

**MID-CAROLINA ELECTRIC COOPERATIVE, INC.**

**LEXINGTON, SOUTH CAROLINA**

**MINUTES OF REGULAR MEETING OF BOARD OF TRUSTEES**

**January 24, 2024**

**AGENDA ITEM # 1**

**CALL TO ORDER:** Marvin W. Sox, President/Chairman  
(1:00 p.m.) Clifford B. Shealy, Vice President/Vice Chairman  
J. Allan Risinger, Treasurer  
Donette B. Kirkland, Secretary  
J. Carey Bedenbaugh, Jr.  
Eddie C. Best, Jr.  
Kenneth E. Lindler  
Alan R. Lunsford  
Justin B. Watts

**STAFF PRESENT:** B. Robert "Bob" Paulling, President and CEO  
Theresa D. Crepes. VP, Finance and Accounting  
Robert A. Wilbur, VP, Operations  
Lee H. Ayers, VP, Engineering  
Troy A. Simpson, VP, Member Services  
Steven G. Davidson, VP, Information Technology  
Vicki E. Ross-Bell, Administrative Services Manager

**ATTORNEY PRESENT:** J. David Black via Zoom

**INVOCATION:** Carey Bedenbaugh

**PLEDGE OF ALLEGIANCE**

**AGENDA ITEM # 2**

**APPROVAL OF MINUTES:** Chairman Sox called the meeting to order. He then asked if there were any corrections, additions, or deletions to the minutes of the last monthly meeting held on December 20, 2023. There were no corrections to these minutes, and Mr. Shealy made a motion to approve the minutes, as presented. The motion was seconded by Mr. Lindler and unanimously passed.

**See Resolution # 1**

**AGENDA ITEM # 3**

**UNFINISHED BUSINESS:** There was no unfinished business to come before the Board at this time.

## AGENDA ITEM # 4

### **DEPARTMENTAL REPORTING:**

**FINANCE AND ACCOUNTING:** Chairman Sox called on Mrs. Crepes for the Finance and Accounting report. Mrs. Crepes reported the year-to-date revenue was \$142,613,987 which is (\$5,547,010) below budget at the end of December. The year-to-date cost of wholesale power was \$80,998,888, which is under budget by (\$5,828,991). The year-to-date margins were \$10,257,150 which is \$1,832,792 above budget. Mrs. Crepes reported that equity was 24.10% at the end of December for a decrease of -0.12%. The deferred credits account balance changed by \$3,394,757, and the ending balance was \$4,567,282.

Mrs. Crepes then presented a rate comparison chart showing an average residential usage of 1,239 kWh in December. Mid-Carolina's average bill was \$159.31 (account charge \$28.50) compared to Dominion's \$176.57 (account charge \$9.50), Duke – Carolina's \$169.16 (account charge \$11.96), and Duke – Progress \$183.29 (account charge \$11.78). She then presented a rate comparison chart showing an average annual usage of 16,623 kWh. Mid-Carolina's average annualized bill was \$1,994.56 (account charge \$346.75) compared to Dominion's \$2,370.68 (account charge \$114.00), Duke – Carolina's \$2,141.75 (account charge \$143.52), and Duke – Progress \$2,342.84 (account charge \$141.36).

Mrs. Crepes reported that Mid-Carolina has received \$4,142,703 income year-to-date from CarolinaConnect. There were no further questions or comments, and Chairman Sox thanked Mrs. Crepes for her report.

**OPERATIONS:** Chairman Sox called on Mr. Wilbur for the Operations report. Mr. Wilbur reported the locations and the service district that the Mid-Carolina and Contractor crews worked in December. The right-of-way crews completed their work in Lake Murray area. They are now working in the Gilbert and Leesville areas. Mr. Wilbur discussed the Broad River Road relocation project. He stated the System Inspectors completed their work in the Hollywood area, and they are now working in the new Friarsgate area. There were no further questions or comments, and Chairman Sox thanked Mr. Wilbur for his report.

**ENGINEERING:** Chairman Sox called on Mr. Ayers for the Engineering report. Mr. Ayers reported that the routine inspection and maintenance was completed in December. He stated the Holley Ferry Substation was energized in December. The connection of all feeders was finished on January 15, 2024, and the load was shifted from Circle and Lake Murray substations as planned. Mr. Ayers discussed the status of the fiber construction in subdivisions.

Mr. Ayers then showed a chart graphing MWh purchased each month year-to-date from 2019-2023 with a five-year running average. The next chart showed the MW Demand purchased each month year-to-date from 2019-2023 with a five-year running average. The monthly outage report and notes for December were reviewed. There were no further questions or comments, and Chairman Sox thanked Mr. Ayers for his report.

**MEMBER SERVICES:** Chairman Sox called on Mr. Simpson for the Member Services report. Mr. Simpson stated that applications are due by March 8, 2024, for the Mid-Carolina Touchstone Energy Scholarship, the Washington Youth Tour, and Cooperative Youth Summit. He then reported on ways the Cooperative is supporting the community, and the upcoming Sporting Clays Fundraiser that is scheduled for February 29, 2024. Mr. Simpson discussed the Cooperative's Brand Identity on Social Media and reviewed the quarterly schedule for the *South Carolina Living* magazine through the April 2024 issue. There were no further questions or comments, and Chairman Sox thanked Mr. Simpson for his report.

**INFORMATION TECHNOLOGY:** Chairman Sox called on Mr. Davidson for the Information Technology report. Mr. Davidson reported there were 40,074 accounts enrolled in SmartHub as of January 1, 2024, which represents 66.98% of active accounts enrolled. There were 41,832 emails received during the month of December, and 23,592 emails were blocked prior to reaching the Cooperative's email servers. He then discussed several projects that were completed in 2023, and the installation of new office PC with Windows 11 that started this month. Mr. Davidson gave an update on Cyber Security. There were no further questions or comments, and Chairman Sox thanked Mr. Davidson for his report.

**ADMINISTRATION:** Chairman Sox called on Mrs. Ross-Bell for the Administration report. Mrs. Ross-Bell referred to the monthly Operation Round-Up report. The Trust Board approved 9 out of 18 applications during the month of December for a total distribution of \$23,320. The Trust Fund balance at the end of the month was \$13,990. The Board calendars were reviewed through March 2024. Mr. Paulling discussed the Nominating and Qualifications Committee meeting that was held on January 22, 2024. He then discussed the SC Coop Day at the State House scheduled for February 8, 2024. The meeting in March was changed from Thursday, March 28, 2024, at 1:00 p.m. to Tuesday, March 26, 2024, at 2:00 p.m. There were no further questions or comments, and Chairman Sox thanked Mrs. Ross-Bell for her report.

#### **AGENDA ITEM # 5**

**PRESIDENT'S REPORT:** Chairman Sox called on Mr. Paulling for his report. Mr. Paulling reported there were no recordable accidents in December. He stated there is still active recruitment for a Community Relations Specialist, a Communications Specialist, a Database/Linux System Administrator, Custodian, and a part-time Administrative Assistant.

Mr. Paulling presented a resolution for \$10,500 to be added to the 2024 Budget to cover the expenses of having a Critical Communications Infrastructure put in place at the Cooperative. The expenses will include the initial setup fee of \$3,300, and the annual expense of \$7,200 for 200 seats on the software platform. Mr. Bedenbaugh made a motion to approve the recommendation, as presented. The motion was seconded by Mr. Best and unanimously passed.

#### **See Resolution # 2**

There were no further questions or comments, and Chairman Sox thanked Mr. Paulling for his report.

### **AGENDA ITEM # 6**

**LEGAL REPORT:** Chairman Sox called on Mr. Black for the legal report. Mr. Black discussed several pending legal matters. There were no further questions or comments, and Chairman Sox thanked Mr. Black for his report.

### **AGENDA ITEM # 7**

**CHAIRMAN'S REPORT:** Chairman Sox stated that the Board needed to appoint a Voting Delegate and Alternate for the upcoming NRECA PowerXchange meeting that will be held in San Antonio, TX March 3-6, 2024. Mr. Lunsford made a motion to appoint Mr. Marvin W. Sox, as the Voting Delegate and Mr. B. Robert Paulling, as the Alternate Voting Delegate. The motion was seconded by Mr. Bedenbaugh and unanimously passed.

#### **See Resolution # 3**

Chairman Sox stated that the Board needed to appoint a Voting Delegate and Alternate for the Cooperative Response Center, Inc. Mr. Shealy made a motion to appoint Mr. Marvin W. Sox, as the Voting Delegate and Mr. B. Robert Paulling, as the Alternate Voting Delegate. The motion was seconded by Mr. Bedenbaugh and unanimously passed.

#### **See Resolution # 4**

Chairman Sox stated that Central is asking for delegates to attend their Annual Meeting on March 13, 2024. Mr. Bedenbaugh and Mr. Best plan to attend the meeting and serve as delegates along with Mr. Paulling and Mr. Risinger, who serve on the Central Board. Chairman Sox read several thank you notes, and he had nothing further to report at this time.

### **AGENDA ITEM # 8**

**COMMITTEE REPORTS:** Chairman Sox called on Mr. Risinger for the Retiree Welfare Trust Committee report. Mr. Risinger said the Committee met just prior to the meeting. The Trust Fund is still overfunded, and the Committee does not have any recommended changes. They will meet again in April 2024.

Chairman Sox then called on Ms. Kirkland for the Policy Committee report. Ms. Kirkland stated that the Board had received Board Policy 114 – CEO Evaluation and Compensation and Board Policy 115 – Nominating and Qualifications Committee Fees and Expenses prior to the meeting. After a discussion, there were no recommended changes to either policy. The policies will be marked as reviewed. There were no other committee reports at this time.

### **AGENDA ITEM # 9**

**ASSOCIATED MEETING REPORTS:** Chairman Sox stated that CarolinaConnect's Board will meet on January 31, 2024.

Mr. Paulling and Mr. Risinger both gave Central updates from their recent meeting.

Ms. Kirkland reported that CEEUS will meet on February 1, 2024. She gave a report on the ECSC Executive Committee meeting and the ECSC Communications Committee meeting.

Mr. Shealy stated that the ECSC Trustee Association Committee met on January 10, 2024. He reported on the speakers that will be at the 2024 ECSC Trustee Association meeting that will be held May 13-15, 2024, in Charleston, SC.

Chairman Sox reported that the next Federated Board Meeting in the first week in February 2024.

There were no other reports at this time.

**AGENDA ITEM # 10**


**NEW BUSINESS:** There was no new business to come before the meeting at this time. Mr. Bedenbaugh made a motion to enter executive session. The motion was seconded by Mr. Watts and unanimously passed.

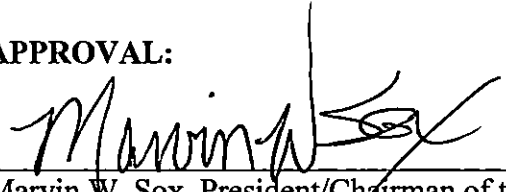
**AGENDA ITEM # 11**

**EXECUTIVE SESSION:** There was no action taken during the executive session.

**AGENDA ITEM # 12**

**ADJOURNMENT:** There was no further business, and the meeting was adjourned at 4:05 p.m.

  
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Donette B. Kirkland, Secretary

**APPROVAL:**  
  
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Marvin W. Sox, President/Chairman of the Board

**S.C. 37 LEXINGTON**

**MID-CAROLINA ELECTRIC COOPERATIVE, INC.**

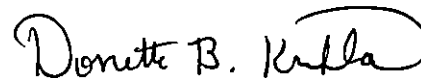
**RESOLUTION**

**# 1**

**WHEREAS**, the Board of Trustees reviewed and had no changes to the minutes of the regular monthly meeting held on December 20, 2023; and

**NOW THEREFORE BE IT RESOLVED**, that the Board of Trustees of Mid-Carolina Electric Cooperative, Inc. hereby approves the minutes for the December 20, 2023, meeting as presented.

I, Donette B. Kirkland, Secretary of Mid-Carolina Electric Cooperative, Inc. do hereby certify that the above is a true and correct copy of a resolution adopted by the Board of Trustees of Mid-Carolina Electric Cooperative, Inc. at a regular meeting duly assembled on the 24<sup>th</sup> day of January 2024, at which meeting a quorum was present.



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Donette B. Kirkland, Secretary

**S.C. 37 LEXINGTON**

**MID-CAROLINA ELECTRIC COOPERATIVE, INC.**

**RESOLUTION**

**# 2**

**WHEREAS**, Mr. Paulling requested \$10,500 be added to the 2024 Budget to cover the expenses of having a Critical Communications Infrastructure put in place at the Cooperative; and

**WHEREAS**, the expenses will include the initial set up fee of \$3,300; and

**WHEREAS**, there will also be an annual expense of \$7,200 for 200 seats on the software platform; and

**WHEREAS**, the Board of Trustees reviewed and discussed Mr. Paulling's recommendation;

**NOW THEREFORE BE IT RESOLVED**, that the Board of Trustees of Mid-Carolina Electric Cooperative, Inc. hereby approves and authorizes the addition to the 2024 Budget of \$10,500 to cover the expenses of having a Critical Communications Infrastructure put in place at the Cooperative.

I, Donette B. Kirkland, Secretary of Mid-Carolina Electric Cooperative, Inc. do hereby certify that the above is a true and correct copy of a resolution adopted by the Board of Trustees of Mid-Carolina Electric Cooperative, Inc. at a regular meeting duly assembled on the 24<sup>th</sup> day of January 2024, at which meeting a quorum was present.

  
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Donette B. Kirkland, Secretary

**S.C. 37 LEXINGTON  
MID-CAROLINA ELECTRIC COOPERATIVE, INC.**

**RESOLUTION**

**# 3**

**WHEREAS**, the Board of Trustees is responsible for selecting a Voting Delegate and Alternate for the upcoming NRECA PowerXchange meeting; and

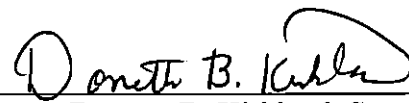
**WHEREAS**, the Board of Trustees desires to appoint the within named persons as the Voting Delegate and Alternate to the aforesaid meeting;

**NOW THEREFORE BE IT RESOLVED**, that the Board of Trustees of Mid-Carolina Electric Cooperative, Inc. hereby appoints the Voting Delegate and Alternate to the NRECA 2024 PowerXchange meeting, as follows:

**NRECA**

Voting Delegate	Mr. Marvin W. Sox
Alternate	Mr. B. Robert Paulling

I, Donette B. Kirkland, Secretary of Mid-Carolina Electric Cooperative, Inc. do hereby certify that the above is a true and correct copy of a resolution adopted by the Board of Trustees of Mid-Carolina Electric Cooperative, Inc. at a regular meeting duly assembled on the 24<sup>th</sup> day of January 2024, at which meeting a quorum was present.

  
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Donette B. Kirkland, Secretary



**S.C. 37 LEXINGTON**

**MID-CAROLINA ELECTRIC COOPERATIVE, INC.**

**RESOLUTION**

**# 4**

**WHEREAS**, the Board of Trustees is responsible for selecting a Voting Delegate and Alternate for Cooperative Response Center, Inc.; and

**WHEREAS**, the Board of Trustees desires to appoint the within named persons as the Voting Delegate and Alternate;

**NOW THEREFORE BE IT RESOLVED**, that the Board of Trustees of Mid-Carolina Electric Cooperative, Inc. hereby appoints the Voting Delegate and Alternate for Cooperative Response Center, Inc. as follows:

**CRC**

Voting Delegate

Mr. Marvin W. Sox

Alternate

Mr. B. Robert Paulling

I, Donette B. Kirkland, Secretary of Mid-Carolina Electric Cooperative, Inc. do hereby certify that the above is a true and correct copy of a resolution adopted by the Board of Trustees of Mid-Carolina Electric Cooperative, Inc. at a regular meeting duly assembled on the 24<sup>th</sup> day of January 2024, at which meeting a quorum was present.

  
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Donette B. Kirkland, Secretary