



November 1, 2023

AGENDA

A meeting of the **Board of Directors of PATRIOTS ENERGY GROUP FINANCING AGENCY (PEGFA)** will be held on Wednesday, November 1, 2023 beginning at 11:00 a.m. in the York County Natural Gas Authority Board Room in the Stephenson Administration Center located at 979 W Main St, Rock Hill, SC 29730.

1. **Call to Order** (Sprouse)
2. **Approval of Minutes of September 6, 2023** (Sprouse)
3. **Annual Audit** (Deason)
 - a. Presentation and Approval of the Financial Audit for the Fiscal Year Ending June 30, 2019 and Meeting of Audit Committee
4. **Election of Officers for November 2023 to October 2025.**
 - a. 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:

1. Chairman of the Board and President	Jason Stewart
2. Vice Chairman of the Board and Vice President	Rocky Hudson
3. Secretary/Treasurer	Jimmy Sprouse
5. **New Business** (Deason)

PEGFA Resolution 23-04

A RESOLUTION APPROVING RESTRUCTURING THE PREPAYMENT TRANSACTION CLOSED IN AUGUST 2018 WITH ROYAL BANK OF CANADA, INCLUDING AMENDING, AS NECESSARY, THE GAS SUPPLY AGREEMENTS, THE PREPAID NATURAL GAS PURCHASE AND SALES AGREEMENT, THE COMMODITY SWAP AGREEMENT, AND THE INDENTURE, ALONG WITH DOCUMENTS CONTEMPLATED THEREBY OR NECESSARY TO EFFECT THE RESTRUCTURING OF THE PREPAYMENT, INCLUDING, WITHOUT LIMITATION, THE SETTLEMENT FACILITY, THE FUNDING AGREEMENT, THE CUSTODIAL AGREEMENT, THE REMARKETING AGREEMENT (IF ANY), THE CONTINUING DISCLOSURE AGREEMENT, THE INTEREST RATE SWAP, IF NECESSARY, THE TAX CERTIFICATE AND AGREEMENT, THE BOND PURCHASE CONTRACT; AUTHORIZING THE ISSUANCE OF GAS SUPPLY REVENUE BONDS IN AN AMOUNT NOT TO EXCEED \$1,000,000,000; AUTHORIZING THE PREPARATION OF A PRELIMINARY OFFICIAL STATEMENT AND AN OFFICIAL STATEMENT FOR USE IN CONNECTION

WITH THE SALE OF THE BONDS; AUTHORIZING SUCH OTHER DOCUMENTS REASONABLY NECESSARY IN CONNECTION WITH THE ISSUANCE OF THE BONDS AS ARE NOT INCONSISTENT WITH THIS RESOLUTION; AND DELEGATING AUTHORITY TO THE OFFICERS TO APPROVE SUCH CHANGES TO THE TRANSACTION DOCUMENTS, WITHIN THE PARAMETERS SET FORTH IN THIS RESOLUTION, AS THEY DEEM NECESSARY IN THEIR REASONABLE DISCRETION AND UPON ADVICE OF COUNSEL

The resolution is attached.

6. **Consider transfer of certain small fund balance from PEGFA to PEGFA members (YCNGA, CCNGA, LCNGA). (Dillingham)**
7. **Other Business and/or Adjourn**