

BLUE RIDGE MOUNTAIN ELECTRIC MEMBERSHIP CORPORATION

BOARD MEETING MINUTES

December 13, 2022

The Board of Directors of Blue Ridge Mountain Electric Membership Corporation (BRMEMC) met in Regular Session on December 13, 2022. Board Chairman Roy Perren called the meeting to order at 6:03 pm. The invocation was led by Director Rogers, followed by the Pledge of Allegiance led by Director Payne. General Manager Glidewell provided the safety and logistics briefing.

The following Directors were present as noted by Board President Perren and were in attendance during the Board Meeting:

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

Secretary Jack Lance was absent. At the Board President's request, minutes were kept by Manager Glidewell.

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

Allan Glidewell, General Manager
Amanda Holdaway, Director of Finance & Accounting
Travis Lunsford, Director of Operations
Daniel Frizzell, Director of Engineering
Erik Brinke, Director of Administrative Services
Alex King, Director of Broadband Services
Charles Autry, BRMEMC Counsel

A motion to approve the agenda was made by Director Payne, seconded by Director Cook and approved by unanimous vote.

Upon request of Chairman Perren, the minutes of the Board Meeting of November 15, 2022 were considered. A motion to approve the minutes was made by Director Payne, seconded by Director Rogers and approved by unanimous vote.

Conflict of Interests:

None

Director Payne read a report on behalf of Finance Committee regarding Cooperative Finances.

Director Rogers read a report on behalf of the Policy and Public Relations Committee regarding Cooperative Policies. Policy #336 regarding Relocation was reviewed to update the Policy. The Committee recommended amendment of the policy to provide price increases as determined by the Handy-Whitman index described in the policy. The committee further proposed the elimination of the two hundred dollar fee paid for detailed estimates in earnest of completed construction. The committee motioned acceptance of these changes with an implementation date of January 1, 2023. The motion was seconded by Director Henson and subsequently passed unanimously.

Manager Glidewell provided the following reports to the Board: Safety Reports, including Safety & Logistics; Loss Control Report and Safety Training, Reliability Report, including the Outage Summary, Financial Report, HR/Personnel Report and Activity Reports, including the Engineering Report, Operations Report, Broadband Services Report, Member Services Report and Contact Summary & Member Interactions. Mr. Brinke provided the Economic Development Report.

Old Business:

None

New Business:

General Manager Glidewell brought before the Board a proposed schedule for monthly BRMEMC Board of Directors meetings in 2023. As the meeting schedule represented the proscribed schedule expressed in the bylaws, no additional action was taken.

General Manager Glidewell also presented a proposed budget amendment to accommodate cost increases for two trucks in the FY2023 budget. The total proposed increase was \$21,000 and was largely requested due to significant reduction in fleet discounts applied as well as inflationary pressures. Staff recommended the Board approve the amended budget proposal to allow BRMEMC to purchase these necessary items to help facilitate operations. A motion to approve the Staff's recommendation was made by Director Henson, seconded by Director Payne and approved by unanimous vote.

Reports from Directors:

None

Other Business:

None

Announcements:

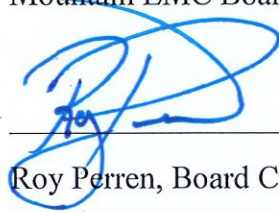
None

Executive Session

At 6:46 pm, President Perren directed a brief intermission in the meeting. At 7:02 pm, a motion to enter Executive Session was made by Director Rogers, seconded by Director Ledford and approved by unanimous vote. At 7:47 pm, the meeting returned from executive session. With no further business, Director Trull made a motion to adjourn meeting and said motion was seconded by Director Henson and was approved by unanimous vote. The meeting was adjourned at 7:47 pm.

Secretary of the Board of Directors, BRMEMC.

ATTEST: The undersigned EMC officers attest that the foregoing minutes of the Board Meeting on the 13th day of December, 2022, were approved in Regular Session of the Blue Ridge Mountain EMC Board of Directors on the 10th day of January, 2023.



Roy Perren, Board Chairman



Jack Lance, Jr., Secretary