

LUMBEE RIVER ELECTRIC MEMBERSHIP CORPORATION
Minutes of the Special Called Meeting of the
Board of Directors
November 22, 2021

Pursuant to due notice thereof, a special called meeting of the Board of Directors of the Lumbee River Electric Membership Corporation was held at the Corporation's headquarters in Pembroke, North Carolina, beginning at 5:00 p.m., Tuesday, November 22, 2021. Directors present were Chairman Rory Eddings, Madam Vice-Chair Madie R. Locklear, Secretary Ronald G. Hammonds, Treasurer Anthony Hunt, Spencer Locklear, Elaine O. Chavis, Kirk Lowery, Roger Oxendine, Eric Locklear, Rhonda Goins Dial, Sherry Carter, Autry Lowry, and James Hardin. Also, present were interim CEO Randall Jones and Grady Hunt representing Hunt & Brooks, the Corporation's general counsel.

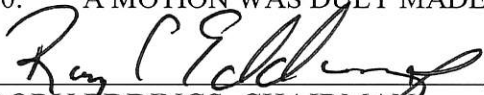
Chairman Rory Eddings called the meeting to order, and prayer was said by Mr. Tony Hunt.

1. A MOTION WAS DULY MADE AND RESOLVED TO ADOPT THE AGENDA AS AMENDED BY ADDING ITEMS 3D – RESOLUTION #2021-16, 3E– RESOLUTION #2021-17, AND 3F – RESOLUTION #2021-18 AND TO ALLOW THE INTERIM CEO TO ADDRESS THE BOARD UNDER OTHER BUSINESS.
2. A MOTION WAS DULY MADE AND RESOLVED TO ENTER EXECUTIVE SESSION.
3. The board discussed employee raises in February 2021, but the issue was tabled. After discussion by the Board, A MOTION WAS DULY MADE AND RESOLVED TO INCREASE EMPLOYEE PAY 2.5 PERCENT RETROACTIVE TO APRIL 1, 2021.
4. A MOTION WAS DULY MADE AND RESOLVED TO RETURN TO MEMBERS WPCA CREDITS IN THE AMOUNT OF \$3,000,000.00 EFFECTIVE DECEMBER 2021.
5. The 2022 LREMC budget was presented by Randall Jones, Interim CEO, and Cynthia Stiles, VP of Human Resources. The budget as presented was amended by adding 3 positions back to the budget, a Key Accounts Manager, A First Class Lineman, and a Chief Operating Officer; approving a contract for pole testing and adding a small bucket diesel truck as a capital item. A MOTION WAS DULY MADE AND RESOLVED TO APPROVE THE BUDGET AS AMENDED.
6. RESOLUTION #2021-16 (appointing Randall Jones as the certifier of the corporation to Rural Utilities Service, and appointing Elizabeth Ann locklear as the administrator and as the secondary certifier of the corporation to Rural Utilities Service, RESOLUTION #2021-17 (authorizing Randall Jones and Ann Locklear to sign RUS Form 481 and RUS Form 595 in connection with requisitioning and accounting for loan funds), AND RESOLUTION #2021-18 (appointing Randall Jones as the certifier of the corporation to Rural Utilities Service any and all data required by RDUP Form 674, and appointing Elizabeth Ann locklear as the security administrator of the corporation to Rural Utilities Service for the purpose of complying with RDUP Form 674) were presented. A MOTION WAS DULY MADE AND RESOLVED TO APPROVE THE RESOLUTIONS as presented.
7. The Interim CEO addressed the Board and informed the Board that he had met with department heads and employees the first two days on the job. He also informed the Board that Lea Hewett had resigned effective his first day on the job. He informed the Board that work was done on the budget and work was being done to prepare for the audit and he expected the audit to be completed in February-March 2022.

Staff was released at 6:44 p.m.
8. There was discussion concerning the resignation of the chief Financial Officer; the HTC/ATMC broadband deal and the buyout of the former CEO.

9. A MOTION WAS DULY MADE AND RESOLVED TO LEAVE THE EXECUTIVE SESSION.

10. A MOTION WAS DULY MADE TO ADJOURN.


RORY EDDINGS, CHAIRMAN


RONALD G. HAMMONDS, SECRETARY

RESOLUTION #2021 – 16

LUMBEE RIVER ELECTRIC MEMBERSHIP CORPORATION

SECRETARY'S CERTIFICATE

I, Ronald G. Hammonds, do hereby certify that: I am the Secretary of Lumbee River Electric Membership Corporation (hereinafter the "Corporation;") that the following are true and correct copies of resolutions duly adopted by the Board of Directors of the Corporation at the regular meeting held November 22, 2021, and entered in the minute book of the Corporation; that the meeting was duly and regularly called and held in accordance with the bylaws of the Corporation; and that none of the following resolutions has been rescinded or modified:

RESOLUTIONS

1. RESOLVED that Randall Jones, the Interim President/CEO of the Corporation, be the Certifier on behalf of the Corporation, who shall be responsible for submitting and certifying to the Rural Utilities Service, an agency of the United States Department of Agriculture, any and all data required by RD Apply Intake System;
2. RESOLVED that Elizabeth Ann Locklear, the Supervisor of Accounting of the Corporation, be the Administrator on behalf of the Corporation, who shall give access to the Corporation's data, as appropriate, to other employees, officers, or contractors of the Corporation, for the purpose of complying with the RD Apply Intake System;
3. RESOLVED that Elizabeth Ann Locklear, Supervisor of Accounting of the Corporation, be the Secondary Certifier on behalf of the Corporation, who shall also have the authority for submitting and certifying to the Rural Utilities Service, an agency of the United States Department of Agriculture, any and all data required by RD Apply Intake System; and
4. RESOLVED that all of the above shall comply with the Instructions for RD Apply Intake System in regard to use of the government's data collection system.

Certifier: Randall Jones
eAuthentication ID randall.jones@lumberiver.com

Administrator: Annlock4093 Elizabeth Locklear
eAuthentication ID

Secondary Certifier: Annlock4093 Elizabeth Locklear
(if desired) eAuthentication ID

I FURTHER CERTIFY THAT each member of the Board of Directors of the Corporation was furnished with notice of said meeting in compliance with the bylaws of the Corporation.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the Corporation this 22nd day of November, 2021.



RG Hammonds
Ronald G. Hammonds, Secretary

RESOLUTION #2021 – 17

LUMBEE RIVER ELECTRIC MEMBERSHIP CORPORATION

SECRETARY'S CERTIFICATE

I, Ronald G. Hammonds, do hereby certify that: I am the Secretary of Lumbee River Electric Membership Corporation (hereinafter the "Corporation;") that the following are true and correct copies of resolutions duly adopted by the Board of Directors of the Corporation at the regular meeting held November 22, 2021, and entered in the minute book of the Corporation; that the meeting was duly and regularly called and held in accordance with the bylaws of the Corporation; and that none of the following resolutions has been rescinded or modified:

RESOLUTIONS

1. RESOLVED that Randall Jones, the Interim President/CEO of the Corporation, be authorized to sign RUS Form 481 and RUS Form 595 in connection with requisitioning and accounting for Loan Funds.

2. RESOLVED that Ann Locklear, the Supervisor of Accounting of the Corporation, also be authorized to sign RUS Form 481 and RUS Form 595 in connection with requisitioning and accounting for Loan Funds.; and

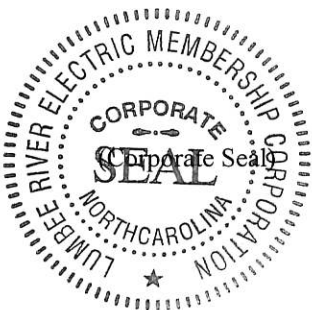
3. RESOLVED that both shall comply with the Instructions for RUS Form 481, RUS Form 595 and RUS Form 675.

I FURTHER CERTIFY THAT each member of the Board of Directors of the Corporation was furnished with notice of said meeting in compliance with the bylaws of the Corporation.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the Corporation this 22nd day of November 2021.

RG Hammonds

Ronald G. Hammonds, Secretary



RESOLUTION #2021 – 18

LUMBEE RIVER ELECTRIC MEMBERSHIP CORPORATION

SECRETARY'S CERTIFICATE

I, Ronald G. Hammonds, do hereby certify that: I am the Secretary of Lumbee River Electric Membership Corporation (hereinafter the "Corporation;") that the following are true and correct copies of resolutions duly adopted by the Board of Directors of the Corporation at the regular meeting held November 22, 2021, and entered in the minute book of the Corporation; that the meeting was duly and regularly called and held in accordance with the bylaws of the Corporation; and that none of the following resolutions has been rescinded or modified:

RESOLUTIONS

1. RESOLVED that Randall Jones, the Interim President and CEO of the Corporation, be the Certifier on behalf of the Corporation, who shall be responsible for submitting and certifying to the Rural Utilities Service, an agency of the United States Department of Agriculture delivering Rural Development Utilities Programs, any and all data required by RDUP Form 674;

2. RESOLVED that Ann Locklear, the Supervisor of Accounting of the Corporation, be the Security Administrator on behalf of the Corporation, who shall give access to the Corporation's data, as appropriate, to other employees, officers, or contractors of the Corporation, for the purpose of complying with RDUP Form 674; and

3. RESOLVED that both shall comply with the Instructions for RDUP Form 674 in regard to use of the government's data collection system.

I FURTHER CERTIFY THAT each member of the Board of Directors of the Corporation was furnished with notice of said meeting in compliance with the bylaws of the Corporation.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the Corporation this 22nd day of November, 2021.



Ronald G. Hammonds, Secretary

