

**YORK ELECTRIC COOPERATIVE, INC.**  
**BOARD OF TRUSTEES MEETING SUMMARY**

**March 26, 2019**

**Board Members Present:** Carolyn Boyd, Tommie Bratton, Marion Comer, Jack Cornwell, Will Mitchell, Paul Poston, Richard Roach, Richard Sadler, Tom Settlemyre

**Others Present:** Paul Basha and Bethany Hardin. Patty Moss, Wendy Catledge, Tracy McBride, Jim Salmon, Craig Spencer, Denny Lynn and Terry McMichael were present for a portion of the meeting.

The Board of Trustees of the York Electric Cooperative met at the office of the Cooperative on Tuesday afternoon, March 26, 2019, at 12:00 Noon for a luncheon, with the Board meeting convening immediately afterward. The meeting was called to order by Chairman Jack Cornwell and the invocation was given by Denny Lynn. A quorum was present; therefore, it was in order to transact any necessary business of the Cooperative.

Craig Spencer, Vice President of Engineering, provided an update on the cooperative's Member Comfort initiative along with reliability statistics. The key factors outlined were to identify, notify and improve outages, blinks and other areas that may not be performing to the highest of standards as other areas within the system.

Terry McMichael, CPA, reviewed a summary of the 2018 Financial Audit Report. Mr. McMichael's Power Point presentation included:

- Independent auditor's report;
- Overview of audited financial statements;
- Industry specific financial ratio analysis;
- Communication with those charged with governance; and
- Questions and answers

Mr. McMichael next presented the IRS Form 990. There was a review and discussion of the document.

Following the presentation, the Board accepted the review of the IRS Form 990 and the Financial Audit Report as information. The Board then convened into Executive Session for a question and answer discussion with Mr. McMichael. No employees were present. Following the adjournment of the Executive Session, the Board reconvened into regular session.

The items on the consent agenda as listed below were approved as written and presented:

- February 26, 2019, Board Meeting Minutes and Summary;
- Safety/Loss Control Report;
- February Financial Report;
- Review and approval of 527 new and 313 refunded memberships for February

Mr. Basha referenced several upcoming meetings as follows.

The Board of Trustees continued the review of the following policies in the Employee Policy Manual:

Policy #109 Employee and Independent Contractor Classifications  
 Policy #226 Employee Assistance Program  
 Policy #219 Employee Training and Development  
 Policy #107 Employment and Placement of Employees  
 Policy #101 Employment-at-Will

The Board approved the review and minor revisions to the above policies.

There was a discussion regarding locations for a Board Retreat in 2019.

Bids for the Seven Oaks double circuit project were presented with staff recommending the low bidder, Sumter Utilities. The Board accepted the recommendation to accept Sumter Utilities to perform the work.

Mr. Basha provided a Central Electric/Santee Cooper Report. The Santee Cooper audit and Central adjust to actual were discussed. The Central Electric Annual Report was provided to each Trustee.

Mr. Basha reported on several large economic development projects that are considering locating to the York Electric Cooperative territory.

Slides providing results from a residential consumer survey conducted by Central Electric were reviewed.

There was nothing to report from the Trustee Association at this time.

The CEO's Report included the following:

- 1) The Board booklet contents included employee commendations, and a look ahead at dates snapshot;
- 2) The South Carolina Power Team annual report was passed around for Trustees to review if desired. A 2-page report containing statistical information pertaining to economic development was distributed;
- 3) Allocations made at the February 20, 2019, Operation Round Up meeting were as follows: \$33,000.00 to organizations and \$5,000.00 to individual emergency needs.

- 4) **Tom Settlemyre gave a brief report from the recently attended NRECA Annual Meeting.**
- 5) **An update on the governance bill was provided. The bill has passed in the House and is now in the Senate.**
- 6) **Mr. Basha advised that our office is in need of upfitting an existing space. Two bids were received with the low bidder, Southern Builders being recommended.**

**The meeting was adjourned.**