The Board of Directors of Blue Ridge Mountain Electric Membership Corporation (BRMEMC) met in Regular Session on September 16, 2019, in the Board Room at the BRMEMC Headquarters building. Board Chairman Ray Cook called the meeting to order at 6:03PM.

After the invocation led by Director Rogers, the Pledge of Allegiance was led by 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
Erik Brinke, Director of Administrative Services
Dale Anderson, Metering
Sonny Mahan, Director of Member Services
Kelly Crawford, Manager of Media and Communications

Upon request of Chairman Cook, the Meeting Agenda for September 16, 2019 was considered. A motion to approve the Agenda was approved by unanimous vote upon motion by Director Perren, seconded by Director Ledford.

Upon request of Chairman Cook, the Minutes of the Board Meeting of August 12, 2019 were considered and approved by unanimous vote upon motion by Director Rogers, seconded by Director Trull.

Chairman Cook asked for any declarations of conflicts of interest by the Directors and none were found.
Special Presentation - Woody Trimble, External Auditor, Jackson Thornton.
Mr. Trimble presented the 2019 Audit Review. Mr. Trimble gave the audit opinion; discussing the balance sheet, revenue statement, change in equity statement, cash flow statement. Mr. Trimble discussed the notes associated with the audit report. Mr. Trimble went over the report to the Board of Directors and discussed required communications. Blue Ridge Mountain EMC had a clean audit report.

Director Payne presented the Finance Committee Report of the Committee meeting on September 16, 2019, 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 211-Director Liability Insurance. This policy was initially signed in 1981. The current format of the policy is unsigned and simply needs a signature line with dates.

Policy 240 – Sale of Scrap Wire, Transformers, Etc. was initially slated for signature, but upon closer evaluation by Staff, it was determined to be unnecessary given that transformer sales are highly regulated now, and that scrap wire has little value in the quantities and types we produce. For these reasons, Staff recommended deletion of this policy, and asked the Committee to reserve the policy number for future use.

The Policy & Public Relations Committee presented these policies as a motion which was seconded by Director Perren. After discussion the motion was approved by unanimous consent of the board.

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

Member Comments:
Lucille Heil addressed the board stating that the rate increase is discriminatory. Mrs. Heil stated that the Service Charge has increased 27.5%. Mrs. Heil asked that we listen to members and give back rather than take, take, take. Mrs. Heil stated that she would like the board to listen to the members who elected them.

Randy Mazie addressed the concerns of F.A.I.R with the board. Mr. Mazie asked that the board reconsider price restructuring. Mr. Mazie stated that he believes low usage members are paying for those with high energy usage. Mr. Mazie stated he would like to see GSA 2 & 3 included in the increase. Mr. Mazie stated that the increased customer charge should be balanced with a credit on the electric charge. Mr. Mazie stated that he had requested a copy of the rate structure and has had no response from BRMEMC

Old Business:
None

New Business:
Metering Update and Recommendation. Director of Engineering, Daniel Frizzell and Dale Anderson, from Metering, presented to the board. They discussed why the metering update is needed. They discussed the request for proposal process. They discussed the 200 class meter. They discussed the number of proposals received and that they had narrowed the respondents down to two, Itron and Landis+Gyr. The two companies did follow up presentations to BRMEMC. Frizzell and Anderson discussed the selection process, references, cost comparisons and the pros and cons of the two finalists. Frizzell and Anderson recommend the board approve Landis+Gyr for Advanced Metering Infrastructure, using Tri-State Utility Products as the vendor.

Director Perren made a motion to accept the recommendation of staff. The motion was seconded by Director Henson. After much discussion the motion was approved by unanimous consent of the board.

Additional Broadband Employee: Director of Engineering, Daniel Frizzell presented to the board the need of an additional Fiber Splicer Employee in broadband. Demand for BRMEMC Broadband is so great an additional employee is needed. Director Mason made a motion to accept the recommendation of staff to hire the additional employee. The motion was seconded by Director Payne. After discussion the motion was approved by unanimous consent of the board.

General Manager Nelms requested that the board approve the renewal of NRECA Employee Health Insurance for 2020. General Manager Nelms stated that there will be a 5% increase. Director Rogers made a motion to renew NRECA Employee Health Insurance for 2020. The motion was seconded by Director Ledford. After much discussion the motion was approved by unanimous consent of the board.

Director Reports: There was a shout out given to the Right of Way crew for the excellent job they do maintaining Right of Way.

Manager Report: General Manager Nelms reported the Open House that was held the evening of August 29th was a great success for the Broadband group. As reported at last month’s Board meeting, we had reached out to Members via a direct mail postcard, email (42.1% open rate) and a broadcast call whose homes we would be passing as part of this year’s fiber extensions. Those members were invited to come to the EMC Headquarters to learn more about these efforts and to also move forward with signing up for service. The quicker an area has the necessary amount of contracts, the quicker the build gets completed. 23 contracts were signed that evening. Of the locations planned to build for fiscal year 2020, four of them have already met their threshold amounts for contracts. A special thanks to the eight employees from Broadband and Customer Service that made this event successful.

General Manager Nelms reported another special event held at BRMEMC Headquarters in August was the Georgia Cooperative Council Couples Conference. Approximately 35 people from around the state of Georgia attended this event. This is the third year BRMEMC has been a
part of this conference. Thanks to Byron McCombs for giving a tour of our facilities and sharing with the group how a local EMC functions. Jon Cook in Dispatch was able to talk and answer questions too with this group who visited. Attendees got to hear from representatives from Georgia EMC as well as many others.

On September 16, General Manager Nelms, Erik Brinke and Kelly Crawford attended the groundbreaking ceremony of Hayesville Family Practice’s new location. As a reminder, BRMEMC played a major role in Chatuge Regional Hospital being able to expand through the Rural Development Loan (RDL). Reference July Board notes for information on RDL.

General Manager Nelms reported that all necessary loan documentation has been signed and returned to RUS for our most recent construction work plan loan. Once all the documentation has been reviewed by RUS, those loan funds should be available to us if we determine a funds draw is necessary.

General Manager Nelms reported that BRMEMC Staff have been in contact with representatives with Verizon Wireless in regards to the need for a small cell wireless pole attachment agreement with BRMEMC. Verizon has plans to upgrade its network throughout the City of Blairsville. BRMEMC has been in contact with Georgia EMC to help facilitate this effort since they are actively working to develop a statewide contract that all EMC’s can use for just these purposes. SB 66, Streamlining Wireless Facilities and Antennas Act, was a Steve Gooch sponsored bill that was signed into law by Governor Kemp at the same time as SB 2 in April of 2019.

General Manager Nelms reported that BRMEMC Crews, 12 men in total, were dispatched to Okefenokee REMC on Wednesday September 4, to support the storm restoration efforts associated with Hurricane Dorian. Fortunately, for Okefenokee they were spared any extensive damage and our crews returned home the next evening.

General Manager Nelms reported NRECA is building momentum in its efforts to pass the RURAL Act and prevent co-ops from paying for the unintended consequences of 2017 changes to the federal tax law. The changes in question now classify government grants as non-member revenue, which means if your co-op receives FEMA disaster relief aid, energy efficiency grants, economic development support, or rural broadband grants, your non-member revenue will increase and your tax-exempt status will be at risk. NRECA is leading a co-op advocacy effort to pass the bipartisan RURAL Act, which will restore certainty and common sense by ensuring that when co-ops restore power after a storm or invest in broadband to close the digital divide, those co-ops won’t have to spend more of their members’ money paying taxes.

General Manager Nelms reported on Monday September 9, he and Director Henson attended the quarterly Georgia EMC meeting in Tucker. During this meeting, EMC representatives heard from Rusty Haygood, Deputy Commissioner of the Georgia Department of Community Affairs, on the efforts that are being made in Georgia in preparation for the upcoming 2020 Census. Recently, BRMEMC has been in contact with representatives from the Georgia and North Carolina Complete Count Committees. BRMEMC may be asked to assist with outreach to our rural members as the census draws closer. Mark Adesko, Vice President of American Main Street Publications, presented information on the power of print magazines. American Main
Street Publications is the parent company that produces the Georgia Magazine and Carolina Country. He provided a great presentation showing empirical evidence on how the different generations view print magazines and how they consume advertising through the various means of media including TV, newspapers, internet, and magazines. Adeszko made a compelling argument with his data that prints, at least in the form of magazines, is not dead and millennials have begun embracing the concept of periodicals and magazines more vigorously in recent years. He pointed to the fact that Uber, Amazon, and Facebook have all begun a print magazine recently because they understand that Millennials and younger generations do not just consume information via social media and email.

General Manager Nelms reported that the Media and Communications group is continuing to work on a communication and marketing strategy that includes a multi-prong outreach to members in areas where broadband already exists, utilizing current communication streams (social media, magazine, back of bills, radio, newspapers ads, website, etc.) to better enhance engagement with our members, implement new communication/marketing efforts through press releases, video, direct mail, email segmentation, website and print to engage with our membership, market value-added services and gain new broadband customers. This group is also working on a brand standards and style guide as well as revisiting and revising our crisis communication plan.

General Manager Nelms reported that CFC Representatives are set to visit and review the latest KRTA with the Board at its December 9th Board Meeting. General Manager Nelms has asked CFC to stick around December 10 & 11, to help facilitate a review and possible revision of BRM EMC’s strategic plan. When the original plan was developed in March 2017, the Board and staff looked much different. Now that some of our dust has settled and EMC leadership is more established, General Manager Nelms feels it is important to open those documents back up for consideration, including priorities and goals. CFC offers these strategic planning facilitation services as part of its corporate training program. Even better, there is no charge to the EMC for the efforts of the facilitators.

General Manager Nelms reported that final details are being worked out for the Annual Meeting. Rubber mats have been ordered to cover the metal drainage grates that go down the middle of the covered truck parking area where everyone will be congregating. In addition, the Union County Recreation Department has loaned us popcorn makers for snacks and there will be soft drinks and water there for Members that attend.

General Manager Nelms reported that the current vote count stands at 383. The necessary number of voters to register a quorum is roughly 460.

General Manager Nelms reported that BRM EMC was recently featured in the Atlanta Journal Constitution in an article featuring broadband in the state of Georgia.

General Manager Nelms reported that BRM EMC is re-evaluating the flame retardant moss pants worn by employees. The pants are difficult to keep ordered in a timely manner. Looking at a Wrangler blue jean that is fire retardant and easily ordered and kept in stock.

Other Business: None
Announcements: None

After a break to thank members for attending the meeting, the board went into Executive Session at 7:59PM.

The board came out of Executive Session.

With no further business the meeting was adjourned at 10:57 PM

Respectfully submitted, this, the 14th day of October, 2019.

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 16th day of September 2019, were approved in Regular Session of the Blue Ridge Mountain EMC Board of Directors on the 22nd day of October, 2019.

Ray Cook, Board Chairman

Roy Perren, Secretary
FINANCE COMMITTEE MEETING

September 16, 2019

The Finance Committee of Blue Ridge Mountain Electric Membership Corporation met at 5 P.M. on September 16, 2019, for the regular meeting. Committee Chairman Cory Payne called the meeting to order. The following were present:

Cory Payne
Jeff Ledford
Roy Perren
Ray Cook
Gayland Trull

Also attending: Amanda Holdaway, Director of Finance & Accounting

The following reports were reviewed by the Committee:

(a) Operating Statement for July 2019, giving a net gain of $427,270.06.
(c) Cash Position as of September 1, 2019.
(d) Disbursements—July, 2019

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 – August, 2019
(f) Payment Contracts – None
(g) Aged Trial Balance – August, 2019
(h) Accounts Written Off – August, 2019 in the amount of $7,409.77
(i) Bankruptcy Report—None
(j) Directors—Account Status

A motion was made by Jeff Ledford, 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

EXHIBIT "A"