

COWETA-FAYETTE
ELECTRIC MEMBERSHIP CORPORATION
BOARD OF DIRECTORS
REGULAR MONTHLY MEETING

August 22, 2023

The Board of Directors of Coweta-Fayette Electric Membership Corporation met at the office of the Cooperative in Palmetto, Georgia, at 1:30 p.m. on Tuesday, August 22, 2023, with Board Chairman Jim Fulton presiding.

The following members of the Board were present:

Therol R. Brown	James W. Fulton, III	Donald E. Harris
Ross Henry	James Lee Hunter	Daniel C. Langford, Jr.
Alice J. Mallory	J. Neal Shepard, Jr.	Mildred A. Winkles

Also present were President & CEO, Chris Stephens, CFO, Jackie Caldwell, VP of Communications and Public Relations, Chellie Phillips, Executive VP of Engineering and Operations, and Attorney, Doug Warner.

The meeting was opened with prayer.

Minutes of the regular board meeting on July 20, 2023, were approved by unanimous vote.
Minutes of the special called meeting on August 11, 2023, were approved by unanimous vote.

Jim Fulton, CFEMC Board Chairman, provided the following report:

- 1) Review FYI information
- 2) Upcoming Dates and Events

Neal Shepard, CFEMC Vice Chairman & True Natural Gas (TNG) Board Chairman, provided the following report from TNG:

- 1) TNG Financial Highlights
- 2) TNG had positive customer growth with a net gain of 38 customers for September 2023
- 3) TNG's Market Share decreased from 6.753% in July 2023 to 6.742% in August 2023
- 4) TNG's Customer Loyalty Program - 70% of residential customers received True Rewards in July 2023.

Chris Stephens, CFEMC President & CEO, provided the following reports:

- 1) Monthly Safety Report
- 2) Federated Rural Electric Insurance Exchange 2023 Safety and Loss Prevention Assessment
- 3) Monthly Outage Report
- 4) Advanced Metering Infrastructure (AMI) Report was presented by Executive VP of Engineering & Operations, Clarence Wright

- 5) 2023 Annual Meeting Update was presented by VP of Communications and Public Relations, Chellie Phillips
- 6) 2023 Load Forecast – Power Requirements Study
- 7) Georgia Public Service Commission – 2023 Summer Residential Rate Survey
- 8) 2023 Equity Management and Capital Credit Retirement Plan Report
- 9) Vogtle Update
- 10) Large Load Group Report
- 11) 2023 Nominating Committee Meeting (Bylaws Section 3.05)
Pursuant to the bylaws, the nominating committee members (Mrs. Woodrow “Doris” Abney, Franklin, GA, Agustin Latorre, Newnan, GA, Jimmy Mauldin, Sr, Franklin, GA, Robert “Bob” N. Slay, Newnan, GA, David R. Thompson, Newnan, GA, Louis Dohanich, Moreland, GA, Robert “Bob” R. Reeves, Fayetteville GA, Jason Housley, Fayetteville, GA, Diane Maney, Peachtree City, GA) met on August 2 and nominated Mr. Wayne Ross Henry, Seat 1, all counties except Coweta and Fayette, Mr. James Lee Hunter, Seat 2, Coweta County, and Mr. James W. Fulton, III, Seat 3, Fayette County. The nominations were posted in the lobbies at all offices. These candidates, plus any petitions received before the deadline on August 30 at 5:00 p.m., will be included on the ballot for election at the Annual Meeting of Members held on October 14, 2023.
- 12) University of West Georgia Scholarship Recipients: Abby Leann Cook, Kailee Marie Fuller, Janay Mosley, Luke Schwarting, and William W. Sutton
- 13) Upcoming Dates
 - August 25 – Operation Round-Up 3rd Annual Clays for Community
 - September 1 – Open Newnan office at 192 Temple Ave. (close 14 Hospital Rd. location)
 - September 15 – West Georgia Technical College Black Tie & Boots

Finance Committee Chairman, Dan Langford presented the following reports:

- 1) Highlights presented – RUS Form 7 Financial and Statistical Report for July 2023
- 2) TIER remains strong, and Equity Ratio is 44.49% for July 2023.
- 3) Wholesale Power Cost Adjustment for September 2023 \$0.0090
 - On a motion by Committee, the Board voted unanimously for approval of the Wholesale Power Cost Adjustment of \$0.0090 for September 2023.
- 4) ***ACTION ITEMS:***
 - Bills and Accounts Paid July 2023
 - Board Per Diems July 2023
 - Work Orders July 2023 Total \$1,846,378.07
 - New Memberships July 2023 - 805 new members / net gain 115
- 5) 2023 Equity Management and Capital Credit Retirement Plan (Annual Review)
After review, the Committee recommended approval of the 2023 Equity Management and Capital Credit Retirement Plan to retire capital credits for years 2003 and 2021 in the amount of \$3 Million. On a motion by Committee, the Board voted unanimously for approval of the 2023 Equity Management and Capital Credit Retirement Plan payout in the amount of \$3 Million.
- 6) A motion was made by Committee, and the Board voted unanimously for approval of the financial reports as presented.

Policy and Public Relations Committee Chairman, Neal Shepard, presented the following reports:

- 1) Polices for Review:
 - Policy 105 – Creation of Two Standing Committees
 - Policy 106 – Policy and Public Relations Committee
 - Policy 107 – Finance Committee
 - Policy 108 – Acceptance of Memberships
 - Policy 113 – Capital Credit Retirement and Equity Management (Annual Review)
 - Policy 211 – Notification of Service Interruptions
 - Policy 216 – House Moving
 - Policy 222 – Identity Theft Prevention
 - Policy 404 – Leave
- 2) Policies 105, 106, 107, 108, 113, 211, 216, and 222 were reviewed with no changes recommended.
- 3) The Committee presented a revision to Policy 404 to comply with Georgia law and to allow employees to receive paid time off for voting.
On a motion by Committee, and the Board voted unanimously for approval of the policies as presented.
- 4) Federated Rural Electric Insurance Exchange 2024 Liability Insurance Renewals were presented.
On a motion by Committee, the Board voted unanimously for approval of the 2024 Liability Insurance Renewals as presented.
- 5) PURPA Hearing held July 20, 2023 – Report of the Moderator Certified July 27, 2023
Attorney Warner presented the Report of the Moderator. This report was entered into the record in accordance with the rules and procedures set forth in the PURPA Manual that was adopted by the Board of Directors of CFEMC on November 22, 2022, and further as required by the Public Utility Regulatory Policies Act of 1978, as amended by the Infrastructure Investment and Jobs Act of 2021.

OLD BUSINESS

- 1) 2023 Unclaimed Capital Credit (UCC) Committee Report
Committee Chairman, Brown presented the final draft of the 2023 UCC donations for approval. On a motion by Director Mallory and a second by Director Henry, the Board voted unanimously for approval the 2023 Unclaimed Capital Credit donations.

NEW BUSINESS

- 1) 2023 Power Requirements Study Board Resolution
On a motion by Director Langford and a second by Director Mallory, the Board voted unanimously for approval of the resolution approving the 2023 Power Requirements Study.
- 2) Appoint 2023 Credential & Elections Committee (Bylaws Section 2.07)

On a motion by Director Brown and second by Director Henry, the following members were appointed to represent directors and candidates during the election of directors pursuant to the bylaws:

1. Gary Wayne Cauthen, Coweta County
2. Kay Hogan, Coweta County
3. Alice Reeves, Fayette County
4. John Bermingham, Coweta County
5. Eddie Banks, Coweta County
6. Minnie Elizabeth Miller, Heard County
7. Sharon H. Simmons, Fayette County

INDIVIDUAL REPORTS

- 1) Directors reported on the recent meetings and events they attended.

EXECUTIVE SESSION

- 1) Upon a motion duly made and seconded the Board voted to go into executive session.
- 2) Upon reconvening in regular session, upon a motion duly made and seconded, the board voted unanimously to approve the resolution that was adopted during executive session.

There being no further business to come before the Board, the meeting was adjourned at 4:25 p.m.