

**BLUE RIDGE MOUNTAIN ELECTRIC MEMBERSHIP CORPORATION**  
**BOARD MEETING MINUTES**

June 9, 2020

The Board of Directors of Blue Ridge Mountain Electric Membership Corporation (BRMEMC) met in regular session on June 9, 2020, in the Board Room at the BRMEMC Headquarters Building. Board Chairman Ray Cook called the meeting to order at 6:05PM.

After the invocation led by Director Trull, the Pledge of Allegiance was led Director Payne.

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

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

Jeremy Nelms, General Manager  
Charles Autry, Board Attorney  
Other staff members were available via Zoom

Upon request of Chairman Cook, the meeting agenda for June 9, 2020, was considered. A motion to approve the agenda was approved by unanimous vote upon motion by Director Perren, seconded by Director Henson.

Upon request of Chairman Cook, the minutes of the Board Meeting of May 19, 2020, were considered and approved by unanimous vote upon motion by Director Payne, seconded by Director Rogers.

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 June 9, 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 the Policy & Public Relations Committee Report. Policy 204- Delegation of Authority was discussed. Will be presented at July board meeting.

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

General Manager Nelms presented the Financial Report.

Member Comments:

Due to COVID – 19 Pandemic, there were no members present at the meeting.

Old Business:

FY2021 Budget – General Manager Nelms presented the budget with changes requested by the board at the June 3 work session. Director Payne made a motion to adopt the board as presented. The motion was seconded by Director Henson. After discussion the budget as presented was passed by unanimous vote of the board.

New Business:

Official Notice of Annual Meeting

Discussed the verbiage of the notice of the annual meeting. Changes will be made and discussed at the July meeting

Rural Digital Opportunity Fund Presentation

Director of Engineering Daniel Frizzell and Interim Manager of Broadband Alex King presented to the Board the Rural Digital Opportunity Fund (RDOF). RDOF is a reverse auction through the FCC to bring broadband service to rural America. FCC will award \$21.4 billion overall to co-ops and businesses bidding on the monies. RDOF does have eligibility requirements. BRMEMC has an advantage due to the infrastructure we already have in place. The criteria was laid out in the presentation along with the bidding process. Frizzell and King are recommending to the Board to proceed with pursuing this opportunity with the RDOF reverse auction. Director Perren made a motion to proceed to participate in the reverse Auction of the RDOF. The motion was seconded by Director Henson. After discussion the motion was approved by unanimous vote of the board.

Nottely Substation Contractor Recommendation

Daniel Frizzell presented bids on the Nottely Substation Contractor. Director of Engineering Daniel Frizzell presented the Board with construction bids for the Nottely Substation. Staff is recommending a construction bid from Aubrey Silvey Enterprises, Inc. representing a total material and labor cost of \$2,890,000.00. Director Henson made a motion to approve the staff recommendation. The motion was seconded by Director Perren. After discussion the motion was passed by unanimous vote of the board.

Director Reports:

None

Manager Report:

Annual Meeting Preparations

The Nominating Committee had its initial meeting on June 2. Press release went out to all media contacts to ensure the names of those individuals on the committee are communicated to the

public. This information will be shared on the BRMEMC website and social media channels. Director candidate forms are due back by June 24.

#### North Carolina Executive Order on Disconnects

Gov. Cooper extended the disconnect moratorium in N.C. until July 29. This extension will not impact BRMEMC's COVID Repayment Plan. Should he extend it further our schedule will be impacted. However, I have spoken with NCREA and explained that since TVA is our rate regulator and gives us guidance on how to handle disconnects we will follow their guidance should our timeline at the State of N.C.'s timeline become divergent.

#### GA PSC Approves Lifting of Georgia Power Disconnection Suspension

The GA PSC met last week and approved for GA Power to resume its disconnect procedures starting July 15, 2020. BRMEMC's plan to resume disconnects fits very closely with what is currently planned in both Ga. and N.C.

#### Georgia EMC Board Meeting on June 8, 2020

Georgia EMC held its quarterly board meeting on June 8 via Webex. There was an extensive update on the general assembly reconvening on June 15 and the possibility of House Bill 244 being considered further. HB244 is in regards to pole attachments. This doesn't really affect BRMEMC because our pole attachment regulations are through TVA.

#### Interconnection Agreement Revamped

Over this past month, our Engineering staff worked to revise the distributed generation interconnection agreement that our members execute when installing a distributed generation source on their property. We revised the technical requirements to reflect updated standards for installation and also removed the prohibition for batteries as part of the system.

#### TVA Power Supply Flexibility Agreement

We have received a first draft of the agreement that will need to be executed between TVA and any of its LPC long-term partners that intend to take advantage of the flexibility provisions that were provided as a result of becoming a long-term partner of TVA. This flexibility essentially means that there are now opportunities for BRMEMC to source a portion of its energy from sources other than the all-requirements contract of TVA. This flexibility can be obtained through either self-generation done directly by the LPC or perhaps its consumers that are interested in renewables and other generation sources. The most recent version of the EMC's Strategic Plan contemplated this new opportunity, and our Engineering and Member Service staff are evaluating various opportunities that might allow us to take advantage of this flexibility provision. Once a plan is developed, we will seek approval from the Board on a recommendation.

#### Aska Fiber Extension

Broadband staff spent some time over the last month evaluating the feasibility of extending BRMEMC's fiber service through the Aska area of Fannin County. See map with projected construction costs. We have also estimated expected return on investment timelines for the 106 accounts that have expressed interest in obtaining the service.

Construction Efforts in May

The pandemic does not seem to have slowed down the construction efforts in the local community. Besides the hundreds of work orders that were completed last month, our locators completed over 1,300 locates in the month of May. If this record month is any indication of how things will go this summer, we can expect Fiscal Year 2020 to end on a high note and hopefully Fiscal Year 2021 to start strong.

Merchant Services Review

Staff plans to share a recommendation to the Board at its July Board Meeting as to how we should plan to proceed with our credit card processing going forward. A proposal from our software provider, Central Services Association, is being evaluated. We are also evaluating what terms may be available to us if we choose to extend our agreement with Paymentus.

Other Business:

None

The board adjourned for a short break at 8:06PM before going into Executive Session.

They came out of Executive Session. With no further business the meeting was adjourned at 8:35PM.

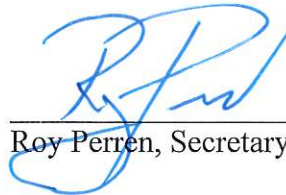
Respectfully submitted, this, the 13th day of July 2020.

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 9th day of June, 2020, were approved in regular session of the Blue Ridge Mountain EMC Board of Directors on the 21st day of July, 2020.



Ray Cook, Board Chairman



Roy Perren, Secretary

## FINANCE COMMITTEE MEETING

June 9, 2020

The Finance Committee of Blue Ridge Mountain Electric Membership Corporation met at 5 P.M. on June 9, 2020, for the regular meeting. Committee Chairman Cory Payne called the meeting to order. The following were present:

Cory Payne  
Gayland Trull

Roy Perren  
Ray Cook

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

- (a) **Operating Statement** for April 2020, giving a net gain of \$637,112.63.
- (b) **Cash Report – Source & Application of Funds**—April 2020.
- (c) **Cash Position** as of June 1, 2020.
- (d) **Disbursements**-Review January, 2020 Disbursements-Correction for March, April and May reporting.

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** – May, 2020
- (f) **Payment Contracts** – None
- (g) **Aged Trial Balance** – May, 2020
- (h) **Accounts Written Off** – May, 2020 in the amount of \$14,647.04
- (i) **Bankruptcy Report**-None
- (j) **Directors**-Account Status

A motion was made by Gayland Trull, seconded by Roy Perren, 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.

  
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Cory Payne, Chairman

  
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Roy Perren


  
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Gayland Trull

EXHIBIT "A"