

ENERGYUNITED ELECTRIC MEMBERSHIP CORPORATION

Minutes of Regular Meeting of the Board of Directors

November 21, 2024

Pursuant to due notice thereof, a regular meeting of the Board of Directors of EnergyUnited Electric Membership Corporation was held at the Cooperative's Headquarters in Statesville, North Carolina, at 1:00 p.m. on Thursday, November 21, 2024. With Board President Brian Sisson presiding, the following proceedings were held (action being by unanimous or without dissenting vote or abstention unless otherwise stated):

1. CALL TO ORDER

President Sisson called the meeting to order.

2. INVOCATION

Director Craig Black gave the invocation.

3. ROLL CALL

Upon calling the roll, all directors were present. Also present were Chief Executive Officer Thomas Golden, Corporate Attorney Roy McDonald, Executive Assistant Shamica Butts-Young, and Dan Bruning of EleCo Solutions, LLC.

4. APPROVAL OF AGENDA

*Upon motion duly made and seconded, November 21, 2024 Regular Meeting of the Board of Directors agenda, was **ADOPTED**.*

CEO Golden and EA Butts-Young were excused from the meeting.

5. EXECUTIVE SESSION

Upon motion duly made and seconded, the board went into executive session at approximately 1:15 p.m. and President Sisson declared the board in open session at approximately 3:00 p.m.

*In executive session, it was **RESOLVED** that the following resolutions, which were adopted in executive session, be published in the minutes of the November 21, 2024 regular meeting of the Board of Directors of EnergyUnited EMC:*

Upon motion duly made and seconded, the following resolution was **ADOPTED**:

RESOLVED, that the EnergyUnited 2025 Budget & Work Plans be approved as presented, which includes revenues of \$305,053,511 and net margins of \$5,126,146.

RESOLVED, that the increased facility charges, as recommended by staff of approximately 4.2% across each class of service, be implemented effective January 1, 2025.

All other matters set out in the agenda for presentation and discussion in executive session were presented and discussed. See the Minutes of Board of Directors Meeting – Executive Session dated November 21, 2024, prepared by Attorney McDonald.

CEO Golden, Chief Operating Officer Brett Alkins, Chief Financial Officer Alec Natt, Chief Human Resources Officer Pam Britt, Vice President of Energy Delivery Steve McCachern, Vice President of Energy Services and Corporate Communications LaQuisha Parks, and Vice President of Information Technology Ryan Gardner joined the meeting during the executive session. Mr. Bruning was excused from the meeting in executive session.

6. GENERAL SESSION

a. ITEMS FOR ACTION

i. ENTERPRISE RISK MANAGEMENT POLICY

CFO Natt presented the Cooperative's draft OMP-26: Enterprise Risk Management Policy, previously presented to the Board at its November meeting, for final review and consideration.

*Upon motion duly made and seconded, the following resolution was **ADOPTED**:*

NOW, THEREFORE, BE IT RESOLVED, that the EnergyUnited Board of Directors approve the Enterprise Risk Management Policy OMP-26.

ii. ACCEPTABLE USE OF ARTIFICIAL INTELLIGENCE BOARD POLICY

VP of IT Gardner presented the Cooperative's draft OMP-19: Acceptable Use of Artificial Intelligence, previously presented to the Board at its November meeting, for final review and consideration.

Upon motion duly made and seconded, the following resolution was
ADOPTED:

NOW, THEREFORE, BE IT RESOLVED, that the EnergyUnited Board of Directors approve the Acceptable use of Artificial Intelligence OMP-19.

iii. AUDIT COMMITTEE

President Sisson reported that due to the recent Board Officer elections, the Board Audit Committee needed new members. Directors Craig Black, Zolee Riggs, and Lisa Pullis were appointed.

b. INFORMATIONAL ITEMS

i. EMPLOYEE POLICY REVIEW

CHRO Britt and Corporate Attorney McDonald presented a review of the Board-directed division of the Cooperative's "Board Policies" into a Board Policy Manual, an Operation and Management Policy Manual, a Financing and Accounting Policy Manual, and a Membership Policy Manual (to be managed by the Board) and consolidation of all employee-related policies into a comprehensive Employee Policy Manual (to be managed by Staff and reviewed at least annually by the Board).

Corporate Attorney McDonald presented recommended revisions to BP-02: Statement of Functions, Board of Directors and OMP-03: Board-Management-Employee Relations, needed to establish the authorities and duties of both the Board and Staff regarding employee policies.

Upon motion duly made and seconded, the following resolutions were
ADOPTED:

RESOLVED, Board Policy BP-02(3)(e) is amended as follows:

xi. Reviewing as needed, and at least annually, employee policies and any amendments thereto.

RESOLVED, Operation and Management Policy OMP-03(b) is amended as follows:

ii. Establish, amend, and enforce employee policies and administrative policies and procedures. Management shall report the establishment or amendment of employee policies to the board at least annually. Management shall report the establishment of or

amendment of employee policies that have a substantial effect on the Cooperative, its operations, or its employees to the board no later than the next regular board meeting following such establishment or amendment.

ii. **MEMBER SUPPORT MONTHLY OPERATIONAL REPORT**

VP of ES&CC Parks reported the Cooperative's Member Support team's operational service level in the month of October was 96.86% and presented metrics on daily and monthly personnel, call volume, average speed of answer, maximum queue wait time, average queue wait time, average call handle time, and abandoned call count.

No action was requested.

iii. **JANUARY 2025 RATE ADJUSTMENT COMMUNICATIONS**

VP of ES&CC Parks reported on key messages, possible impact, timeline highlights, and success indicators associated with the Cooperative's rate adjustment communication plan.

No action was requested.

iv. **EU WEB & CONNECT REFRESH**

VP of ES&CC Parks reported on upcoming updates to the Cooperative's webpage and Connect magazine, designed to make both as Member-friendly, clean, and contemporary as possible.

No action was requested.

v. **HOMESERVE PARTNERSHIP**

VP of ES&CC Parks reported on the status of the Cooperative's relationship with HomeServe, a home warranty provider. Currently, 2,788 Members have elected to take part in the warranty plan. In 2024, the plan has covered 130 repairs to Member's residences and saving covered Members \$91,483 in repair costs. Customer satisfaction in the plan is rated at 4.73/5.00.

No action was requested.

vi. **PROPOSED REVISIONS TO GOVERNING DOCUMENTS TO ADDRESS EMPLOYEE SAFETY**

COO Alkins reviewed the Cooperative's efforts to improve employee safety in response to the disturbing increase in aggression, threats, and assaults against utility workers nationwide, to include against employees of the Cooperative.

COO Alkins also presented for review (and consideration at the Board's December meeting) the following changes to Bylaws Section 2.5: Member Agreement:

1. A Member:

- d. shall read, listen to, observe, or otherwise take notice of communications and information sent from, provided by, or published by the Cooperative; **and**
 - e. consents to the Cooperative using an automatic telephone dialing system, or an artificial prerecorded voice, to address the Cooperative's Provision of electric energy or the Member's Use of electric energy provided by the Cooperative;
 - f. **grants the Cooperative and Cooperative Officials the perpetual right, privilege, and right of way over, under, and above Member Property for a Cooperative Purpose; and**
 - g. **shall not, and shall not permit a Person to, harass, intimidate, threaten, disparage, defame, or injure the Cooperative or a Cooperative Director, Officer, employee, agent, or representative ("Cooperative Official") or otherwise interfere with a Corporate Official in the execution of the duties.**
7. As requested by the Cooperative, a Member shall indemnify the Cooperative for, and hold the Cooperative harmless from, liabilities, damages, costs, or expenses, including reasonable attorney fees and legal expenses, incurred by the Cooperative, or by a ~~Cooperative Director, Officer, employee, agent, or representative~~ (Cooperative Official), and caused by the Member's negligence, gross negligence, or willful misconduct, or by the unsafe or defective condition of a Location Occupied by the Member.

COO Alkins also presented for review (and consideration at the Board's

December meeting) the following changes to Service Rules and Regulations Section 201: General Conditions:

4. The Member/Customer ~~agrees that grants~~ EnergyUnited ~~will have~~ the perpetual right, ~~of access to privilege, and right of way over, under, and above the~~ Members/Customer's premises ~~at all times~~ for ~~the any~~ purpose ~~of reading meters, testing, repairing, removing, maintaining or exchanging any or all equipment and facilities that are the property of EnergyUnited or when on~~ related to the provision of electric energy or any other business between EnergyUnited and its Membership. ~~In cases where it is reasonably necessary and cost effective, EnergyUnited may use, without payment to the Member/ Customer, the Member/Customer's premises for accessing neighboring property served by EnergyUnited-~~ The Member/Customer further agrees that they shall not, and shall not permit any other person to, harass, intimidate, threaten, disparage, defame, or injure EnergyUnited Directors, Officers, employees, agents, or representatives or otherwise interfere with an EnergyUnited Director, officer, employee, agent, or representative in the execution of their duties.

No action was requested.

c. CHIEF EXECUTIVE OFFICER REPORT

CEO Thomas Golden reported:

- Workers Compensation Multiplier – The Cooperative's emphasis on safety has improved the Cooperative's safe driving record, causing a reduction in workers compensation insurance costs.
- Duke/Progress Merger – The Cooperative is studying the implications of the merger of the Duke and Progress Energy operating companies, particularly the potential for increases in transmission rates.
- Multi-Channel Messenger – The Cooperative's initiative to reduce the number of telephone numbers was successful and caused no issues.
- New Headshots – New headshots for directors will be taken at the Board's December meeting.
- Sherrills Ford Substation Break-In – Transformers were damaged in the break-in.
- Little Mountain Transmission Project – The County has been slow in appointing commissioners to decide property values. The attorneys for the Cooperative and the property owners have agreed upon and given the names of three commissioners to the County to move the proceedings

forward.

Executive Assistant Butts-Young reported on upcoming director training, conferences, and meetings.

No action was requested.

7. OTHER ITEMS

Directors reported:

- New Director education classes.
- Developments in data mining.
- Bright Ideas grants.
- The upcoming election of a new NRECA Board Member to represent North Carolina.

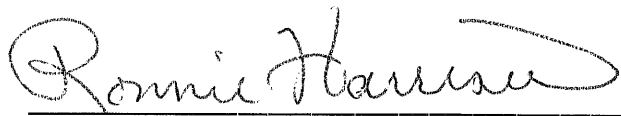
No action was requested.

8. ADJOURN

*Where upon there being no further business to be taken, upon motion duly made, seconded, and **APPROVED**, the meeting adjourned at approximately 4:14 p.m.*

No other items were presented or discussed.

I, the duly elected and qualified Secretary of EnergyUnited Electric Membership Corporation, do hereby certify that the foregoing actions were taken by the directors of the corporation at a meeting duly noticed and held November 21, 2024.



Ronnie Harrison
Secretary