

MEETING OF THE BOARD OF DIRECTORS  
OF THE SOUTH CAROLINA PUBLIC SERVICE AUTHORITY  
WAMPEE CONFERENCE & TRAINING CENTER  
PINOPOLIS, SOUTH CAROLINA  
FRIDAY, OCTOBER 23, 2009 - 8:00 A.M.

SPECIAL SESSION

Directors Present: Chairman O. L. Thompson, Directors G. Dial DuBose, William A. Finn, J. Calhoun Land, IV, W. Leighton Lord, III, John T. Molnar, Peggy H. Pinnell, James W. Sanders, Sr., David A. Springs, Cecil E. Viverette, and Barry D. Wynn

Staff Members Present: Lonnie N. Carter, President and Chief Executive Officer; Bill McCall, Jr., Executive Vice President and Chief Operating Officer; Elaine G. Peterson, Executive Vice President and Chief Financial Officer; R. M. Singletary, Senior Vice President, Corporate Services; James E. Brogdon, Senior Vice President and General Counsel; Jeff Armfield, Treasurer and Vice President, Business Services; Marc Tye, Vice President, Conservation & Renewable Energy; Laura G. Varn, Vice President, Corporate Communications & Media Relations; Pamela J. Williams, Corporate Secretary and Associate General Counsel; Terry Thompson, Internal Auditor; Bill Barlow, Acting Controller; Richard D. Jackson, Manager, Capital Projects; William T. Robinson, Superintendent, Maintenance - CGS; Jennifer Simmons, Financial Analyst III; d Marion Cherry, Superintendent, Operations

Also present were Paul Trouche, Bond Counsel; O. Wayne Corley, Counsel to Underwriters (via telephone); David Levy, Michael Borys and David Cohen of Goldman, Sachs & Co. (via telephone); John Daniel and Rahul Dembla of Barclays Capital (via telephone); Ronald J. Calcaterra, President and Chief Executive Officer of Central Electric Power Cooperative, Inc.; and Michelle Thompson and April Adams of Cherry, Bekaert & Holland.

An agenda, including the time, date and location of the meeting, was posted on Santee Cooper's website on Tuesday, October 20, 2009.

Chairman Thompson presided, and Ms. Williams kept the minutes.

Ms. Peterson reported on the transaction. She stated that management is seeking approval of revenue obligations as follows:

❖ 2009 Tax-Exempt Refunding Series D Revenue Obligations:

- Total issuance of \$39,725,000
- True interest cost of 1.706%
- Yields ranging from .095% - 1.91%
- Gross Savings of \$2,286,036
- Net present value savings of \$2,113,142

❖ 2009 Tax-Exempt Series E Revenue Obligations:

- Total issuance of \$284,845,000
- Yields ranging from 1.91% - 4.73%

❖ 2009 Taxable Series F Revenue Obligations:

- Total issuance of \$100,000,000
- Yield – 5.74%

The all in true interest cost for 2009 D, E, & F is 4.6688%

Ms. Peterson introduced Mr. Levy of Goldman, Sachs & Co., lead underwriting team. Mr. Levy expressed appreciation for the opportunity to represent Santee Cooper in this transaction. He provided a summary of the market conditions at the time of this transaction. He said investors were more active in the shorter-term maturities, and that is where most of the bonds were positioned. Investor demand in the early maturities allowed Santee Cooper to cut the yields.

Ms. Peterson introduced our financial advisor, Mr. Daniel of Barclays Capital. Mr. Daniel said the retail order period was successful and we were able to leverage that in the institutional offering. He commended management for its hard work and quick turn-around. He stated Barclays recommends the transaction.

Mr. Trouche reviewed in detail the Twenty-First Series and Supplemental Resolution – Authorizing the Issuance of Revenue Obligations, 2009 Series D, E, & F.

With recommendation for the adoption of the transaction by management and the financial advisor, and upon motion by Director Wynn, seconded by Director Dubose, the Board unanimously adopted the resolution, a full copy of which is attached (Exhibit SMB 10-1-09).


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

Respectfully submitted,

APPROVED:



Pamela J. Williams  
Corporate Secretary and  
Associate General Counsel



O. L. Thompson  
Chairman