

BLUE RIDGE MOUNTAIN ELECTRIC MEMBERSHIP CORPORATION
BOARD MEETING MINUTES

March 10, 2020

The Board of Directors of Blue Ridge Mountain Electric Membership Corporation (BRMEMC) met in Regular Session on March 10, 2020, in the Board Room at the BRMEMC Headquarters building. Board Chairman Ray Cook called the meeting to order at 6:00PM.

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

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 March 10, 2020 was considered. A motion to approve the agenda was approved by unanimous vote upon motion by Director Rogers, seconded by Director Ledford.

Upon request of Chairman Cook, the minutes of the Board Meeting of February 11, 2020 were considered and approved by unanimous vote upon motion by Director Payne, seconded by Director Henson.

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

Special Presentation: 2020 Census Complete Count Committee – Pat Malone explained importance of the census. Explained the use of the census. Explained the census process.

Special Presentation: Post Road Grant Follow Up. Wade Warner & Seth Hoedi addressed the board via internet. To look at how we may finance broadband to reach the unserved members on our system. Post Road Foundation is a non-profit funded by Rockefeller Foundation to develop innovative infrastructure finance solutions for rural America. Explained benefits of financing broadband assets through an off-balance sheet joint venture. Philanthropic can reduce need for government subsidies. Compared alternative finance structure of joint venture with that of traditional cooperative financing. Suggests a broadband infrastructure fund leveraging philanthropic capital and NRECA, CFC, NRTC. Three year goal is for ten projects to provide broadband service to 1,000,000 people. Explained advantages and disadvantages of this approach. Sees BRMEMC potentially as the first investment of the fund.

Director Payne presented the Finance Committee Report of the committee meeting on March 10, 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 March 10, 2020.

Policy 510 – Vacation Time: To amend the vacation time policy to create a vacation leave bank for long-tenured employees (age 55 and 30 years of employment) that could grow above current limits of two-hundred, forty (240) hours to one-thousand (1000) hours. This leave bank could be used to extend bi-weekly pay upon termination (retirement).

Policy 518 – Holidays: Amends the ineligibility period for new employees from 90 days to 30 days.

Policy 544 – Regular Full Time Employees Defined: To remove archaic language referring to pension plan. To change ineligibility period of new employees to match the changes made to Policy 518.

These policies were 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: Donald Clark

Concerned about lineman safety. Says spraying of herbicide is detrimental to pollinators. Roundup has been shown to be a carcinogen. Says EMC herbicides have had few studies on impacts to humans, animals and pollinators. Asking find alternatives to herbicide. We need honeybees, pollinators. Presented a petition from members about spraying herbicide.

Old Business: None

New Business:

Nottely Substation Material Package. Daniel Frizzell presented recommendation to approve the bid submitted by M.D. Henry Company of \$173,210 for the materials needed for the Nottely Substation included in the current construction work plan. This will reflect in the FY21 budget. Director Perren made a motion, seconded by Director Ledford.

Director Reports: None

Manager Report:

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

The BRMEMC strategic planning working group met for a few hours after the February Board Meeting to firm up the list of goals we will be looking to pursue as they relate to our four strategic elements. With that list of goals, all managers and supervisors have taken them to their respective groups to develop strategic objectives, or steps, we can take to ensure we meet those goals to excel in the four strategic elements we will be focusing on throughout this process.

On February 17th, Board of Director Danny Henson and General Manager Jeremy Nelms had the opportunity to attend the quarterly GEMC Board Meeting in Tucker. While much of the discussion was focused on the legislative session and the impending pole attachment legislation, the highlight was a visit by retired U.S. Senator Johnny Isakson. Senator Isakson was always a staunch supporter of Georgia EMC and its 41 member systems. In addition, he was much revered across the nation by NRECA and its entire Membership. So much so, he was awarded the 2019 Distinguished Service Award by NRECA. During his visit on the 17th he was presented a framed copy of the Georgia Magazine's February 2020 issue that honored his lifetime of public service. During his remarks, the former senator expressed his appreciation for EMCs important work in the communities they serve and offered thanks for the support and close relationships he's held with Georgia's EMCs. He also discussed his future plans to assist in finding a cure for Parkinson's disease. One note made during his discussion was a quote he offered concerning how people view EMCs and likely electric utilities in general. Isakson said, "You provide a service that no one can live without, but no one wants to pay for."

This past month BRMEMC held an informational meeting on FEMA documentation collection with all foremen, lead linemen, staking engineers, and anyone else that may be required to lead a crew during a large restoration effort such as a hurricane, blizzard, or ice storm. FEMA requires extensive documentation along with before and after pictures during the restoration effort in order to be reimbursed. The process can be cumbersome but very necessary in the event of a large scale outage event where federal disaster relief is made available. Having a formal process in place ensures BRMEMC does not inadvertently leave any money on the table should an event occur.

Two weeks ago, Director of Operations, Fred Gray, rolled out the much anticipated Lineman Apprenticeship program that will be used by BRMEMC to develop up and coming line personnel

from an entry-level groundman role to a full-fledged and capable first class lineman. The response so far has been very positive because prior to this program being in place the path to being a fully credentialed lineman was much less clear. This program coupled with some of the recent changes in the construction group have led to a very positive and productive few weeks in the operations department.

This past month Debra Ballard with The Ballard Group was on-site to provide training to all BRMEMC employees on how to handle customers and colleagues with difficult and emotional behavior. BRMEMC employees are placed in some very challenging situations and, as the manager, I want to make sure I am providing the employees any and all tools they need to be able to navigate any situation they face in the field and in the office.

Since the last Board meeting, the engineering and operations staff received the drones they will be using for system assessment and restoration. We have also received the necessary insurance coverage to ensure our licensed pilots can use this technology in their daily work duties. In the coming months the two BRMEMC System Assessment Technicians will visit during a Board meeting to walk through some of what they are finding and how they are utilizing the drone technology to help better perform their jobs.

On February 28, BRMEMC staff met at the Union County Chamber of Commerce and Community Center for a ribbon cutting for the new electric vehicle charging station. Despite the cold and spitting snow, the ribbon cutting was well attended by local officials, business owners, and Chamber personnel. Since its installation the charger has been used six times. Each of the six users has a zip code outside the local territory....mainly the greater Atlanta area.

Speaking of electric vehicles, Cobb EMC brought some of their staff on-site two weeks ago to visit with our staff members. The visit was symbiotic in nature as the Cobb staff wanted to learn about our broadband business and BRMEMC staff wanted to hear about Cobb EMC's efforts to assist its Membership in the transition to embracing electric vehicles as a realistic alternative to traditional gas-powered cars and trucks. Cobb has done a few things to assist its membership in this transition. First, they took the step we are taking and that is introducing electric vehicles into their fleet. Once they had the cars, they allowed employees to test drive the EVs so they could understand the true power of these electric models. From there, they let their Members test drive the vehicles so they too could touch and feel to see these cars are more than glorified golf carts. Cobb EMC has also introduced an EV charging rate where they essentially allow for free charging during off peak times. The current metering system that we use does not have that capability, but our upcoming upgrade would certainly allow us to pursue that route if we determine a rate incentive is the best way for our Members to embrace this technology. One final note on their visit, Cobb EMC's CEO and VP of Marketing attended the informational session. They both drove their Tesla sedans. One has a Model 3 and the other a Model S. I was fortunate enough to test drive one and I can tell you that nothing will convince you more about the true power of an electric vehicle than driving one of those Teslas. I will work with the Cobb EMC folks to arrange some test drives for the Board in the coming months.

For the past several week BRMEMC staff has been working to better understand and prepare for the potential impact of novel coronavirus coming to the local area. Last week, staff developed

and released a Pandemic Response Plan that will be part of our RUS-required Emergency Response Plan (ERP). This plan lays out roles and responsibilities in how to respond to the impact as well as a phased approach as to how we would handle the EMC's daily operations in the event our local community is impacted. Ultimately, our plan focuses on social distancing and reducing human-to-human interaction in our daily processes. The Co-op has to continue to operate, even in dire circumstances. We are working to make sure we have a plan in place to accomplish that task while also ensuring our employees' safety and well-being is kept paramount. To support the educational efforts, Julia Barnett, the Chief Nursing Officer of UGHS, will be on-site to provide information on the novel coronavirus to all BRMEMC employees.

This past week saw a great deal of activity on pole attachment legislation in the GA House and Senate. Pole attachment legislation continues to be Georgia EMC's #1 priority at the State Capitol and work continued this week by the legislature on both sides of the General Assembly. Both Senate Bill 411 and House Bill 244 originally seek to impose FCC rates, terms and conditions on all EMC pole attachments, places the Public Service Commission (PSC) as the body for a dispute between an EMC and an attaches, and limits EMCs safety practices on their own poles to no greater than National Electric Safety Code (NESC).

In the House, EMCs have spent the majority of the last two weeks in negotiations with cable and telecom providers that were facilitated by Majority Leader Jon Burns and Chairman Ron Stephens. Despite exhaustive efforts to come to a reasonable path forward, EMCs and cable/telecom could not agree on language. A vote is expected on the House floor as early as this week.

Last week, on Thursday afternoon, EMCs activated grassroots efforts and generated over 5,000 emails to 150+ different members of the House stating opposition to House Bill 244. At this time, our point has been made and heard by members of the House and no further action is requested by EMCs on the HB 244 Action Alert.

In the Senate, the Regulated Industries & Utilities (RIU) committee held two meetings on Sen. John Kennedy's Senate Bill 411 last week. During the first meeting on Tuesday of last week, Sen. Kennedy presented his legislation to the committee, utilizing charts and graphs provided by Comcast that attempted to imply that EMC electric rates would not be impacted by the dramatic reduction in pole attachment recovery revenue. Following Sen. Kennedy's presentation, Comcast's Vice President of External Affairs Andy Macke, testified on behalf of the media conglomerate that EMC pole attachment rates in Georgia were THE barrier to rural broadband deployment and committed to serving 20,000 homes in unserved areas if SB 411 is passed as is. Next, Georgia EMC's Vice President of Government Relations Jason Bragg testified on behalf of EMCs and defended EMCs' current cost recovery formula for pole attachments and relayed to the committee the wide ranging impact that SB 411 as written would have on EMC member-consumers, especially those in rural areas of the state. Following questions from Chairman Bill Cowsert, the hearing abruptly ended and no vote was taken.

On March 5, SB 411 was heard again in the Senate RIU committee. In a committee hearing room packed with EMC managers, testimony was taken from the Georgia Cable Association, Georgia

Telecommunications Association, a member of the Haralson County Development Authority, Carroll EMC CEO Tim Martin, and Jackson EMC CEO Chip Jakins. Following testimony, the committee voted on a series of amendments. The first package was from Sen. John Albers that attempted to offer three separate amendments that would have:

Provided a 4-year phase in of FCC rates, terms and conditions

Mandated that pole attachment rates could not go below \$9

Required mandated reporting from communication service providers on broadband efforts in unserved areas

Ultimately, the three amendments were taken up together and failed. Then, Sen. Steve Gooch offered an amendment that sought to alter the language in the bill by leaving existing attachments alone and requiring \$1 pole attachment rates for new attachments in unserved areas. The amendment passed 9-1. Senate Bill 411 was then passed out as amended by a unanimous vote. The bill now goes to the Senate Rules committee to await being placed on the Senate floor.

Other Business:

President Cook asked the Board if there was any other business and there was none.

After a break to thank members for attending the meeting, the board went into Executive Session at 7:20 PM.

The board came out of Executive Session.

With no further business the meeting was adjourned at 9:26 PM.

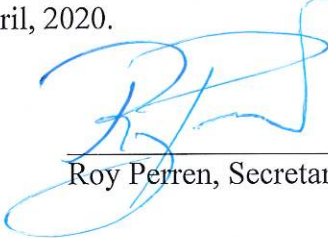
Respectfully submitted, this, the 10th day of April 2020.

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 10th day of March, 2020, were approved in Regular Session of the Blue Ridge Mountain EMC Board of Directors on the 28th day of April, 2020.



Ray Cook, Board Chairman



Roy Perren, Secretary

FINANCE COMMITTEE MEETING

March 10, 2020

The Finance Committee of Blue Ridge Mountain Electric Membership Corporation met at 5 P.M. on March 10, 2020, for the regular meeting. Committee Chairman Cory Payne called the meeting to order. The following were present:

Cory Payne
Jeff Ledford
Ray Cook

Roy Perren
Gayland Trull

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

- (a) **Operating Statement** for January 2020, giving a net loss of \$251,900.78.
- (b) **Cash Report – Source & Application of Funds**—January 2020.
- (c) **Cash Position** as of March 1, 2020.
- (d) **Disbursements**-January, 2020

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

- (e) **Memberships Issued and Cancelled** – February, 2020
- (f) **Payment Contracts** – Carolyn Howard, 1430 Sandy Gap Rd, Murphy, NC-\$683.92 for Fiber Construction
- (g) **Aged Trial Balance** – February, 2020
- (h) **Accounts Written Off** – February, 2020 in the amount of \$11,341.22
- (i) **Bankruptcy Report**-None
- (j) **Directors**-Account Status

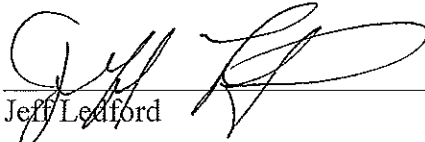
A motion was made by Roy Perren, seconded by Gayland Trull, to accept the reviewed reports.

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

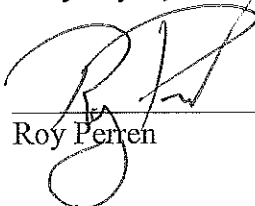
We, the Members of the Finance Committee, do hereby recommend acceptance of the Finance Committee Minutes, the reports and actions contained therein as action by the Board.



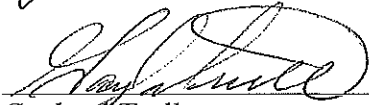
Cory Payne, Chairman



Jeff Ledford



Roy Perren



Gayland Trull