

MEETING OF THE LEGAL AFFAIRS COMMITTEE  
WAMPEE CONFERENCE CENTER  
PINOPOLIS, SOUTH CAROLINA  
MARCH 18-19, 2018 – 4:00 P.M.

Committee Members Present: Chairman J. Calhoun Land IV, Directors Kristofer Clark, Merrell W. Floyd, Stephen H. Mudge, Dan J. Ray, David F. Singleton, Jack F. Wolfe, and Acting Chairman William A. Finn, ex officio

Other Directors Present: Peggy H. Pinnell and Barry D. Wynn

Staff Members Present: James E. Brogdon, Jr., Interim President and Chief Executive Officer; Marc R. Tye, Executive Vice President and 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; Stephen H. Pelcher, Deputy General Counsel-Nuclear & Regulatory Compliance; and Greg McCormack, Senior Advisor to President & CEO.

Also in attendance were William Hubbard and Rush Smith of Nelson Mullins and Deborah Barbier.

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 Friday, March 16, 2018. The agenda was emailed to all outlets on the media list and to those who requested notice of the meeting on Friday, March 16, 2018.

Chairman Land presided, and Ms. Warner kept the minutes.

Upon motion made by Director Ray, and seconded by Director Wolfe, the Committee voted unanimously to waive reading of the minutes of the January 21-22, 2018, Legal Affairs meeting and adopted the minutes as submitted.

Chairman Land requested an Executive Session for the Board to receive legal advice relating to new nuclear construction, the Central Coordination Agreement, The Energy Authority and the Century Contract. Upon motion by Director Singleton, seconded by Director Ray, the Committee voted unanimously to enter Executive Session with the Board, Mr. Brogdon, Mr. Tye, Mr. Armfield, Mr. Baxley, Mr. Singleton, Ms. Williams, Mr. Crosby, Mr. Maddalone, Mr. Kizer, Ms. Warner, Mr. Hubbard, Mr. Smith, Ms. Barbier, Mr. Pelcher, Mr. Brown and Mr. McCormack in attendance.

Mr. Baxley, Mr. Armfield, Mr. Crosby, Mr. Pelcher, Mr. Brown Mr. Kizer and Mr. McCormack left the meeting.

Mr. Baxley, Mr. Armfield, Mr. Crosby, Mr. Pelcher, Mr. Kizer and Mr. McCormack returned to the meeting. Mr. Smith, Mr. Hubbard and Ms. Barbier left the meeting.

The Committee recessed at 7:30 p.m.

The Committee meeting reconvened at 8:00 a.m. on Monday, March 19, 2018, with the following persons in attendance:

Committee Members Present: Chairman J. Calhoun Land IV, Directors Kristofer Clark, Merrell W. Floyd, Stephen H. Mudge, Dan J. Ray, David F. Singleton, and Jack F. Wolfe

Other Directors Present: Peggy H. Pinnell and Barry D. Wynn

Other Director Absent: Acting Chairman William A. Finn

Staff Members Present: James E. Brogdon, Jr., Interim President and Chief Executive Officer; Marc R. Tye, Executive Vice President and 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; Mike Poston, Vice President, Retail Operations; Michael C. Brown, Vice President, Wholesale & Industrial Services; Kenneth W. Lott, Interim Vice President, Human Resource Management; Stephen H. Pelcher, Deputy General Counsel-Nuclear & Regulatory Compliance; Monique Washington, General Auditor; Mollie R. Gore, Manager, Corporate Communications; Diana Scott, Supervisor, System Operations Planning; Greg McCormack, Senior Advisor to President & CEO; Randall Myers, Financial Analyst III; and Sandra R. Starks, Assistant Corporate Secretary.

Also in attendance were April Adams of Cherry Bekaert, LLP; Rob Hochstetler and Jim Lamb of Central Electric Power Cooperative; James P. Howle of Horry Electric Cooperative; Dwayne Cartwright of Berkeley Electric Cooperative; Rob Ardis of Santee Electric Cooperative; Larry J. Hinz of Coastal Electric Cooperative, Inc.; Robert R. Smith II of Moore & Van Allen Law Firm representing Nucor; Also present from Mt. Holly were James Anderson, AJ Nelson, Marvin Dickerson, Mark Henslee, Brian Weatherford, Allen June, Mike Berezny, Benny W. Carpenter, Allen Gethers, Melio White, Scott Courtney, and Mark Hansen.

The Committee meeting reconvened in Executive Session with the Board, Mr. Brogdon, Mr. Tye, Mr. Baxley, Mr. Armfield, Mr. Singleton, Mr. Crosby, Ms. Williams, Mr. Maddalone, Mr. Pelcher, Mr. Kizer, Mr. McCormack and Ms. Warner in attendance.

The Committee returned to Regular Session. Chairman Land noted that no action was taken in Executive Session.

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

Respectfully submitted,

  
Sandra R. Starks  
Executive Associate

APPROVED:

  
J. Calhoun Land IV  
Chairman