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P.O. Box 1937, Hughesville, MD 20637
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**MINUTES OF THE REGULAR BOARD MEETING
HELD TUESDAY, JANUARY 19, 2021
SMECO HEADQUARTERS AUDITORIUM
15035 BURNT STORE ROAD
HUGHESVILLE, MD 20637
And via Zoom/Teleconference**

The regular meeting of the Board of Directors of Southern Maryland Electric Cooperative, Inc. (SMECO) was held on Tuesday, January 19, 2021, 1:00 p.m. in the SMECO Headquarters Auditorium, 15035 Burnt Store Road, Hughesville Maryland 20637, and via Zoom/Teleconference.

Attendance:

Directors:

W. Rayner Blair, III (via Zoom)	Joseph Gilbert Murphy (via Zoom)
Gilbert O. Bowling	W. Michael Phipps (via Zoom)
Fern G. Brown (via Zoom)	William L. Purnell (via Zoom)
William R. Cullins, III (via Zoom)	James A. Richards (via Zoom)
Daniel W. Dyer	P. Scott White
Kenneth L. Dyson	Richard A. Winkler (via Zoom)
J. Douglas Frederick (via Zoom)	Nancy W. Zinn (via Zoom)
Susan Hance-Wells	

Board Attorney: Joseph R. Densford (via Zoom)

SMECO Personnel:

President and Chief Executive Officer (CEO) Sonja M. Cox
Senior Vice President of Engineering and Operations and
Chief Operating Officer (COO) Roger Schneider (via Zoom)
Vice President of Financial Services and
Chief Financial Officer (CFO) Beth Kennedy (via Zoom)
Senior Vice President of External Affairs and
General Counsel Mark A. MacDougall (via Zoom)
Senior Vice President of Customer & Enterprise Services and
Chief Information Officer (CIO) Joseph Trentacosta (via Zoom)
Senior Vice President and
Chief Strategy & Innovation Officer (CSIO) Campbell Hawkins (via Zoom)
Vice President, Human Resources Cindy Rauner (via Zoom)
Executive Assistant to the President & CEO Teresa M. Barringer
Distributed Energy & Sustainability Vice President Jeff Shaw (via Zoom)
Energy/Technology Programs Distributed Energy Resources Manager Mike Hyland (via Zoom)

Call to Order – Chairman P. Scott White called the meeting to order at 1:09 p.m.

Minute for Safety – Director Cullins gave the minute for safety.

Presentation: Electric Vehicles – Distributed Energy & Sustainability Vice President Jeff Shaw introduced Energy/Technology Programs Distributed Energy Resources Manager Mike Hyland who shared a presentation on Electric Vehicles (EV's). Highlights included SMECO's "EV Recharge" program overview, the status in Southern Maryland for EV's and EV charging infrastructure, and the future outlook of EV's.

A question and answer session followed.

Presentation: EmPOWER MD - Distributed Energy & Sustainability Vice President Jeff Shaw shared a presentation on EmPOWER MD. Mr. Shaw provided an update on the 2018-2020 EmPOWER MD Program as well as the EmPOWER MD Plan for the 2021-2023 Program.

A question and answer session followed.

Mr. Shaw and Mr. Hyland left immediately following the presentations.

Approval of Minutes – The minutes of the December 15, 2020 Regular Board Meeting were considered. A motion was duly made, seconded, and unanimously carried approving the minutes of the December 15, 2020 Regular Board Meeting.

December 2020 Financial Performance and Statistics Reports – CFO Kennedy reviewed the financial highlights for the period ending December 31, 2020.

Committee Reports:

Board Risk Oversight Committee (BROC) – Committee Chairman Winkler reported that the Board Risk Oversight Committee (BROC) did not hold a meeting; therefore, no report was given.

Date of Next Committee Meeting – Committee Chairman Winkler advised that the Board Risk Oversight Committee will hold their next meeting on Tuesday, February 16, 2021, 10:30 a.m., in the SMECO Headquarters Auditorium and/or Via Zoom.

Capital Projects Committee – Committee Chairman Blair reported that the Capital Projects Committee did not hold a meeting; therefore, no report was given.

Date of Next Committee Meeting – Committee Chairman Blair advised that the Capital Projects Committee will hold their next meeting on Tuesday, February 9, 2021, 10:00 a.m., in the Leonardtown Office and Via Zoom followed by a tour of the new Southern Region Facility in Leonardtown.

Committee on Strategy and Innovation – Committee Chairman White reported that the Committee on Strategy and Innovation did not hold a meeting; therefore, no report was given.

Date of Next Committee Meeting – Committee Chairman White advised that the Committee on Strategy and Innovation will hold their next meeting on Wednesday, February 3, 2021, 9:00 a.m., in the SMECO Headquarters Auditorium and/or Via Zoom.

Personnel and Benefits Committee – Committee Chairman Cullins reported that the Personnel and Benefits Committee did not hold a meeting; therefore, no report was given.

Date of Next Committee Meeting – Committee Chairman Cullins advised that the Personnel and Benefits Committee will hold their next meeting on Tuesday, May 18, 2021, 10:00 a.m., in the SMECO Headquarters Auditorium and/or Via Zoom.

Policy, Audit and Budget Committee – Committee Chairman Phipps reported that the Policy, Audit and Budget Committee did not hold a meeting; therefore, no report was given.

Date of Next Committee Meeting – Committee Chairman Phipps advised that the Policy, Audit and Budget Committee will hold their next meeting on Tuesday, March 16, 2021, 9:30 a.m., in the SMECO Headquarters Auditorium and/or Via Zoom.

Public Relations Committee – Committee Chairman Frederick reported that the Public Relations Committee did not hold a meeting; therefore, no report was given.

Date of Next Committee Meeting – Committee Chairman Frederick advised that the Public Relations Committee will hold their next meeting on Tuesday, April 20, 2021, 12:00 p.m., in the

SMECO Headquarters Auditorium and/or Via Zoom.

Reading Material – Chairman White called attention to board reading material.

Board Policy of the Month – Board Policy 3-11: Selection of Employees. A synopsis was provided in board materials.

President's Report – CEO Cox updated the Board on current topics of interest regarding the business of the Cooperative and entertained questions regarding her written report.

Directors' Comments:

Discussion ensued on various topics.

Unfinished Business:

Assign Voting Delegates for 2021 NRECA Power Xchange (formerly NRECA Annual Meeting)

- Chairman White advised the 2021 NRECA Power Xchange will be held virtually February 18- 24, 2021. Directors Brown, Phipps, and Zinn are scheduled to attend. A motion was duly made, seconded, and unanimously carried to appoint the following voting delegates:

- ACRE Annual Meeting, Thursday, 3/4/21, 12:00 p.m. - Fern Brown
- Appoint Voting Delegate – National Rural Telecommunications Cooperative (NRTC), Thursday, 2/25/21, 11:00 a.m.
Voting Delegate – Mike Phipps
Alternate Voting Delegate – Nancy Zinn
- Appoint Voting Delegate – National Rural Electric Cooperative Association (NRECA), Thursday, 3/4/21, 3:00 p.m.
Voting Delegate – Nancy W. Zinn
Alternate Voting Delegate – Fern G. Brown

Follow-up Discussion – Members Helping Members (MHM) Program – CEO Cox provided an update on the MHM discussion held previously. CEO Cox advised that Natalie Cotton reached out to Southern Maryland Tri-County Community Action Committee, Inc. (SMTCCAC), who administers the program for SMECO. Currently the MHM program serves approximately 150 families annually on a seasonal basis and all funds are utilized. A more detailed report from SMTCCAC is forthcoming

and an update will be provided at the February 16, 2021 board meeting, at which time a recommendation will be provided to the full Board.

New Business:

2021 TEMA Delegate Certification - Chairman White advised the Tarheel Electric Membership Association, Inc. (TEMA) certification request was received to appoint two voting delegates from SMECO for the year 2021. A motion was duly made, seconded, and unanimously carried to approve Sonja M. Cox and P. Scott White as TEMA voting delegates.

2021 NRECA Directors Conference - Chairman White advised the 2021 NRECA Directors Conference is scheduled to be held March 23-24, 2021 as a virtual event. Directors Dyer, Frederick, Purnell, and Winkler are scheduled to attend.

Confirm Date/Time for Next Board Meeting – The next regular meeting of the Board of Directors will be held on Tuesday, February 16, 2021, at 1:00 p.m., SMECO Headquarters or via Zoom/Teleconference.

Executive Session – A motion was duly made, seconded, and unanimously carried to go into Executive Session at 2:43 p.m. (Senior Vice President of Engineering and Operations and Chief Operating Officer (COO) Roger Schneider, Vice President of Financial Services and Chief Financial Officer (CFO) Beth Kennedy, Senior Vice President of Customer & Enterprise Services and Chief Information Officer (CIO) Joseph Trentacosta, Senior Vice President of External Affairs and General Counsel Mark A. MacDougall, Senior Vice President, Chief Strategy & Innovation Officer (CSIO) Campbell Hawkins, and Vice President, Human Resources Cindy Rauner were excused from the meeting).

A motion was duly made, seconded, and unanimously carried to come out of Executive Session at 2:45 p.m. and resume the Regular Board Meeting.

Adjournment of Meeting – There was no further business to come before the Board of Directors; therefore, a motion was duly made, seconded, and unanimously carried approving the adjournment of the meeting at 2:45 p.m.

A handwritten signature in cursive script, appearing to read "Fern G. Brown".

Fern G. Brown
Secretary-Treasurer