

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

January 23, 2024

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, January 23, 2024, with Board Chairman Neal Shepard 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.	

Also present were President & CEO, Chris Stephens, CFO, Jackie Caldwell, new CFO, Brandee Holt, VP of Communications & Public Relations, Chellie Phillips, and Attorney, Brad Sears.

The following member of the Board was absent:

Mildred A. Winkles

The meeting was opened with prayer.

Minutes of the regular board meeting on December 21, 2023, were approved by unanimous vote of those present.

Neal Shepard, CFEMC Board Chairman, provided the following report:

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

Lee Hunter, True Natural Gas Vice Chairman provided the following report from TNG:

- 1) TNG Financial Highlights Update
- 2) TNG had positive customer growth with a net gain of 140 customers for February 2024
- 3) TNG's Customer Loyalty Program – Over 70% of residential customers received True Rewards in December 2023.

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

- 1) Introduced new CFO, Brandee Holt
- 2) Monthly Safety Report
- 3) Monthly Outage Report
- 4) Member Survey
- 5) 2024 Annual Meeting Timeline and Date Change

On a motion by Director Fulton and second by Director Langford, the Board voted unanimously, of those present, to rescind the previous motion made at the November 28,

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2023, Board Meeting approving the Annual Meeting date to be held on Saturday, October 14 from 9:00 a.m. to 12:00 noon, and change the date to Tuesday, October 8 from 4:00 to 7:00 p.m.

6) Rate Design

- Based on a cost-of-service study and increased costs due to inflation and Nuclear Plant Vogtle Units 3&4 coming online, Staff proposed changing CFEMC’s rate structure by increasing the base charge and changing from the current block rate to a fixed energy rate for residential customers. The rate will be effective April 1, 2024. The new WPCA will be set to \$0.00.
- On a motion by Director Fulton and second by Director Langford the Board voted unanimously, of those present, for approval of changing the service charge and changing the rate structure to a fixed energy rate for residential customers.

7) System Peaks Update

8) Vogtle Update

9) Upcoming Dates & Events

Finance Committee Chairman, Dan Langford presented the following reports:

1) Highlights presented – RUS Form 7 Financial and Statistical Report for December 2023

2) TIER remains strong, and Equity Ratio is 43.29% for December 2023.

3) Wholesale Power Cost Adjustment for February 2024 \$0.0330

Based on the 2024 Budget, a motion was made by Committee, and the Board voted unanimously, of those present, for approval of the Wholesale Power Cost Adjustment of \$0.0330 for February 2024.

4) ***ACTION ITEMS:***

– Bills and Accounts Paid December 2023

– Board Per Diems December 2023

– Work Orders December 2023 Total \$2,450,687.23

– New Memberships December 2023 - 618 new members / net gain 76

On a motion by the Finance Committee, the Board voted unanimously, of those present, for approval of the financial reports as presented.

– 2023 Bad Debt Write-Offs – The write-offs totaled \$372,032.00 for 2023.

On a motion by the Finance Committee, the Board voted unanimously, of those present, in favor of approving the 2023 Write-offs in the amount of \$372,032.00.

– Board Resolution - CFC Paying Agent Service for Authorized Personnel

On a motion by the Finance Committee, the Board voted unanimously, of those present, to approve Secretary, Langford to execute the resolution.

5) CEO Quarterly Expenses were reviewed and approved by the Finance Committee

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

1) Policies for Review:

- Policy 205 – Gifts & Donations

- Policy 209 – Purchase & Use of Company Vehicle
 - Policy 301 – Control of general Funds and Special Construction Fund
 - Policy 305 – Petty Cash Account
 - Policy 414 – Harassment
 - Policy 429 – Workers’ Compensation Supplement
- 2) Policies 205, 301, 305, and 414 were reviewed with no changes recommended.
 - 3) Policies 209 and 429 were reviewed and had only minor changes for consistency.
 - 4) On a motion by Committee, the Board voted unanimously, of those present, for approval of the policies as presented.
 - 5) 2023 Corporate Incentive Goals Results and Payout - Employees met 132 of 136 goals for 2023.
 - 6) On a motion by Committee, the Board voted unanimously, of those present, for approval of the Corporate Incentive Payout as presented.
 - 7) Trust Board Awards January 2023 Update

OLD BUSINESS

- 1) Rate Design – Action was taken during the CEO Report.
- 2) Annual Meeting Date Change – Action was taken during the CEO Report.

NEW BUSINESS

- 1) Board Resolution – CFC Paying Agent Service for Authorized Personnel – Action was taken during the Finance Committee Report.

INDIVIDUAL REPORTS

There were no individual reports to come before the board.

EXECUTIVE SESSION

- 1) On a motion by Director Mallory and second by Director Langford, the Board voted unanimously, of those present, to convene executive session.
- 2) On a motion by Director Fulton and second by Director Henry, the Board voted unanimously, of those present, to reconvene open session.
- 3) On a motion by Director Fulton, and second by Director Hunter, the Board voted unanimously, of those present, to ratify the action taken in executive session.

There being no further business to come before the Board, the meeting was adjourned at 3:47 p.m.