



2023 ECSC Disclosure
As required by S.C. Code Section 33-49-160

March 20, 2024

The Electric Cooperatives of South Carolina, Inc. (ECSC) is an association created by its members to save costs to its ratepayers by 1) aggregating functions such as training, disaster recovery, legal assistance, communications services, and government relations and 2) providing those services to all of our members on a yearly basis based upon their membership. ECSC's board is made up of one trustee and the CEO of each of its member cooperatives. Accordingly, each member cooperative has two board members. In 2023, the ECSC board was comprised of 42 people, 21 of whom were member trustees and 21 of whom were member CEOs.

ECSC is making this disclosure in accordance with S.C. Code Section 33-49-160 et seq. as amended by Act 56 of 2019.

Section 33-49-160(B) requires the disclosure of "all compensation or benefits by category paid to or provided for board members during the previous calendar year." Those categories include, but are not limited to:

- (1) *Daily per diem amount;*
- (2) *Total per diem compensation paid for attendance at regular meetings of the board of trustees;*
- (3) *Total per diem compensation for attendance at special meetings of the board, including board of trustees committee meetings;*
- (4) *Total per diem compensation for attendance at meetings of cooperative service organizations;*
- (5) *Total per diem compensation for trustee training and certification;*
- (6) *Total expenses paid or reimbursed, including mileage, subsistence, entertainment, or travel expenses paid in conjunction with subsection (B)(2) through (5)*
- (7) *The total value of and a description of any other fringe benefits provided; and*
- (8) *The total value of and a description of any goods or services required to be disclosed by subsection (D)(3)(c).*

Further, 33-49-160(D)(3) provides, in part, that:

A member of the association's board of trustees or an officer of the association is not prohibited from this section from accepting goods or services such as lodging, transportation, entertainment, food, meals, beverages or any other thing of value from the association provided that:

- (a) *The value of the good or service is reasonable and the purpose relates to his duties as a trustee or an officer;*

It is worth noting that the bylaws of ECSC actually prohibit the payment of compensation and the reimbursement of expenses of ECSC board members. Accordingly, no board



member received any compensation that would be necessary to disclose under 33-49-160(B)(1)-(5).

There is one board member, Gary Stooksbury, who receives an insurance benefit through ECSC's plan that falls under 33-49-160(B)(7). Mr. Stooksbury qualified under a previous dental insurance plan, and ECSC is reimbursed for the full premium by Mr. Stooksbury, resulting in a zero annual balance for ECSC.

At the start of 2023, Todd Carter was a retired ECSC employee, and by virtue of his prior employment and ECSC policy, he received a \$5,200 contribution to his health savings account. Late in 2023, Mr. Carter was hired as Chief Executive Officer of Black River Electric Cooperative, and he subsequently joined the ECSC Board. We do not believe this benefit is reportable under the law since it derives from Mr. Carter's former employment, as opposed to his service on the ECSC Board. Nonetheless, we report it here out of an abundance of caution.

In satisfaction of 33-49-160(B)(8), ECSC is not aware of any goods or services that would be required to be disclosed pursuant to 33-49-160(D)(3)(c).

Finally, as ECSC sought to comply fully with the requirements of 33-49-160(B)(6), it was apparent that a strict reading of the language of that section would require no further disclosure. **ECSC does not provide compensation or benefits under the traditional interpretations of those terms. It also does not reimburse board members for expenses they incur in conjunction with its meetings.** It does, however, provide things of value for board members (and others) at its meetings such as food and, occasionally, assistance with transportation. In an attempt to be fully transparent and comply fully with the spirit of Act 56, ECSC is disclosing the things of value that it makes available for its board members and other meeting attendees.

Based on the nature of these things of value (namely that they are primarily consumables), ECSC has taken an approach similar to that of the ethics disclosures of public officials (detailed below) to provide a full picture of the potential benefits available to board members. While records do not exist (and are not practical) for who availed themselves of a part of a meal or of some refreshments, our hope is to give a complete picture of what is available to our board members as a result of their service by reference to the price of the things of value they were eligible to receive.

Total amount spent by ECSC on things of value conferred to board members in 2023.

In 2023, ECSC hosted, facilitated, or supported 41 meeting days during which things of value were available to board members. On some of those days, multiple meetings occurred. The sizes of those meetings ranged in number of attendees from single digits all the way up to 440.

While members of our board participated in all of those meetings, not **all** members of our board participated in **all** meetings based on the type of meeting and whether the board member was eligible to attend. Accordingly, in order to give a complete and accurate picture of what ECSC spent on its board members, we have apportioned costs on a per participant basis and then assumed participation by all eligible board members. Based upon this method, the total amount spent by ECSC on its 42 board members across 41 meeting days in 2023 was \$79,573.64. This number

does not include the pass-through costs in which ECSC was reimbursed for one dental benefit, or the health savings account contribution, as detailed above.

In an effort to give more context and detail to the expenditures, they are explained further below.

Total possible price of things of value conferred to board members for meeting participation. It should be noted at the outset that records are not available for participation in all of these events. Additionally, even if a board member attended an event, we do not know if that board member took advantage of the refreshments or ate the meal provided.

Accordingly, we have adopted a methodology of reporting a maximum-amount-of-value-conferred approach based upon the board member's eligibility to receive a thing of value in conjunction with a meeting or event.

Based upon this method of reporting, if a trustee board member were to fully participate in all meetings and take advantage of all food or transportation available, the maximum possible theoretical benefit conferred upon him or her by ECSC in 2023 would be \$1,936.37. If a CEO board member were to fully participate in all meetings and take advantage of all food or transportation available, the maximum possible theoretical benefit conferred upon him or her by ECSC in 2023 would be \$3,349.48.

THINGS OF VALUE PAID FOR BY ECSC

In an effort to streamline this document, we have divided our list of Board Members into three subdivisions. Except where specific exceptions apply, each individual category will refer back to these lists to show who was eligible for the maximum benefit listed. ("Partial" refers to applicability for only a part of the year).

CEO Board Members

Charlie Allen (partial), Black River Electric Cooperative
 Rob Ardis, Santee Electric Cooperative
 Keith Avery, Newberry Electric Cooperative
 Bruce Bacon, Fairfield Electric Cooperative
 Paul Basha, York Electric Cooperative
 Brian Broughton, Lynches River Electric Cooperative
 Chad Capps, CEEUS
 Todd Carter (partial), Black River Electric Cooperative
 Berl Davis, Palmetto Electric Cooperative
 Jeff Lewis, Little River Electric Cooperative
 David Felkel, Edisto Electric Cooperative
 Mike Fuller, Berkeley Electric Cooperative
 Rob Hochstetler, Central Electric Power Cooperative
 Jim Lovinggood, Blue Ridge Electric Cooperative
 Chad Lowder, Tri-County Electric Cooperative
 Terry Mallard, Broad River Electric Cooperative
 Bob Paulling, Mid-Carolina Electric Cooperative

Danny Shelley, Horry Electric Cooperative
Bobby Smith, New Horizon Electric Cooperative
Matt Stanley (partial), Laurens Electric Cooperative
Gary Stooksbury, Aiken, Electric Cooperative
Mark Walling, Coastal Electric Cooperative
David Wasson (partial), Laurens Electric Cooperative

Trustee Board Members

Tommie Bratton, York Electric Cooperative
Don Coker, Santee Electric Cooperative
Marcus Cook, Laurens Electric Cooperative
Jamey Copeland, CEEUS
Johnnie Dickert, Newberry Electric Cooperative
Jimmy Lee Dodgens, Blue Ridge Electric Cooperative
Ronald Floyd, Horry Electric Cooperative
Norris Fowler, Broad River Electric Cooperative
Vince Furtick (partial), Aiken Electric Cooperative
George Gibson, Black River Electric Cooperative
Theresa Hicks, Lynches River Electric Cooperative
Michael Johnson (partial), Little River Electric Cooperative
Donette Kirkland, Mid-Carolina Electric Cooperative
Dana Moseley (partial), Aiken Electric Cooperative
Derial Ogburn, Fairfield Electric Cooperative
LaVern Polk, Coastal Electric Cooperative
Doug Reeves, Central Electric Power Cooperative
Terry Ricketts (partial), Little River Electric Cooperative
William Robinson, Tri-County Electric Cooperative
Willis Sanders, Berkeley Electric Cooperative
Terrell Smith, Palmetto Electric Cooperative
Kenneth Southerlin, Blue Ridge Electric Cooperative
Jack Vallentine, Edisto Electric Cooperative

Executive Committee Members

Rob Ardis, Santee Electric Cooperative
Keith Avery, Newberry Electric Cooperative
Johnnie Dickert, Newberry Electric Cooperative
Mike Fuller, Berkeley Electric Cooperative
Theresa Hicks, Lynches River Electric Cooperative
Donette Kirkland, Mid-Carolina Electric Cooperative
Chad Lowder, Tri-County Electric Cooperative
Terry Mallard, Broad River Electric Cooperative
LaVern Polk, Coastal Electric Cooperative
David Wasson, Laurens Electric Cooperative

Things of Value related to onsite ECSC board meetings.

As is customary for large business meetings, ECSC provides light refreshments in conjunction with most of our meetings (coffee, soda, Danishes/snacks). In addition, ECSC usually provides a buffet lunch for board members, staff, and guests of multiple cooperative service organizations that also use our facility for meetings in conjunction with the ECSC Board's four meetings each year at its office in Cayce. Lunch is optional, and some ECSC Board members choose to leave instead of eating. We do not have a record of who consumed food and who did not, but the average per-person cost of food/refreshments for each meeting was \$37.09. In addition, all ECSC Board members were invited to a special day of budget committee meetings, where lunch was served. The cost per person at this meeting was \$47.16. The cumulative average food/refreshment expense in conjunction with ECSC Board meetings would be \$148.36 per person for the year. All Board Members had an opportunity to receive this benefit.

Things of Value related to onsite ECSC Executive Committee meetings.

ECSC also hosts a meeting of its Executive Committee every other month in which food/refreshments are typically provided. We do not have a record of who consumed food and who did not, but the average per-person cost of food/refreshments for each Executive Committee meeting in 2023 was \$44.95. The cumulative average food/refreshment expense in conjunction with Executive Committee meetings would be \$224.74 per person for the year. The Executive Committee Members (listed above) had an opportunity to receive this benefit.

Things of Value related to onsite ECSC special purpose meetings.

ECSC also hosts meetings as needed to deal with special circumstances that arise from time to time. In 2023, there were five such events. The Association's E²Forward working group, a taskforce created to help cooperatives prepare for electrification of the economy, met two times in 2023. We do not have a record of who consumed food and who did not, but the average per-person cost for lunch at the March 30 meeting was \$50.51. Charlie Allen of Black River had an opportunity to receive this benefit. The average per-person cost for lunch at the June 29 meeting was \$56.06. Charlie Allen of Black River and Bobby Smith of New Horizon had an opportunity to receive this benefit.

ECSC also hosted an on-site Retirement Planning Seminar. We do not have a record of who consumed food and who did not, but the average per-person cost for lunch and refreshments was \$26.38. Only Brian Broughton of Lynches River had an opportunity to receive this benefit.

In early 2023, ECSC had a special committee to interview candidates for Vice President for Communications. During one such meeting, lunch was served. We do not have a record of who consumed food and who did not, but the average per-person cost for lunch and refreshments was \$40.51. Only Donette Kirkland of Mid-Carolina had an opportunity to receive this benefit.

Finally, ECSC also has a special committee to explore the possibility of creating a museum in the Association's lobby. During one meeting of the committee, lunch was served. We do not have a record of who consumed food and who did not, but the average per-person cost for lunch and refreshments was \$40.00. Only LaVern Polk of Coastal and Paul Basha of York had an opportunity to receive this benefit.

Things of Value related to offsite ECSC sponsored special purpose meetings.

Along with other organizations, ECSC served as a sponsor in 2023 for the South Carolina Association of Counties reception. The average per-person cost for the reception was \$68.59. Only Rob Ardis of Santee and Ronald Floyd of Horry had an opportunity to receive this benefit.

Things of Value related to offsite ECSC hosted meetings.

ECSC hosts two large, multi-day meetings per year where all of the trustees of each electric cooperative and many of its senior leadership are invited to attend. Most of the expenses of attendance (food, lodging, travel, etc.) are paid by the cooperatives who attend, but there are four notable exceptions to that rule. First, a buffet breakfast is provided each day for meeting participants. Second, lunch is provided on one of the meeting days. Third, a welcome reception is provided on one of the days. Fourth, light refreshments are provided in conjunction with each of the meeting sessions (including break-out sessions). Like board meetings, we do not have a record of who consumed food and who did not, but the cumulative average food/refreshment expense in conjunction with ECSC hosted meetings would be \$515.73 per person for the year. All Board Members had an opportunity to receive this benefit.

Occasionally, meeting locations or weather can produce a unique circumstance that warrants an additional service. In 2023, there was a unique circumstance where the distance between the lodging accommodations and the meeting location, combined with bad weather, made the provision of a shuttle between the two locations necessary. We do not have a record of who used the shuttle, but the average cost of the shuttle service for the entire event would be \$9.01 per person for the year. All Board Members had an opportunity to receive this benefit.

ECSC hosted an off-site meeting for The Broadband Cooperatives of South Carolina, Inc (“BCSC”) at its Winter Conference, and breakfast was served. We do not have a record of who consumed food and who did not, but the average per-person cost for food was \$43.68. Only Gary Stooksbury, Johnny Dickert, Jim Lovinggood, Brian Broughton, Keith Avery, Chad Lowder, Paul Basha, and Tommy Bratton had an opportunity to receive this benefit.

ECSC also hosted a breakfast about regulatory issues for CEOs at its Summer conference. We do not have a record of who consumed food and who did not, but the average per-person cost for food was \$66.60. The CEO Board Members (listed above) had an opportunity to receive this benefit.

ECSC hosted a lunch about cooperative governance issues for the chairs of distribution cooperative boards at the Winter conference. We do not have a record of who consumed food and who did not, but the average per-person cost for food was \$86.28. Only Doug Reeves, Theresa Hicks, and Johnnie Dickert had an opportunity to receive this benefit.

ECSC also hosted a three-day off-site conference in May for cooperative office managers and accountants, and three ECSC Board members, Danny Shelley, Rob Hochstetler, and Paul Basha, were invited speakers. The conference included a reception on the first day, breakfast, lunch, refreshments, and a reception on the second day, and breakfast and refreshments on the third day. We do not have a record of who consumed food and who did not, but the average per-person cost for food and refreshments was \$234.73. Only Danny Shelley of Horry, Rob Hochstetler of Central, and Paul Basha of York had an opportunity to receive this benefit.

ECSC hosted a conference for cooperative superintendents and foreman on September 20, and Terry Mallard was an invited speaker. Hospitality refreshments were available. We do not have a record of who consumed refreshments and who did not, but the average per-person cost for food was \$2.55. Only Terry Mallard had an opportunity to receive this benefit.

Finally, ECSC hosted a meeting of its Washington Legislative Conference Committee during the Winter Conference, and refreshments were served. We do not have a record of who consumed food and who did not, but the average per-person cost for food was \$7.80. Only Jim Lovinggood of New Horizon, Gary Stooksbury of Aiken, Mike Fuller of Berkeley, Terry Mallard of Broad River, Rob Ardis of Santee, Danny Shelley of Horry, David Wasson of Laurens, Bob Paulling of Mid-Carolina, Berl Davis of Palmetto, Chad Lowder of Tri-County, and Paul Basha of York had an opportunity to receive this benefit.

Things of Value related to ECSC facilitated meetings.

There are multiple groups of cooperative employees and trustees that meet on a regular basis to train, trade information, or coordinate efforts. ECSC staff frequently facilitates and provides staffing services for those meetings. For certain meetings, a part of the facilitation includes providing food/refreshments for those meetings. Many of these meetings do not involve board members of ECSC as they are largely made up of cooperative employees.

One group that meets frequently is the chief executives of the cooperatives, each of whom serve on ECSC's Board. ECSC provided refreshments and several meals for 9 meetings of cooperative managers. We do not have a record of who consumed food and who did not, but the average per person cost of food per meeting was \$61.80. The cumulative average food/refreshment expense in conjunction with managers meetings would be \$556.22 per person for the year. The CEO Board Members (listed above) had an opportunity to receive this benefit.

Another group whose meetings are facilitated by ECSC is the trustees of the electric cooperatives. This group meets once per year, and its executive committee also meets several times a year. The trustees meet for two days in May. On the first day, breakfast, refreshments, dinner, and a reception were offered. On the second day, breakfast and refreshments were available. We do not have a record of who consumed food and who did not, but the average per person cost of food for the 2023 trustee meeting was \$162.65 for the year. The Trustee Board Members (listed above) had an opportunity to receive this benefit.

The trustee group executive committee met on January 27, and a meal was served. We do not have a record of who consumed food and who did not, but the average per-person cost for food was \$24.50. Only Jamey Copeland of Coastal, Jimmy Lee Dodgens of Blue Ridge, George Gibson of Black River, Tommy Bratton of York, and Jack Vallentine of Edisto had an opportunity to receive this benefit. When the trustee group executive committee met on October 27, refreshments were available. We do not have a record of who consumed food and who did not, but the average per-person cost for food was \$2.44. Only Jamey Copeland of Coastal, Marty Cook of Laurens, Jimmy Lee Dodgens of Blue Ridge, George Gibson of Black River, Tommy Bratton of York, and Jack Vallentine of Edisto had an opportunity to receive this benefit.

Things of Value Related to offsite ECSC facilitated special purpose events.

Early each year, CEOs from all of the electric cooperatives in South Carolina travel to Washington, D.C., to meet with staff and members from South Carolina's Congressional delegation to explain the needs of cooperative members and outline legislative priorities for the upcoming year. Typically, ECSC provides for refreshments for one meeting, a breakfast with senior Congressional staff, and a reception with Congressional offices. ECSC also provides for transportation between the different meetings and to and from the airport for each of the participants. In 2023, the total of expenses covered for the Managers DC event was \$363.68 per CEO for the year. The CEO Board Members (listed above) had an opportunity to receive this benefit.

Later in the year, the organization that represents cooperatives from across the country, the National Rural Electric Cooperative Association, hosts a rally in Washington, DC. That event is designed to facilitate cooperative trustees and business leadership meeting with their members of Congress to discuss the issues that are of national importance to cooperative members across the United States. In 2023, ECSC covered food/refreshment costs for all South Carolina attendees for two luncheons, one reception, and one breakfast in which a mix of trustees, employees, managers, congressional members and staff all attend. The average per person cost for this event was \$393.28 for the year. All Board Members had an opportunity to receive this benefit.

ECSC also facilitates a legislative reception each year for members of the state General Assembly, other government officials, cooperative trustees, and senior cooperative leadership. The 2023 reception cost \$55.90 per person for the year. All Board Members had an opportunity to receive this benefit.

Special Gifts or Recognition.

ECSC occasionally provides special gifts for board members based on service or achievement. In 2023, the Association paid \$139.93 for a plaque to honor Terry Mallard as chair of the Association's Board.

At its Summer and Winter conferences, ECSC provides special gifts for board members who serve on the executive committee and for speakers who give presentations.

The value of the 2023 Summer Conference gift was \$24.45, and it was received by the following Board members: Charlie Allen, Rob Ardis, Keith Avery, Chad Capps, Johnnie Dickert, Mike Fuller, Theresa Hicks, Donette Kirkland, Chad Lowder, Terry Mallard, LaVern Polk, and David Wasson. In addition, Charlie Allen of Black River won a \$250 gift card.

The value of the 2023 Winter Conference gift was \$24.10 and it was received by the following Board members: Mike Fuller, Rob Ardis, Keith Avery, Chad Capps, Johnnie Dickert, Theresa Hicks, Donette Kirkland, Chad Lowder, Terry Mallard, LaVern Polk, and David Wasson.

Finally, in preparation for a special meeting at the Rosenwald School in St. George, the Association provided a copy of a book to Willis Sanders. The book cost \$24.99.