



P. O. Box 11678  
Rock Hill, South Carolina 29731-1678

October 16, 2019

## AGENDA

A meeting of the **Board of Directors of PATRIOTS ENERGY GROUP (PEG)** will be held on Wednesday, October 16<sup>th</sup> beginning at 9:30 a.m. in the 2<sup>nd</sup> floor conference room of York County Natural Gas Authority customer service building located at 979 West Main Street, Rock Hill, South Carolina 29730.

### 1. Call to Order:

**Mr. Sprouse, Secretary**

- a. Recognition of new board member(s):
  - i. Chester County Natural Gas Authority = Jason Stewart
  - ii. Lancaster County Natural Gas Authority = Rocky Hudson
- b. Determination of Officers consistent with Section 7.02 of the Bylaws. Commencing immediately for the next two years the officers of PEG will be as follows:
  - i. Chairman of the Board and President
  - ii. Vice Chairman of the Board and Vice President
  - iii. Secretary/Treasurer

- c. Roles of the Executive Director and Chief Financial Officer

**Mr. Gregg**

### 2. Approval of minutes for PEG Board Meeting of May 24, 2019

**Chairman**

### 3. ANNUAL AUDIT

**Mr. Deason, CFO**

Presentation and Approval of the Financial Audit for the Fiscal Year Ending June 30, 2019

### 4. FINANCIAL UPDATE

**Mr. Deason, CFO**

### 5. New Business

- a. **PEG Resolution 19-08: RESOLUTION TO UPDATE BANKING RESOLUTIONS AND SIGNATURE CARDS**  
Resolution to update for change in Board Members.  
**Mr. Deason, CFO**
- b. **PEG Resolution 19-09: A RESOLUTION TO EXPRESS THE INTENTION OF THE BOARD OF DIRECTORS OF PATRIOTS ENERGY GROUP, SOUTH CAROLINA, TO CAUSE PATRIOTS ENERGY GROUP TO BE REIMBURSED WITH THE PROCEEDS OF OBLIGATIONS FOR CERTAIN COSTS ASSOCIATED WITH THE INSTALLATION OF A MAIN GAS PIPELINE BETWEEN VAN WYCK AND SUN CITY IN LANCASTER COUNTY, SOUTH CAROLINA**

WHEREAS, Patriots Energy Group, South Carolina (the "Issuer") hereby declares its intention to reimburse itself for a portion of the original expenditures of the installation of approximately 4.4 miles of 12" main gas pipeline (to replace an existing 6" gas pipeline) between Van Wyck and Sun City in Lancaster County, South Carolina, including, without limitation, the costs of acquisition of certain rights-of-way in which such pipeline will be

installed (the "Project") with the proceeds of bonds or notes or other obligations of the Issuer (the "Obligations"), in a maximum aggregate principal amount reasonably expected not to exceed \$5,500,000;

NOW, THEREFORE, be it resolved by the Board of Directors of the Issuer, and it is hereby determined and declared and resolved by the same, as follows:

- (a) no funds from any sources other than the Obligations may be, are, or are reasonably expected to be, reserved, allocated on a long-term basis or otherwise set aside by the Issuer pursuant to the budget or financial policies of the Issuer for the financing of the portion of the costs of acquisition, construction, and equipping of the Project to be funded with the Obligations;
- (b) the Issuer reasonably expects that all or a portion of the original expenditures incurred for the Project and the issuance of the Obligations will be paid prior to the date of issuance of the Obligations;
- (c) the Issuer intends and reasonably expects to reimburse itself for all such expenditures paid by it with respect to the Project prior to the issuance of the Obligations, from the proceeds of the Obligations, and such intention is consistent with the budgetary and financial circumstances of the Issuer;
- (d) the Issuer intends and reasonably expects to reimburse itself for all such expenditures no later than 18 months after the later of (i) the date the original expenditure is paid, or (ii) the date the Project is placed in service or abandoned for federal income tax purposes, but in no event more than 3 years after the original expenditure is paid;
- (e) all of the costs to be paid or reimbursed from the proceeds of the Obligations, will be for costs incurred in connection with the issuance of the Obligations or will, at the time of payment thereof, be properly chargeable to the capital account of the Project (or would be so chargeable with a proper election) under general federal income tax principles; and
- (f) this Resolution shall constitute a declaration of official intent under United States Department of the Treasury Regulation Section 1.150-2.

**c. Refinancing of the 2010B Bond Issuance**

**Chairman**

**6. Old Business**

- a. Update Construction Pre-Spending Resolutions from May 2016

**Chairman**

**PEG Resolution 16-08:** A RESOLUTION TO EXPRESS THE INTENTION OF THE BOARD OF DIRECTORS OF PATRIOTS ENERGY GROUP, SOUTH CAROLINA, TO CAUSE PATRIOTS ENERGY GROUP TO BE REIMBURSED WITH THE PROCEEDS OF OBLIGATIONS FOR CERTAIN COSTS ASSOCIATED WITH THE ACQUISITION, CONSTRUCTION, EQUIPPING AND INSTALLATION OF A NATURAL GAS COMPRESSOR STATION

**7. Other Business**

- a. Discussion of Potential Annual PEG/PEGFA Meeting and APGA Annual Meeting
- b. Executive Director's Report to The Board Of Directors
- c. Appointment of Representatives to Public Gas Partners (PGP)
  - i. Board Member
  - ii. Operating Committee

**Mr. Sprouse**

**Mr. Enoch**

**Chairman**

**8. ADJOURN**