

MID-CAROLINA ELECTRIC COOPERATIVE, INC.
LEXINGTON, SOUTH CAROLINA
MINUTES OF REGULAR MEETING OF BOARD OF TRUSTEES

November 24, 2025

AGENDA ITEM # 1

CALL TO ORDER: Marvin W. Sox, President/Chairman
(9:30 p.m.) Alan R. Lunsford, Vice-President/Vice-Chairman
Donette B. Kirkland, Secretary
J. Allan Risinger, Treasurer
J. Carey Bedenbaugh, Jr.
Eddie C. Best, Jr.
Kenneth E. Lindler
Mark A. Svrcek (via Zoom)
Justin B. Watts (via Zoom)

STAFF PRESENT: R. 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

INVOCATION: Troy Simpson

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 budget presentation meeting held on October 16, 2025, and the last monthly meeting held on October 28, 2025. Mr. Risinger made a motion to approve both sets of minutes, as presented. The motion was seconded by Mr. Best and unanimously passed.

See Resolution # 1

AGENDA ITEM # 3

UNFINISHED BUSINESS: There was no unfinished business to come before the Board.

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 \$149,879,755, which is \$391,246 over budget at the end of October. The year-to-date cost of wholesale power was \$84,073,012, which is over budget by \$424,155. The year-to-date margins were \$8,477,374, which is (\$402,786) below budget. Mrs. Crepes reported that equity was 23.69% at the end of October for an increase of 0.19%. The deferred credits account balance changed by (\$179,313), and the ending balance was \$6,058,926.

Mrs. Crepes then presented a rate comparison chart showing an average residential usage of 1,146 kWh in October. Mid-Carolina's average bill was \$178.33 (account charge \$40.30) compared to Dominion's \$175.88 (account charge \$9.50), Duke – Carolina's \$154.61 (account charge \$11.96), and Duke – Progress \$159.36 (account charge \$11.78). She then presented a comparison chart showing an average annual usage of 16,145 kWh. Mid-Carolina's average annualized bill was \$2,337.88 (account charge \$474.50) compared to Dominion's \$2,437.47 (account charge \$114.00), Duke – Carolina's \$2,226.77 (account charge \$143.52), and Duke – Progress \$2,271.88 (account charge \$141.36).

Mrs. Crepes reported that Mid-Carolina has received \$5,639,976 from CarolinaConnect year-to-date. She then presented a resolution needed for Board approval. This resolution authorizes the adoption of the Secure Act and Secure 2.0 Act Amendment for the Executive Compensation 457(b) Plan. After a discussion, Mr. Lunsford made a motion to approve the resolution, as presented. The motion was seconded by Ms. Kirkland and unanimously passed.

See Resolution # 2

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 on the locations the Mid-Carolina and contractor crews worked in October. He reported that the right-of-way crews are still working in the Hollywood, Holley Ferry, Pelion, and Irmo areas. Mr. Wilbur stated the System Inspectors are still working in the Holley Ferry area. He reported that work is ongoing with the Carolina Crossroads project. 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 routine inspection and maintenance were completed. He stated phase one of the Lake Murray Substation work has been completed. Phase two is scheduled to begin in March 2026 and is expected to be completed by Memorial Day 2026. Mr. Ayers reported phase one of improvements to the Woodland Hills Substation are complete and phase two will begin in Spring 2026. He stated design upgrades for Edmund Substation are in progress. Mr. Ayers then reported on the fiber optic construction in subdivisions.

Mr. Ayers showed a chart graphing MWh purchased each month year-to-date from 2021-2025 with a five-year running average. The next chart showed the MW Demand purchased each month year-to-date from 2021-2025 with a five-year running average. The monthly outage report and notes for October were discussed. 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 shared ways the Cooperative has recently connected with the community. He discussed the 2025 Make Life Better celebration. Mr. Simpson reviewed the recent social media engagement regarding the winter on-peak hours, and he discussed the quarterly schedule for the *South Carolina Living* magazine through the February 2026 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 43,867 accounts enrolled in SmartHub as of November 1, 2025, which represents 71.75% of active accounts enrolled. He stated that 87.27% of all October payment transactions were made electronically. There were 257 payments made with the InComm system in October. Mr. Davidson reported that an additional 230 members enrolled in TextPower this month, bringing the enrollment total to 57,539. He stated there were 3,055 members enrolled in Pay As You Go in October.

Mr. Davidson stated there were 37,157 emails received during the month, and 14,097 emails were blocked prior to reaching the Cooperative's email servers, and 13 of those emails contained viruses. He then 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. There were 62 applications approved out of 74 along with the monthly ministry donations and snack pack donations, for a total donation of \$65,491. The Trust Fund balance at the end of October was \$29,649.

Mrs. Ross-Bell then discussed important dates to remember through January 2026. She also stated the ECSC Co-op Day at the Statehouse is scheduled for February 19, 2026, and the NRECA Legislative Conference is scheduled for April 26-28, 2026. There were no further questions or comments, and Chairman Sox thanked Mrs. Ross-Bell for her report.

AGENDA ITEM # 5

CEO'S REPORT: Chairman Sox called on Mr. Paulling for his report. Mr. Paulling stated that there were no recordable accidents in October. He then reported there is currently active recruitment for a Line Technician. Mr. Paulling gave an update on Central Electric Power Cooperative. There were no further questions or comments, and Chairman Sox thanked Mr. Paulling for his report.

AGENDA ITEM # 6

LEGAL DISCUSSION: Chairman Sox called on Mr. Black for the legal report. Mr. Bedenbaugh made a motion to go into executive session. The motion was seconded by Mr. Lunsford.

Mr. Bedenbaugh made a motion to come out of executive session. The motion was seconded by Mr. Lunsford. There were no action taken during the executive session. There were no further questions or comments, and Chairman Sox thanked Mr. Black for his report.

AGENDA ITEM # 7

CHAIRMAN'S REPORT: Chairman Sox read several thank you notes. He reported that the Cooperative needed to appoint a "Trustee" Trustee for the CarolinaConnect Board. After a discussion, Mr. Risinger made a motion to appoint Mr. Marvin W. Sox to continue to serve on the CarolinaConnect Board. The motion was seconded by Mr. Lunsford and unanimously passed.

See Resolution # 3

Chairman Sox had nothing further to report at this time.

AGENDA ITEM # 8

COMMITTEE REPORTS: Chairman Sox called on Mr. Risinger for the Retiree Welfare Benefit Trust Committee Report. Mr. Risinger stated that the Committee met just prior to this meeting. The Trust Fund is still overfunded, and there are no recommended changes at this time. The next Committee meeting is scheduled for 9:00 a.m. on February 23, 2026.

Chairman Sox discussed Board Policy 104 – Trustee Meeting Attendance and Board Policy 105 - Trustee's Fees and Mileage that were sent to the Board prior to the meeting for the review. There were no recommended changes to either of these policies, and it will reflected that they were reviewed today. Chairman Sox reported there were no other committee reports at this time.

AGENDA ITEM # 9

ASSOCIATED MEETING REPORTS: Chairman Sox stated that CarolinaConnect's Board Meeting was held November 18, 2025. CarolinaConnect is now serving over 46,000 customers.

Mr. Lunsford reported that the ECSC Trustee Association Committee met in October and had a good meeting.

There were no other reports at this time.

AGENDA ITEM # 10

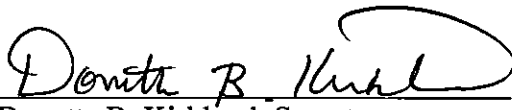
NEW BUSINESS: Chairman Sox called for any new business. There was no new business to come before the meeting at this time. Mr. Lindler made a motion to enter executive session. The motion was seconded by Mr. Bedenbaugh and unanimously passed.

AGENDA ITEM # 11


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

AGENDA ITEM # 12

ADJOURNMENT: There was no further business, and the meeting was adjourned at 11:50 a.m.


Donette B. Kirkland, Secretary

APPROVAL:


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 budget presentation meeting held on October 16, 2025; and

WHEREAS, the Board of Trustees reviewed and had no changes to the minutes of the regular monthly meeting held on October 28, 2025;

NOW THEREFORE BE IT RESOLVED, that the Board of Trustees of Mid-Carolina Electric Cooperative, Inc. hereby approves the minutes for the budget presentation meeting held on October 16, 2025, and the last regular monthly meeting held on October 28, 2025.

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 24th day of November 2025, at which meeting a quorum was present.


Donette B. Kirkland, Secretary

**RESOLUTION OF THE BOARD OF DIRECTORS AUTHORIZING the
ADOPTION OF THE SECURE ACT and SECURE 2.0 ACT AMENDMENT
for the
EXECUTIVE COMPENSATION 457(b) Plan
For MID-CAROLINA ELECTRIC COOPERATIVE, INC.**

WHEREAS the Board of Directors of Mid-Carolina Electric Cooperative, Inc is aware that the Executive Compensation 457(b) Plan (the Plan) must be amended to comply changes made to the Internal Revenue Code by the SECURE Act and SECURE 2.0 Act and that this amendment is required for purposes of compliance with the recently modified required minimum distribution rules.

THEREFORE BE IT RESOLVED that this Board authorizes the amendment as of the adoption date, and authorizes any compliance clarifications needed to conform plan operations with the required law changes; and

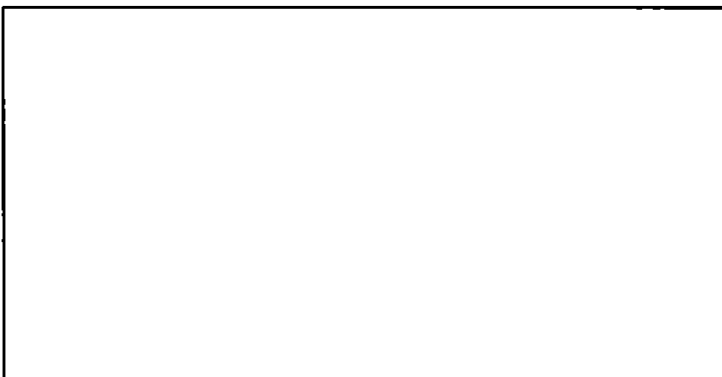
BE IT FURTHER RESOLVED, in the event that the timing of the amendment does not correspond with regularly scheduled meetings of the Board of Directors, the Board does hereby authorize and direct the cooperative's authorized representative to execute all necessary documents and to take any and all further actions necessary to carry out the amendment to the Plan.

SIGNATURE OF THE SECRETARY: I, Donette B. Kirkland, certify that I am the Secretary of the Mid-Carolina Electric Cooperative, Inc Board of Directors. I further certify that the above is a true excerpt from the minutes of a board meeting of this Board of Directors on the 24th day of November 2025, at which a quorum was present and that the above portion of the minutes has not been modified or rescinded.

Donette B. Kirkland
Signature of the Secretary

12/22/2025
Date

SEAL of the PARTICIPATING SYSTEM: *Place corporate seal of Participating System in the box below:*



OR

Check this box to indicate that the Participating System does not have a corporate seal:

☐

S.C. 37 LEXINGTON

MID-CAROLINA ELECTRIC COOPERATIVE, INC.

RESOLUTION

3

WHEREAS, the Board of Trustees needs to nominate a “Trustee” Trustee for the CarolinaConnect Cooperative Board; and

WHEREAS, the Board of Trustees desires to make nomination as hereinafter stated;

NOW THEREFORE BE IT RESOLVED, that the Board of Trustees of Mid-Carolina Electric Cooperative, Inc. hereby makes the following nomination:

CarolinaConnect Trustee for 2026

Mr. Marvin W. Sox

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 24th day of November 2025, at which meeting a quorum was present.


Donette B. Kirkland, Secretary