

YORK ELECTRIC COOPERATIVE, INC.
BOARD OF TRUSTEES MEETING MINUTES
October 26, 2021

Board Members Present: Carolyn Boyd, Jack Cornwell, Scott Good, Richard Sadler, Tom Settlemyre, and Tommie Bratton (via teleconference)

Others Present: Paul Basha, John Tiencken and Carol Newman. Oliver Dowdle, Marc Howie, Jonathan Layfield, Tracy McBride, and Patty Moss were present for a portion of the meeting.

The Board of Trustees of the York Electric Cooperative, Inc., met at the office of the Cooperative on Tuesday October 26, 2021, at 12:00 for lunch, with the Board meeting convening immediately afterward. The meeting was called to order by Chairman Tom Settlemyre. The invocation was given by Scott Good. A quorum was present; therefore, it was in order to transact any necessary business of the Cooperative.

Patty Moss and Oliver Dowdle presented their yearly safety presentation which included standard incident ratings and York Electric's Rural Electric Safety Achievement Program (RESAP). Ms. Moss presented on the standard incident ratings and trends. Mr. Dowdle reviewed RESAP.

Tracy McBride gave a presentation on investment strategies for the future. The Board approved this conservative strategy.

Upon motion made and duly seconded, the items on the consent agenda as listed below were approved as written and presented:

Approval of Minutes of:

September 28-29, 2021, Board Retreat

September 28, 2021, Board Meeting

Financial Report

Safety/Loss Control Report

Review and Approval of New and Refunded Memberships for September

New – 645 Refunded – 524

The upcoming meetings were discussed.

Mr. Basha provided the testing scenario to the Disaster Recovery Plan for the year 2021. This is an annual review, and the Board approved as submitted.

Mr. Basha provided the 2021 third quarter Strategic Plan update. The Board approved to accept as information.

Mr. Basha reviewed the 2022 Strategic Plan. Upon motion made and duly seconded, the Board approved the 2022 Strategic Plan.

Mr. Basha offered brief comments regarding Santee Cooper, and Mr. Tiencken gave brief comments regarding other associated cooperatives.

Mr. Basha provided a brief economic development update.

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Mr. Basha reviewed the Trustee compensation. Upon motion made and duly seconded, the Board, with one exception, approved a slight adjustment to the Trustee compensation beginning in 2022. Although Mr. Richard Roach was not in attendance at this meeting, but he asked that his opposition be noted in the minutes.

Mr. Basha discussed Board training. The Board agreed to continue with the same training requirements until further research is done on other available opportunities and to be consistent with other cooperatives.

Mr. Basha presented a fiber update.

Mr. Basha discussed the Benefield Road Rock Quarry. The Board agreed to oppose the rock quarry for multiple reasons.

Mr. Basha presented for review and approval the Cooperative's Affirmative Action Plan. He advised that RUS requires that the Cooperative comply with various equal employment hiring practices and nondiscrimination practices. The plan presented also addressed compliance with the Americans with Disabilities Act and the hiring of veterans and minorities. Following a review of the Cooperative's Affirmative Action Plan, upon motion made and duly seconded, the Board approved the plan as presented and execution of the attached associated resolution.

The Board completed the Bylaw review for the remaining five articles: Article XI - Disposition and Pledging of Property; Distribution of Surplus Assets on Dissolution, Article XII – Fiscal Year, Article XIII – Rules of Order, Article XIV – Seal, and Article XV – Amendments. This is an annual review with no changes recommended.

There was nothing to report from the Trustee Association currently.

Upon motion made and duly seconded, the Board moved to enter into executive session to discuss a contractual matter.

Upon motion made and duly seconded, the Board moved to return to general session and approved action on an economic development project.

The CEO's Report included the following:

- 1) Mr. Basha requested approval from the Board to purchase an appreciation gift card for each Operation Round Up Trust Board member during the Christmas season. The Board approved this purchase.**
- 2) Mr. Basha gave an update on employees, materials, patronage capital, and HVAC repair.**
- 3) Mr. Basha provided the Board with a draft 2022 calendar of monthly board agenda items and new 2021-2022 ECSC Member Directory.**

There being no further business, upon motion made and duly seconded, the meeting was adjourned.

Carolyn Boyd
Secretary/Treasurer