, in the alternative, may elect to retain the accumulated leave (subject to accumulation limits) for use upon reemployment at the completion of military service. Employees whose employment with the Cooperative is terminated prior to completing six months of continuous employment shall not be paid for accumulated vacation leave.
- D. Vacation requests and schedules must be approved by the department head. Vacation requests should be made as early as possible, but in no case less than 30 days in advance of the intended leave except when 30 days' notice is impracticable. The department head may turn down a vacation request if not made on a timely basis.
- E. Employees are encouraged to schedule vacations throughout the year to minimize problems of continuous service coverage during the busiest vacation seasons.
- F. For purposes of this policy, the leave year shall begin on January 1 of each year.
- G. Earned vacation leave must be substituted for leave without pay taken under Policy No. 404.
- H. If vacation leave is requested for a reason that would qualify as a "serious health condition" under Section III.A.12.b. of Policy No. 404, the need for leave must be certified as set out in Sections III.A.12.f. and g. of Policy No. 404.

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I. Donation of Unused Annual Leave

Employees may donate a portion of their unused annual leave to an employee who has exhausted all of his/her own paid leave and is on unpaid leave due to a medical condition or medical emergency subject to the following provisions:

1. An employee may request to substitute donated annual leave for unpaid leave only after he/she has exhausted all of his/her paid leave and is on leave due to a medical condition or medical emergency. Use of donated annual leave must be approved by the President and Chief Executive Officer.
2. The President and Chief Executive Officer must approve an employee's eligibility to receive a specific number of hours of donated annual leave. Eligibility will be denied unless the employee faces unexpected, extraordinary and catastrophic circumstances. When an employee has been approved by the President and Chief Executive Officer to use donated leave, notices will be posted informing employees of the need for a specific number of hours of donated annual leave. Donations of unused annual leave will be accepted on a first-come basis. Once the approved number of hours of leave has been donated, no other donations will be accepted.
3. The amount of unused annual leave an employee may donate shall not exceed one-half of the total amount of annual leave he/she would accrue during the leave year. The President and Chief Executive Officer has the authority to approve donations beyond the one-half limit when special circumstances warrant exceeding that limit.
4. An employee may request to substitute donated annual leave for unpaid leave only after he/she has exhausted all of his/her paid leave and is on leave due to a medical condition or medical emergency. Use of donated annual leave must be approved by the President and Chief Executive Officer.

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5. An employee may request to substitute donated annual leave for unpaid leave only after he/she has exhausted all of his/her paid leave and is on leave due to a medical condition or medical emergency. Use of donated annual leave must be approved by the President and Chief Executive Officer.

- J. Leave taken under this policy by an FLSA-exempt employee will be administered pursuant to the provisions in Policy No. 444.

IV. RESPONSIBILITY

- A. The President and Chief Executive Officer and department Vice Presidents shall be responsible for the administration of this policy. Payroll shall be responsible for records necessary to implement this policy.
- B. The Vice President of Human Resources shall be responsible for periodically auditing compliance with this policy and recommending any necessary revisions to this policy to the President and Chief Executive Officer.

EFFECTIVE DATE: OCTOBER 20, 1980
DECEMBER 27, 2009
JANUARY 1, 2026

REVISED: MAY 20, 1982
NOVEMBER 3, 1987
MARCH 15, 1993
SEPTEMBER 20, 1993
OCTOBER 1, 1994
JANUARY 22, 2001
JUNE 29, 2005

**BERKELEY ELECTRIC COOPERATIVE, INC.
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OCTOBER 5, 2007
OCTOBER 29, 2007
SEPTEMBER 21, 2009
SEPTEMBER 23, 2013
APRIL 21, 2016
MARCH 20, 2017
AUGUST 27, 2018
OCTOBER 26, 2021
OCTOBER 22, 2022
JANUARY 1, 2025
OCTOBER 27, 2025

**BERKELEY ELECTRIC COOPERATIVE, INC.
MONCK'S CORNER, SOUTH CAROLINA**

POLICY NO. 446

SUBJECT: USE AND MONITORING OF COOPERATIVE COMMUNICATIONS
SYSTEMS AND EQUIPMENT

I. OBJECTIVE

- A. To ensure the Cooperative's business equipment, and other communications equipment, services and systems, are used for job-related purposes, with only minimal personal use being permitted;
- B. To ensure persons using the Cooperative's business equipment, and other communications equipment, services and systems, understand that confidentiality and privacy are not guaranteed;
- C. To avoid inefficient use of working hours and further prohibit conduct that could contribute to a hostile environment or other potential legal violations; and
- D. To protect the safety and integrity of the Cooperative's computer systems.

II. POLICY CONTENT

All business equipment, and other communications equipment, services and systems, are Cooperative property and are to be used for conducting Cooperative business.

Minimal personal use is permitted, subject to other policy limitations.

III. PROVISIONS

A. Business Purpose of Communications Systems

The Cooperative maintains its communications systems for business purposes. These systems, and all communications, data and other information transmitted over the systems, are Cooperative property and/or subject to the Cooperative's reservation of its right to read, monitor, scan, copy or take all other actions involving any use or other communications over the systems.

B. Passwords

Passwords maintain the confidentiality of the Cooperative's business-related information and give employees access to all or part of the Cooperative's communications systems as part of their work functions; they do not support employee expectations of privacy or confidentiality. The Information Systems

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Department and the employee's immediate supervisor must be provided any passwords and related updates or changes. Otherwise, the employee shall maintain the confidentiality of any passwords.

C. Personal Use of Internet and Email Use

Minimal personal use of the Internet, email and voicemail systems is permitted. However, the Cooperative may revoke this privilege, with or without cause or reason, either temporarily or permanently.

D. Prohibited Conduct

Employees should use professionalism, common sense and good judgment when using the Cooperative's business equipment and communication systems. For example, employees should refrain from the following types of prohibited conduct:

1. Opening email messages from unknown or unidentified external sources or clicking on attachments without certainty that the attachment is legitimate and safe (Employees who receive messages from unrecognized external sources should contact the Cooperative's Information Technology Department immediately.);
2. Using electronic communication systems to discuss sensitive business, legal and personnel matters, except as otherwise authorized;
3. Downloading or copying company policies, documents, manuals or other files without express authorization (Employees are advised that many of the Cooperative's policies are copyright protected and/or licensed to the Cooperative for limited and internal use only);
4. Providing non-employees access to a "Web page" on the Cooperative's network;
5. Sharing restricted information or data with any unauthorized person;
6. Using credentials to "snoop" or access information in the absence of a business purpose for doing so;
7. Initiating, spreading, or forwarding "chain mail," rumors, gossip, jokes, and other frivolous or harmful communications;
8. Posting or sharing Cooperative files on industry or other list serves, outside networks or systems, or with other non-employees;
9. Unauthorized use of artificial intelligence (AI) involving Cooperative files or information;

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10. Using an unprofessional style in communications or creating communication that would create a poor impression of the author or the Cooperative if seen by any person other than the intended recipient;
11. Using any words, images, or references that could be viewed as obscene, discriminatory, defamatory, or offensive to the Cooperative, colleagues, customers, members, suppliers, or competitors;
12. Creating, accessing, downloading, or transmitting inappropriate content;
13. Using voicemail, email, intranet or the Internet to harass, intimidate, or annoy other persons including co-workers;
14. Using the Internet for "day trading" (i.e., buying, selling, or otherwise trading stocks or making other investments over the Internet);
15. Downloading, copying, or transmitting software and/or documents protected by copyrights, or infringing on intellectual property rights (Any employee with a question concerning a copyright or intellectual property rights issue should contact the Information Technology Department.);
16. Downloading any other software, applications or materials unless the Cooperative's Information Technology Department has approved such download and has taken appropriate anti-virus measures;
17. Using encryption devices and software that have not been expressly authorized by the Cooperative;
18. Storing personal information or files, including photos, on Cooperative computers, mobile devices, or networks.

E. Assignment and Use of Mobile Devices

The Cooperative may assign mobile devices to certain employees or vehicles. Location services shall be enabled at all times and devices shall be charged at all times. Employees shall authorize the Cooperative to deduct the cost of any mobile devices or accessories lost or damaged due to the employee's negligence or willful misconduct, subject to applicable state and federal minimum wage laws.

F. Use of Mobile Devices While Operating Vehicles

1. The use of hand-held mobile devices while operating Cooperative-owned vehicles at any time, and while operating personal vehicles during working time or while otherwise conducting Cooperative

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business, is a violation of state law and is strictly prohibited by Cooperative policy.

2. Employees operating commercial motor vehicles that require a commercial driver's license are prohibited from using any handheld mobile devices, pursuant to U.S. Department of Transportation Regulations. (See Policy No.429, Driver Qualifications.)
- G. The License (or Usage) Agreement for all software obtained from the Internet and used on Cooperative resources will be strictly followed. Software, data, and information integrity should be considered questionable when obtained from the Internet.
- H. Any use of the Cooperative's communications systems and equipment for the purpose of moonlighting, or any illegal purpose, is strictly prohibited.
- I. Only the Director of Marketing and Communications is authorized to speak on behalf of the Cooperative through social media. Other employees shall scrupulously avoid creating the impression they are an authorized spokesperson for the Cooperative, in the absence of express permission to do so.
- J. Non-exempt employees are prohibited from accessing Cooperative email during non-working time unless required to do so by the employee's immediate supervisor or department head, in which case time spent accessing, reading and sending email will be counted as working time.
- K. All employees will sign an agreement acknowledging and accepting the terms and conditions of this policy.

IV. RESPONSIBILITY

The President and Chief Executive Officer, the Vice President of Information Technology, immediate supervisors and all employees are responsible for the administration of this policy.

EFFECTIVE DATE: JUNE 29, 2005

REVISED: AUGUST 24, 2015
 OCTOBER 27, 2025