

**Piedmont Electric Membership Corporation
Hillsborough, North Carolina
Board of Directors Meeting
December 16, 2024
SUMMARY MINUTES**

The regular meeting of the Board of Directors of Piedmont Electric Membership Corporation was held at 3:00 p.m. on December 16, 2024 pursuant to notice of date and time of said meeting at the headquarters of the Cooperative in Hillsborough, North Carolina.

The following members of the Board were present: Randy Kinley, Cy Vernon, Steven Bailey, David Poythress, Richal Vanhook, V. Kay Scurlock-Ferguson, Steve Long and Darren Chalk; Jimmy Thomas participated via telephone. Also present were Jordan Overbee, President and General Manager; Susan Cashion, Vice-President, Compliance and Administrative Officer; Sarah Bohlin, Vice President of Corporate Services; Larry Hopkins, Vice-President of Engineering; Mike Parker and C.P. Stewart, Attorneys; Scott Rowland, Manager of Information Technology; Robert Riley, Vice-President of Operations and Lisa Kennedy, Vice-President of Financial Services.

Mr. Kinley called the meeting to order and offered an invocation.

1. Upon motion and second the Board approved the minutes from the November 18, 2024 Board meeting.
2. Upon motion and second the Board approved the summary minutes from the November 18, 2024 Board meeting.
3. The President & General Manager introduced and welcomed the new Vice-President of Corporate Services.
4. Upon motion and second the Board approved the Monthly Safety Report.
5. The President and General Manager informed the Board of Piedmont's plan to go to a four year right-of-way maintenance cycle.
6. The VP of Operations gave the operations report, informing the Board that Piedmont connected 41 new services; 34 out of the Hillsborough office and 7 out of the Roxboro office. He sent requests for bids for right-of-way maintenance to six companies and has responses from three so far.
7. The VP of Engineering gave the outage report for the previous month, noting it was a good month. He presented a graph showing the outages for the past five years. He noted


an outage at the Baynes substation resulting from a failure of the pressure release device that possibly froze due to the cold weather. Piedmont is working on procedures to address outages such as this one more rapidly.

8. The VP of Compliance and Administrative Officer gave the report on the Rural Electric Development Loan and Grant (“REDLG”) loans.
 - a. There are no new loan requests.
 - b. RUS has approved the pending loan requests from Swepsonville, Prospect Hill and Cornwall Volunteer Fire Departments. This is Cornwall’s first REDLG loan; it serves 852 Piedmont households.
 - c. The Board inquired on the status of the Caswell County Coworking Project REDLG loan approved several years ago. Caswell County has had several county managers since the loan was approved plus the building was severely damaged by a vehicle and lost all of its subscribers. Upon motion by Mr. Chalk and second by Mr. Vanhook, the Board voted unanimously to withdraw approval for this loan so the funds could be available for other loans and allow Caswell County to reapply if they need funding in the future.
9. The VP of Compliance and Administrative Officer gave an update on the Piedmont Electric Helping Hands Foundation, Inc. (“PEHHF”). She also provided the Board with a list of the grant requests that were not approved.
 - a. The 2025 PEHHF budget has 48% applied to educational projects, 22% for utility assistance, 24% for non-profit organizational grants and 6% in administrative fees. The Board suggested adding money for scholarships to line technicians for linemen school.
 - b. The 2025 PEHHF Board members are; President Keith Epstein, Vice-President Gwen Vaughn, Secretary-Treasurer Heidi York; returning Board member, Aaron Nelson, and new members, Joe Bumgarner and Katherine Cathey. Their meeting schedule for 2025 is February 12, May 14, August 13 and November 12.
10. The VP of Corporate Services presented the redlined and updated policies for paid time off (“PTO”).

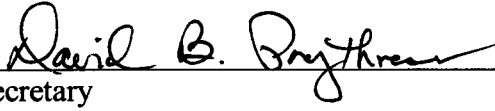
11. The VP of Financial Services presented the final 2025 budget and explained the minor changes from the budget previously reviewed by the Board. Equity is projected to be 30.75%. Upon motion and second the Board approved the budget for 2025.
12. The President and General Manager reviewed the process and timing of right-of-way maintenance, danger tree cutting, pole integrity inspections, inspections of underground facilities and other maintenance timing.
13. The VP of Financial Services presented the semi-annual charge-offs for the period from July 1, 2023 to December 31, 2023. Upon motion and second the Board unanimously approved the charge-offs for the period from July 1, 2023 to December 31, 2023.
14. The VP of Financial Services presented the financials for November 2024.
 - a. Piedmont experienced 419 normal degree days and 300 actual degree days for a monthly variance of -119 and a cumulative variance of -278 or -4.16%. Year to date kWh billed are approximately 464,600,000 as compared to the budget of 463,500,000 and the kWh billed net of the unbilled kWh are 458,900,000 for a variance from the budget of -0.998%. Piedmont connected 416 new services to date in 2024 as compared to 501 new services connected to date in 2023 and has 34,619 net services in place compared to 34,284 net services to date in 2023. Piedmont added 16.14 miles of line to date in 2024 and now has a total of 3,683.02 miles of line.
 - b. The VP of Financial Services presented the Wholesale Power Cost Adjustment for November 2024. The calculated January 2025 retail wholesale power cost adjustment related to power cost is (\$0.00125); the calculated wholesale power cost adjustment related to the coal ash clean-up is \$0.00297, resulting in a net calculate wholesale power cost adjustment charge for January 2025 of \$0.00172.
15. The President and General Manager reviewed the proposed 2025 goals as compared to previous years.
16. The President and General Manager explained that the departments will get monthly reports of controllable expenses and will have to explain any variance. Upon motion and second the Board approved the goals and stretch goals for 2025.

Staff was excused for an executive session that began at 5:46 p.m. and ended at 6:20 p.m.

There being no further business to conduct, Mr. Kinley declared the meeting adjourned at 6:20 p.m.


Chair

Attest:


Secretary

PEMC Summary Minutes 12/16/24