

BLUE RIDGE MOUNTAIN ELECTRIC MEMBERSHIP CORPORATION
BOARD MEETING MINUTES

January 14, 2020

The Board of Directors of Blue Ridge Mountain Electric Membership Corporation (BRMEMC) met in Regular Session on January 14, 2020, in the Board Room at the BRMEMC Headquarters building. Board Chairman Ray Cook called the meeting to order at 6:06PM.

After the invocation led by Director Cook, the Pledge of Allegiance was led Director Lance.

The following Directors were present at roll call as noted by Board Secretary Perren and were in attendance during the Board Meeting:

Ray Cook, President/Chair
Danny Henson, Director
Jack Lance, Director
Jeff Ledford, Director
Gene Mason, Director
Cory Payne, Director
Roy Perren, Director
Bert Rogers, Director
Gayland Trull, Director

General Manager Nelms presented a Safety and Logistical Briefing for members in attendance.

The following Staff were recognized by the Chair and were present during regular session:

Jeremy Nelms, General Manager
Charles Autry, Board Attorney
Amanda Holdaway, Director of Finance and Accounting
Fred Gray, Director of Operations
Daniel Frizzell, Director of Engineering
Sonny Mahan, Director of Member Services
Erik Brinke, Director of Administrative Services
Kelly Crawford, Manager of Media and Communications

Upon request of Chairman Cook, the meeting agenda for January 14, 2020 was considered. A motion to approve the agenda was approved by unanimous vote upon motion by Director Lance, seconded by Director Payne.

Upon request of Chairman Cook, the minutes of the Board Meeting of December 9, 2019 were considered and approved by unanimous vote upon motion by Director Rogers, seconded by Director Trull.

Board Chair Cook asked for any declarations of conflicts of interest by the Directors and none were found.

Director Payne presented the Finance Committee report of the committee meeting on January 14, 2020, at 5:00 PM, to the Board, which was noted by the Chair as received and to be filed with the minutes of the meeting for subsequent audit.

Director Rogers presented Policy & Public Relations Committee report of the committee meeting on January 14, 2020.

Policy No. 226 – Financial Management

-At the request of Staff, this policy is being amended to make technical changes to the Cooperative's financial management policy. The existing policy does not contain accurate titles for certain employees involved in financial processes, and does not reflect technological advances in banking processes, specifically that many transactions are now handled electronically. In addition, an increase is needed to the Imprest Fund limit for daily operating and petty cash purposes. Since BRMEMC will be using our onsite "lockbox" service going forward, and not be going to the bank each day, requiring BRMEMC to maintain a bit more cash on-site for operating purposes and for necessary petty cash disbursements.

Policy Bulletin No. 528 Addendum – Wage and Salary Administration Schedule

-At the request of General Manager Nelms this policy is being amended to reflect two recently created positions, GIS Specialist I (Grade 9) and GIS Specialist II (Grade 11). Please note that with regard to changes to this Addendum, the normal policy amendment format is not followed.

Policy No. 529 –Employee Evaluation Process

-At the request of Staff, this policy is being substantially amended to make necessary changes to the Cooperative's policy governing employee evaluations to more accurately reflect the current process being utilized. The existing policy governing the evaluation process was created in 1982 and has not been amended since that time, yet the actual employee evaluation process utilized by supervisors has changed significantly. The recommended "re-write" of this policy will clarify the purposes for the evaluation process, and will provide a framework for the employee evaluation process that meets current practices as well as today's Human Resources requirements.

Policy No. 336 – Charges and Fees were automatically escalated (per the policy) by the published Handy-Whitman index on January 1, 2020. The current Handy-Whitman index is +3.12% and for this reason, Staff has attached the resulting adjustments to the schedule of charges and fees in this Policy. Since this action follows the existing policy, there is no need to re-ratify this policy, but rather Staff will simply be requesting a new signature on the current rates from the Board President and Board Secretary reflecting that this action has taken place.

Policies presented to the board as a motion of the Policy & Public Relations Committee. The motion was seconded by Director Perren. After discussion the motion was passed unanimously by the board.

Staff Reports were presented in the board packet as available for review by members of the Board.

General Manager Nelms presented the financial report to the board.

Member Comments: None

Old Business:
None

New Business: None

Director Reports:

Director Perren reported that at least one area church is prepared to open their church fellowship hall to BRMEMC workers for a place to get warm and dry and a cup of coffee while they are out working restoring power during outages

Director Cook thanked the board for concern shown during his dad's illness. Thanked staff for all they did this past weekend restoring the power after the storm.

Manager Report:

General Manager Nelms presented the following in the manager's report:

The severe weather that moved through on Saturday evening caused extensive damage across the entire system that required an all-hands-on-deck restoration effort that took 48 hours to get all accounts back on. From 9 a.m. on Saturday to Monday at 6 p.m., there were 210 separate device outages that affected over 32,000 meters over the entire event. The highest number of meters out at any one point was nearly 15,000. The damage reached across the entirety of the system and included 33 broken poles and numerous instances of wire down due to trees and limbs. At the height of the restoration, there were 55 personnel from other utilities on the system to assist. Those included Central Georgia EMC, Jackson EMC, Hart EMC, Walton EMC, and Murphy Power Board. General Manager Nelms commended all employees for the effort they displayed this weekend.

Blue Ridge Mountain EMC recently received accreditation for its safety practices from the Electric Cooperative Safety Accreditation Program of Georgia. This award is based on the safety record and safety programs that have been in place over the last three years. The accreditation process is comprised of two primary components: record keeping and a multi-day on-site visit. The recordkeeping portion consists of a check of BRMEMC's safety records and adherence to safety programs and regulations from the Occupational Safety and Health Administration (OSHA). During the on-site inspection, observers visited the main office and warehouse as well as the service area. Inspectors made sure that equipment used by employees was in compliance with testing protocols. Inspectors included personnel from accredited EMCs and the Electric Cooperative Training Center. The inspection process also included criteria to determine whether BRMEMC is keeping the public safe. Observers inspected public rights of way, utility poles, and overhead and underground wiring to ensure that proper utility practices are followed. This

certification is a testament to the kind of operation that we run at BRMEMC. General Manager Nelms commended safety and facilities personnel for the time that spent preparing for this visit and operations personnel for instilling a culture of safety first across the company.

Staff have received the summary documents from CFC for the December strategic planning sessions that included both the Staff and the Board. Next steps will be to review the findings internally and develop a recommendation for the Board on any potential changes to the mission, vision, and strategic priorities at an upcoming Board meeting. General Manager Nelms thanks the Board and Staff for their participation and attentiveness over those two days last month. General Manager Nelms is confident the time spent will be determined to be fruitful for BRMEMC and its Membership.

In early 2020, Operations staff plans to roll out the newly developed Lineman Apprenticeship Program. BRMEMC's Lineman Training Program is designed to utilize the GEMC Power Line Technician Program structured apprenticeship program in conjunction with a formalized on-the-job training program based on established standards of performance. This comprehensive training program can both better prepare linemen for the varied job challenges facing them today as well as provide them with clear goals and guidelines that will help ensure possible advancement within the company.

Last week, BREMC performed the utility installation to serve the electric vehicle charging station that will soon be installed at the Union County Community Center. Once the concrete pad for the charging pedestal has cured, BRMEMC will be installing and commissioning the charger. Once it is up and running, the location will be placed on the widely used application PlugShare so EV drivers will be aware they can charge their vehicles at a new location in our service territory.

Staff from engineering and system assessment teams have completed an Unmanned Aircraft System (UAS), also known as a drone, operations manual to assist in governance of operations and to ensure compliance with the applicable Federal Aviation Administration (FAA) over and above all applicable corporate policies. With this in place BRMEMC can acquire the appropriate insurance coverage and begin getting quotes on budgeted drone equipment. Once they have been purchased and registered with the FAA, BRMEMC can begin to utilize the UAS equipment to speed up system assessment and outage restoration.

Next week, Marlin Williams with MLT Communications will return to the EMC for two days to work with supervisory staff to address change management, utilizing the benefits of a multi-generational workforce, building stronger and more efficient teams, and employment development in coordination with mentoring programs and succession planning just to name a few topics. Those in attendance will range from crew foremen to executive management.

The FCC will vote on rules later this month for its proposed plan to allocate \$20.4 billion in funding to broadband providers serving rural areas in the U.S. The fund, known as the Rural Digital Opportunity Fund, will be allocated over the next 10 years. The funding will be available to cable providers, wireless companies, and electric co-ops. This is significant because those companies have traditionally been excluded from these kind of government subsidies.

Broadband staff will be monitoring this funding opportunity as it matures and becomes better defined.

Just before the holidays, Congress passed the RURAL Act as part of its year end spending legislation. This particular piece of legislation fixed a 2017 change in federal tax law that could have altered an electric cooperative's tax status in the event the cooperative accepted certain government funding, such as broadband deployment grants or FEMA reimbursement for storms. Under the new language, those sources of funding will no longer be considered non-member income.

One takeaway from the recent 2019 emergency response plan table-top exercise was to review the field documentation process that is required to ensure FEMA reimbursement in the event of a substantial storm event. The past week, staff from finance, engineering, and operations group have worked to develop a process for this data collection that can be implemented with very little effort. The plan will be to roll this process out to all storm crew leaders and potential bird dogs that would lead out of town crews in the event of an extensive restoration effort.

Josef Gardner, BRMEMC's RUS Government Field Representative, was on-site to conduct the required Civil Rights Review as well as the Operations and Maintenance Review of the system. During the review, Gardner requested a review of the Limited English Proficiency requirement that is set forth by Executive Order 13166 from 2016. BRMEMC established a team to review the requirements and produce an LEP Plan for BRMEMC. A four-factor analysis has been completed to determine steps that need to be taken to accommodate Members that are LEP. BRMEMC falls below the threshold for mandated provision of translation services based on saturation of LEP persons being less than five percent (5%) or 1,000 members. However, BRMEMC will continue to take action to comply with RUS. A few examples found in the BRMEMC LEP Plan are: continue to provide the Statement of Nondiscrimination in Spanish; continue to utilize third-party telephonic interpretation services; continue training call center reps in the use of the interpretation services, as well as the existence of the LEP Plan; engage in a review of the LEP Plan every two years, or as circumstances require; include a translation toggle from English to Spanish on the new website; as well as other items that can be read in BRMEMC's LEP Plan. BRMEMC will submit the LEP Plan to Josef Gardner within the month of January.

Just a reminder that BRMEMC will be partnering with the other TVA-served Georgia EMCs to host a legislative luncheon with all the lawmakers that cover respective areas on February 12, 2020. Those other EMCs are Tri-State EMC and North Georgia EMC. In addition to the three hosting EMCs, Georgia EMC's legislative affairs team will be heavily involved in the planning and hosting of the luncheon. So far four staff members and two Board members plan to attend. If others would like to join, please let General Manager Nelms know ASAP so that he can get GEMC the appropriate headcount.

Announcements: None

After a break to thank members for attending the meeting, the board went into Executive Session at 7:05PM.

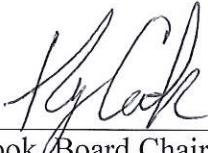
The board came out of Executive Session.

With no further business the meeting was adjourned at 8:10PM.

Respectfully submitted, this, the 3rd day of February 2020.

Roy Perren,
Secretary of the Board of Directors, BRMEMC

ATTEST: The undersigned EMC officers attest that the foregoing minutes of the Board Meeting on the 14th day of January, 2020, were approved in Regular Session of the Blue Ridge Mountain EMC Board of Directors on the 11th day of February, 2020.



Ray Cook, Board Chairman



Roy Perren, Secretary

FINANCE COMMITTEE MEETING

January 14, 2020

The Finance Committee of Blue Ridge Mountain Electric Membership Corporation met at 5 P.M. on January 14, 2020, for the regular meeting. Committee Chairman Cory Payne called the meeting to order. The following were present:

Cory Payne
Jeff Ledford

Roy Perren
Gayland Trull

Also attending: Amanda Holdaway, Director of Finance & Accounting
The following reports were reviewed by the Committee:

- (a) **Operating Statement** for November 2019, giving a net loss of \$298,777.34.
- (b) **Cash Report – Source & Application of Funds**—November 2019.
- (c) **Cash Position** as of January 1, 2020.
- (d) **Disbursements**-November, 2019

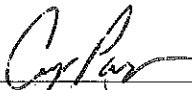
A motion was made by Roy Perren, seconded by Gayland Trull, to accept the reviewed reports. Also reviewed were the following reports:

- (e) **Memberships Issued and Cancelled** – December, 2019
- (f) **Payment Contracts** – Cameron Engskow, 97 Break Rd, Murphy, NC-\$7,826.71 for electric construction
- (g) **Aged Trial Balance** – December, 2019
- (h) **Accounts Written Off** – December, 2019 in the amount of \$7,103.11
- (i) **Bankruptcy Report**-December, 2019 in the amount of \$2,218.88
- (j) **Directors**-Account Status

A motion was made by Roy Perren, seconded by Jeff Ledford, to accept the reviewed reports.

The Finance Committee reviewed the General Manager's expense report.

We, the Members of the Finance Committee, do hereby recommend acceptance of the Finance Committee Minutes, the reports and actions contained therein as action by the Board.



Cory Payne, Chairman



Jeff Ledford



Roy Perren



Gayland Trull

EXHIBIT "A"