

BLUE RIDGE MOUNTAIN ELECTRIC MEMBERSHIP CORPORATION

BOARD MEETING MINUTES

February 14, 2023

The Board of Directors of Blue Ridge Mountain Electric Membership Corporation (BRMEMC) met in Regular Session on February 14, 2023. Board Chairman Roy Perren called the meeting to order at 6:01 pm. The invocation was led by Director Rogers, followed by the Pledge of Allegiance led by Board Chairman Perren.

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  
Cory Payne, Director via phone  
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 and Accounting  
Sonny Mahan, Director of Member Services  
Travis Lunsford, Director of Operations  
Daniel Frizzell, Director of Engineering  
Erik Brinke, Director of Administrative Services  
Alex King, Manager of Broadband Services  
Kelly Crawford, Manager of Communications  
Charles Autry, BRMEMC Counsel

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

Upon request of Chairman Perren, the minutes of the Board Meeting of January 10, 2023 were considered. A motion to approve the minutes was made by Director Trull, seconded by Director Henson 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 #238 regarding Conflict of Interest was reviewed to update the Policy. The Committee recommended amendment of the policy to provide updates in affected employee positions and to increase the gift limit amount to two hundred fifty dollars. The committee motioned acceptance of these changes with an implementation date of February 15, 2023. The motion 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. Manager Glidewell also supplied a discussion of distribution system security. Mr. Brinke provided the Economic Development Report.

Old Business:

None

New Business:

General Manager Glidewell presented a proposed budget amendment to accommodate cost increases for an IRU, support fees on new equipment and a truck in the FY2023 budget. The total proposed increase was \$246,396 and was largely requested due to advancement of schedule on departure from NGN. 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 Cook and approved by unanimous vote.

Reports from Directors:

None

Other Business:

None

Announcements:

None

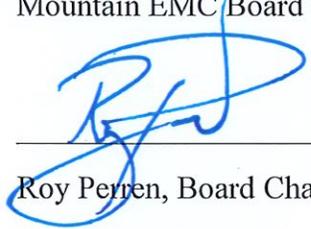
Executive Session

At 6:59 pm, President Perren directed a brief intermission in the meeting. At 7:10 pm, a motion to enter Executive Session was made by Director Trull, seconded by Director Cook and

approved by unanimous vote. At 7:51 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 Rogers and was approved by unanimous vote. The meeting was adjourned at 7:52 pm.

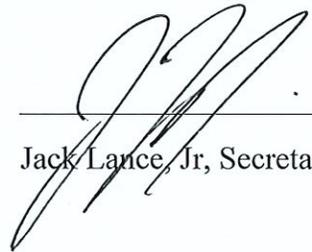
Secretary of the Board of Directors, BRMEMC.

ATTEST: The undersigned EMC officers attest that the foregoing minutes of the Board Meeting on the 14<sup>th</sup> day of February, 2023, were approved in Regular Session of the Blue Ridge Mountain EMC Board of Directors on the 14<sup>th</sup> day of March, 2023.



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Roy Perren, Board Chairman



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Jack Lance, Jr, Secretary