

SPECIAL CALLED MEETING OF THE BOARD OF DIRECTORS  
NELSON, MULLINS, RILEY AND SCARBOROUGH  
COLUMBIA, SOUTH CAROLINA  
MONDAY, JULY 23, 2018 – 10:00 A.M.

SPECIAL SESSION

Directors Present: Acting Chairman William A. Finn (via telephone), Directors Kristofer Clark, Merrell W. Floyd (via telephone), J. Calhoun Land IV, Charles H. Leaird, Stephen H. Mudge, Peggy H. Pinnell, Dan J. Ray, David F. Singleton, and Barry D. Wynn

Staff Members Present: James E. Brogdon, Jr., Interim President and Chief Executive Officer; Marc R. Tye, Executive Vice President & Chief Operating Officer; Jeffrey D. Armfield, Senior Vice President & Chief Financial Officer; J. Michael Baxley, Senior Vice President & General Counsel; Pamela J. Williams, Senior Vice President, Corporate Services; Michael Crosby, Senior Vice President, Nuclear Energy; Arnold R. Singleton, Senior Vice President, Power Delivery; Dom Maddalone, Senior Vice President, Information Systems & CIO; Richard S. Kizer, Vice President, Public Affairs; Elizabeth H. Warner, Vice President, Legal Services & Corporate Secretary; Michael C. Brown, Vice President, Wholesale & Industrial Services; Kenneth W. Lott, Vice President, Human Resources; Stephen H. Pelcher, Deputy General Counsel-Nuclear & Regulatory Compliance; Thomas Curtis, Vice President, Generating Stations; Mollie R. Gore, Manager, Corporate Communications; William M. Cherry, Principal Nuclear Construction; and Sandra R. Starks, Assistant Corporate Secretary.

Also in attendance were: William Hubbard and Rush Smith of Nelson Mullins; Richard Lorenzo of Loeb & Loeb, LLP; David Wathen of Willis Towers Watson (via telephone); Marc Stockwell of Findley Davies; Angela Rogers and Mary Ann Chastain of ABC Columbia WOLO; Nes Arnette of Central Electric Power Cooperative, Inc.; and Russ McKinney of SC Public Radio.

An agenda, including the time, date and location of the meeting, was posted on Santee Cooper's website and in the Santee Cooper lobby on Thursday, July 19, 2018. The agenda was emailed to all outlets on the media list and to those who requested notice of the meeting on Thursday, July 19, 2018.

Director Wynn presided, and Ms. Starks kept the minutes.

Mr. Baxley presented a Resolution entitled "V.C. Summer Authorization Extension of Project Cessation and Preservation Plan" (Exhibit SMB 6-1-18). Director Mudge moved that the Resolution be approved and Director Ray seconded the Motion. The Resolution was adopted by unanimous vote.

Director Wynn requested an Executive Session for the Board to receive legal advice relating to new nuclear construction litigation, to receive legal advice relating to generation planning, to receive legal advice relating to the Central Coordination Agreement, to receive legal advice relating to the Century contract and litigation, and to discuss employment matters relating to employee compensation and succession planning. Upon motion by Director Clark, seconded by Director Land, the Board voted unanimously to go into Executive Session with the Board, Mr. Brogdon, Mr. Baxley, Mr. Armfield, Mr. Tye, Mr. Singleton, Ms. Williams, Mr. Crosby, Mr. Maddalone, Ms. Warner, Mr. Pelcher, Mr. Kizer, Mr. Cherry, Mr. Lorenzo, Mr. Hubbard, and Mr. Smith in attendance.

Mr. Brown and Mr. Curtis joined the Executive Session and Mr. Cherry and Mr. Lorenzo left the Executive Session.

Mr. Brown and Mr. Curtis left the Executive Session.

Mr. Baxley, Mr. Armfield, Mr. Tye, Mr. Singleton, Mr. Crosby, Mr. Maddalone, Ms. Williams, Mr. Pelcher, Mr. Hubbard and Mr. Smith left the Executive Session.

Mr. Lott, Mr. Wathan, and Mr. Stockwell joined the Executive Session.

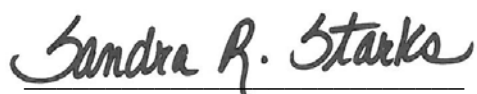
Mr. Brogdon, Mrs. Warner, Mr. Lott, Mr. Stockwell, and Mr. Wathan left the Executive Session.

The board returned to Regular Session. Director Wynn noted that no action was taken during Executive Session.

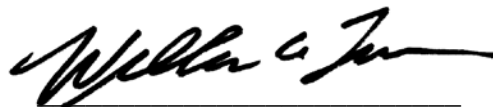
There being no further business and upon motion made and seconded, the meeting was adjourned.

Respectfully submitted,

Approved:



Sandra R. Starks  
Assistant Corporate Secretary



William A. Finn  
Acting Chairman