

MINUTES OF MEETING OF BOARD OF DIRECTORS OF
GRADY ELECTRIC MEMBERSHIP CORPORATION
HELD AUGUST 14, 2019

The regular meeting of the Board of Directors of Grady Electric Membership Corporation was held at its office in Cairo, Georgia, on the 14th day of August, 2019. All of the Directors were present. Also present were President Joe Pandey, Attorney M. Claire Chason, Seleta Mason Williams, John Long, Kyle Henderson, Adam Starr, Keith Harrell, Jeremiah Brinson, Kent Alligood and Ansley Johnson.

The meeting opened with an invocation and the Pledge of Allegiance. The Chairman presided, and the minutes were kept under the direction of the Secretary.

The minutes of the previous regular meeting held on July 10, 2019, were read and approved.

The following proceedings were had, all action being first duly moved and seconded and all action being taken upon the unanimous vote of the Board or without dissenting vote or abstention, unless otherwise stated:

1. **Capital Credit Requests.** The Directors approved the Capital Credit Requests in the approximate amount of \$10,026.49.
2. **Bills.** The Directors reviewed the payment of Bills submitted.
3. **Bad Debt.** The Directors approved the list of accounts to be written off and authorized the writing off of the bad debt shown on the list for the period from July 1, 2019, through July 31, 2019, in the amount of \$1,258.36.
4. **New Members.** One Hundred Seven (107) new members were approved as presented. Meters were disconnected on One Hundred Twenty-Five (125) accounts.
5. **CFO Report.** Seleta Williams presented a Financial Report to the Directors.
6. **CIO Report.** The Directors reviewed the CIO Report presented by Kyle Henderson.
7. **COO Report.** The Directors reviewed the COO Report presented by John Long.
8. **Engineering Report.** The Directors reviewed the Engineering Report presented by Keith Harrell. The Construction Work Plan was also reviewed and discussed by the Directors.

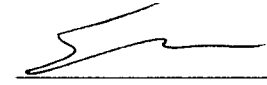
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9. **Member Services Report.** The Member Services Report was presented by Adam Starr.
 10. **Nominating Committee.** Adam Starr reported that the Nominations Committee met July 26, 2019, and nominated Russell Fowler and Blake Stanaland as candidates for Director of District 2, and Samuel Perkins as a candidate for Director of District 5.
 11. **CEO Report.** President Pandey presented the CEO report, and informed the Directors that Part F. of the FEMA reimbursement funds for Hurricane Michael have been received by Grady EMC. A refund from Federated was also received from the Georgia's Workers Compensation Insurance because of safe work during 2017 and 2018. Pandey also discussed the upcoming annual meeting format with the Directors. In addition, the Grady EMC Wholesale Power Cost/Usage was reviewed with the Directors.
 12. **Georgia PSC Order.** It was announced that Grady EMC received an Order from the Georgia Public Service Commission approving a request to establish a loan from CoBank.
 13. **Review of Policy No. 10.070 E. Wholesale Merchandise, and Policy No. 10.040 B. Advances.** Upon discussion and recommendation of President Pandey, Grady EMC Part E. of current Policy No. 10.070 was deleted and the following is substituted in its place:

“10.070 E.WHOLESALE MERCHANDISE. Employees may order merchandise (tires, auto parts, electronics, etc.) at Grady E.M.C. pricing; they must pay the invoiced amount in full at time of ordering, or upon receipt of the merchandise. Work related items (tools, clothing, PPE) from Grady E.M.C. warehouse (i.e. Fastenal) may be charged to the individual employee; cost of the items will be paid by payroll deduction from next pay period for that employee.”

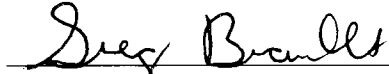
Upon further discussion and the recommendation of President Pandey, Grady EMC Section B. of Policy No. 10.040. ADVANCES. was deleted in its entirety.
 14. **Revised Travel Policy:** After discussion, the Directors approved revising the current Travel Policy to provide that the vehicle provided to the CEO is to be used for business and commuting purposes only.
 15. **Three Phase Electric Rates.** Discussion continued on Three Phase electric rates. After reviewing various alternatives, the Directors approved a change in Rate 2 to \$30.00 per month SAC, \$.106/KWh and \$1.00 KWD, and a change in Rates 3 and 4 to \$30.00 per month SAC, \$0.92/KWh and \$3.60/kWD, effective October 1, 2019.
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16. **Other Business.** The Directors were reminded of the Georgia EMC meeting on September 9, 2019.

There being no further business to come before the regular meeting, the meeting was adjourned, and the Directors went into executive session.



Chairman



Secretary