

Return of Organization Exempt From Income Tax

2011

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)Open to Public
InspectionDepartment of the Treasury
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2011 calendar year, or tax year beginning , 2011, and ending

B Check if applicable

- ☐ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

C
 Santee Electric Cooperative
 P.O. Box 548
 Kingstree, SC 29556

D Employer Identification Number

57-0240935

E Telephone number

843-355-6187

G Gross receipts \$ 130,487,569.

F Name and address of principal officer FLOYD L KEELS
 Same As C Above

H(a) Is this a group return for affiliates? ☐ Yes ☒ NoH(b) Are all affiliates included? ☐ Yes ☒ No
If 'No,' attach a list (see instructions)I Tax-exempt status ☐ 501(c)(3) ☒ 501(c) (12) (insert no) ☐ 4947(a)(1) or ☐ 527

J Website: www.santee.org

H(c) Group exemption number

K Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other

L Year of Formation 1939

M State of legal domicile SC

Part I Summary

Activities & Governance	1	Briefly describe the organization's mission or most significant activities	TO PROVIDE THE BEST POSSIBLE ELECTRIC SERVICE TO ALL WHO DESIRE IT WITHIN THE SYSTEM AREA AT A REASONABLE COST CONSISTENT WITH THE HIGHEST STANDARDS OF SERVICE		
	2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets			
	3	Number of voting members of the governing body (Part VI, line 1a)	3	8	
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4	8	
	5	Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	161	
	6	Total number of volunteers (estimate if necessary)	6	0	
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	-6,971.	
7b	Net unrelated business taxable income from Form 990-T, line 34	7b	-6,971.		
Revenue	8	Contributions and grants (Part VIII, line 1h)			
	9	Program service revenue (Part VIII, line 2g)	130,226,943.	130,221,254.	
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	365,142.	236,915.	
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	-4,530.	-6,971.	
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	130,587,555.	130,451,198.	
	Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)		
		14	Benefits paid to or for members (Part IX, column (A), line 4)	3,855,882.	3,694,136.
		15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	15,387,463.	16,353,038.
		16a	Professional fundraising fees (Part IX, column (A), line 11e)		
		b	Total fundraising expenses (Part IX, column (D), line 25)		
		17	Other expenses (Part IX, column (A), lines 11a, 11d, 11f-24e)	111,344,210.	110,404,024.
		18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	130,587,555.	130,451,198.
19		Revenue less expenses Subtract line 18 from line 12		0.	
Net Assets or Fund Balances	20	Total assets (Part X, line 20)	Beginning of Current Year 194,714,380.	End of Year 197,597,379.	
	21	Total liabilities (Part X, line 26)	134,681,659.	136,002,213.	
	22	Net assets or fund balances Subtract line 21 from line 20	60,032,721.	61,595,166.	

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here ☒ Signature of officer Stanley Stasley Date 11-13-12
☒ Type or print name and title STANLEY STASLEY, CHAIRMAN

Paid Preparer Use Only Print/Type preparer's name Preparer's signature Date OCT 29 2012 Check ☐ if self-employed PTIN P01441928
 Firm's name McNair, McLemore, Middlebrooks
 Firm's address Post Office Box One Macon, GA 31202-0001 Firm's EIN 58-1094351 Phone no (478) 746-6277

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

BAA For Paperwork Reduction Act Notice, see the separate instructions.

TEEA0113L 08/18/11

Form 990 (2011)

SCANNED DEC 20 2012

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Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response to any question in this Part III ☐**1** Briefly describe the organization's mission

TO PROVIDE THE BEST POSSIBLE ELECTRIC SERVICE TO ALL WHO DESIRE IT WITHIN THE SYSTEM
AREA AT A REASONABLE COST CONSISTENT WITH THE HIGHEST STANDARDS OF SERVICE.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If 'Yes,' describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If 'Yes,' describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported**4a** (Code ☐) (Expenses \$ 130,451,195. including grants of \$) (Revenue \$ 130,221,254.)

TO PROVIDE THE BEST POSSIBLE ELECTRIC SERVICE TO ALL WHO DESIRE IT WITHIN THE SYSTEM
AREA AT A REASONABLE COST CONSISTENT WITH THE HIGHEST STANDARDS OF SERVICE.

4b (Code ☐) (Expenses \$ including grants of \$) (Revenue \$)**4c** (Code ☐) (Expenses \$ including grants of \$) (Revenue \$)**4d** Other program services (Describe in Schedule O)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses ▶ 130,451,195.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A		X
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I	X	
4 Section 501(c)(3) organizations Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If 'Yes,' complete Schedule C, Part II		
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If 'Yes,' complete Schedule C, Part III		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If 'Yes,' complete Schedule D, Part I		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' complete Schedule D, Part II		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III		X
9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If 'Yes,' complete Schedule D, Part IV		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If 'Yes,' complete Schedule D, Part V		X
11 If the organization's answer to any of the following questions is 'Yes', then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI	X	
b Did the organization report an amount for investments— other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VII		X
c Did the organization report an amount for investments— program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VIII		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part IX		X
e Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If 'Yes,' complete Schedule D, Part X		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? If 'Yes,' complete Schedule D, Parts XI, XII, and XIII		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If 'Yes,' complete Schedule F, Parts I and IV		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If 'Yes,' complete Schedule F, Parts II and IV		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If 'Yes,' complete Schedule F, Parts III and IV		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If 'Yes,' complete Schedule G, Part I (see instructions)		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III		X
20 a Did the organization operate one or more hospital facilities? If 'Yes,' complete Schedule H		X
b If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If 'Yes,' complete Schedule I, Parts I and II</i>		X
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If 'Yes,' complete Schedule I, Parts I and III</i>		X
23 Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If 'Yes,' complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, and that was issued after December 31, 2002? <i>If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25</i>		X
24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
24d Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If 'Yes,' complete Schedule L, Part I</i>		
25b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If 'Yes,' complete Schedule L, Part I</i>		
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If 'Yes,' complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If 'Yes,' complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)		
28a A current or former officer, director, trustee, or key employee? <i>If 'Yes,' complete Schedule L, Part IV</i>		X
28b A family member of a current or former officer, director, trustee, or key employee? <i>If 'Yes,' complete Schedule L, Part IV</i>		X
28c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If 'Yes,' complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If 'Yes,' complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If 'Yes,' complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If 'Yes,' complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If 'Yes,' complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If 'Yes,' complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1</i>		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
35b Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If 'Yes,' complete Schedule R, Part V, line 2</i>		X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If 'Yes,' complete Schedule R, Part V, line 2</i>		
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If 'Yes,' complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O	X	

BAA

Form 990 (2011)

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response to any question in this Part V ☐

	Yes	No
1 a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	62	
1 b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	0	
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
2 a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	161	
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	X	
3 a Did the organization have unrelated business gross income of \$1,000 or more during the year?	X	
b If 'Yes,' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule O.	X	
4 a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
b If 'Yes,' enter the name of the foreign country: _____ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5 a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?		
6 a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		X
b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7 Organizations that may receive deductible contributions under section 170(c).		
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		
b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?		
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		
d If 'Yes,' indicate the number of Forms 8282 filed during the year.	7d	
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9 Sponsoring organizations maintaining donor advised funds.		
a Did the organization make any taxable distributions under section 4966?		
b Did the organization make a distribution to a donor, donor advisor, or related person?		
10 Section 501(c)(7) organizations. Enter		
a Initiation fees and capital contributions included on Part VIII, line 12.	10a	
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.	10b	
11 Section 501(c)(12) organizations. Enter		
a Gross income from members or shareholders.	11a	129,629,687.
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b	385,699.
12 a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year.	12b	
13 Section 501(c)(29) qualified nonprofit health insurance issuers.		
a Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	13a	
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.	13b	
c Enter the amount of reserves on hand.	13c	
14 a Did the organization receive any payments for indoor tanning services during the tax year?	14a	X
b If 'Yes,' has it filed a Form 720 to report these payments? If 'No,' provide an explanation in Schedule O.	14b	

Part VI Governance, Management and Disclosure For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI

☒**Section A. Governing Body and Management**

	Yes	No
1 a Enter the number of voting members of the governing body at the end of the tax year. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	8	
1 b Enter the number of voting members included in line 1a, above, who are independent.	8	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee or key employee?		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6 Did the organization have members or stockholders? See Schedule O	X	
7 a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body? See Schedule O	X	
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or other persons other than the governing body? See Sch O	X	
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	X	
b Each committee with authority to act on behalf of the governing body?	X	
9 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If 'Yes,' provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10 a Did the organization have local chapters, branches, or affiliates?		X
b If 'Yes,' did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11 a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
b Describe in Schedule O the process, if any, used by the organization to review this Form 990 See Schedule O		
12 a Did the organization have a written conflict of interest policy? If 'No,' go to line 13	X	
b Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this is done See Schedule O	X	
13 Did the organization have a written whistleblower policy?	X	
14 Did the organization have a written document retention and destruction policy?	X	
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official See Schedule O	X	
b Other officers of key employees of the organization See Schedule O	X	
If 'Yes' to line 15a or 15b, describe the process in Schedule O. (See instructions)		
16 a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b If 'Yes,' did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶ SC

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.

☐ Own website ☐ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how) the organization makes its governing documents, conflict of interest policy, and financial statements available to the public during the tax year. See Schedule O

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization

▶ Tony Fogg P.O. Box 548 Kingstree SC 29556 843-355-6187

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response to any question in this Part VII ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1 a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of 'key employee.'
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) S E COOPER, JR Secretary/Treas	12	X		X				44,228.	0.	0.
(2) DONALD E COKER Trustee	4.5	X						31,706.	0.	0.
(3) RAYMOND FULTON Trustee	12	X						42,177.	0.	0.
(4) ANDY D McKNIGHT Trustee	8	X						36,547.	0.	0.
(5) BILLY L MORRIS, JR Chairman	14	X		X				41,082.	0.	0.
(6) JAMES E SCOTT 2nd V. Chairman	5	X		X				22,103.	0.	0.
(7) CHARLES E WILSON Asst. Sec/Treas	12	X		X				38,738.	0.	0.
(8) STANLEY PASLEY Vice Chairman	8	X		X				29,085.	0.	0.
(9) FLOYD L KEELS President & CEO	50			X				216,081.	0.	87,825.
(10) JAMES FOGG VP & CFO	40					X		135,405.	0.	66,134.
(11) ROBERT HIGBE VP-Operations	50					X		126,951.	0.	78,138.
(12) _____										
(13) _____										
(14) _____										

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (cont)

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Sch O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15) _____										
(16) _____										
(17) _____										
(18) _____										
(19) _____										
(20) _____										
(21) _____										
(22) _____										
(23) _____										
(24) _____										
(25) _____										
1 b Sub-total								764,103.	0.	232,097.
c Total from continuation sheets to Part VII, Section A								0.	0.	0.
d Total (add lines 1b and 1c)								764,103.	0.	232,097.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization ▶ 3

3 Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? If 'Yes,' complete Schedule J for such individual

	Yes	No
3		X

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If 'Yes' complete Schedule J for such individual

4	X	
---	---	--

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If 'Yes,' complete Schedule J for such person

5		X
---	--	---

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address	(B) Description of services	(C) Compensation
JIMMY'S TREE SERVICE INC. 753 BROCKINGTON RD KINGSTREE, SC 29556	Tree Service	478,234.
TOMBERLIN POLE TREATMENT, LLC 1001 CLEARVIEW LANE MANNING, SC 29102	Pole Testing	131,177.
TRU-CHECK METER SERVICE P.O. BOX 253 SOMERSET, KY 42502	Meter Service	280,796.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ▶ 3

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS	1 a Federated campaigns	1 a					
	b Membership dues	1 b					
	c Fundraising events	1 c					
	d Related organizations	1 d					
	e Government grants (contributions)	1 e					
	f All other contributions, gifts, grants, and similar amounts not included above	1 f					
	g Noncash contributions included in lns 1a-1f. \$						
h Total. Add lines 1a-1f							
PROGRAM SERVICE REVENUE		Business Code					
	2 a Electric Revenue	221000	129629687.	129629687.			
	b Patronage Capital Credits	221000	426,338.	426,338.			
	c Pole Rental	221000	165,229.			165,229.	
	d						
	e						
	f All other program service revenue						
g Total. Add lines 2a-2f			130221254.				
OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts)		236,915.			236,915.	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross rents	(i) Real	(ii) Personal				
		29,400.					
		b Less: rental expenses	36,371.				
	c Rental income or (loss)	-6,971.					
	d Net rental income or (loss)		-6,971.		-6,971.		
	7 a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
		b Less: cost or other basis and sales expenses					
	c Gain or (loss)						
	d Net gain or (loss)						
	8 a Gross income from fundraising events (not including \$ of contributions reported on line 1c) See Part IV, line 18	a					
		b Less: direct expenses	b				
		c Net income or (loss) from fundraising events					
	9 a Gross income from gaming activities See Part IV, line 19	a					
		b Less: direct expenses	b				
		c Net income or (loss) from gaming activities					
	10 a Gross sales of inventory, less returns and allowances	a					
b Less: cost of goods sold		b					
c Net income or (loss) from sales of inventory							
Miscellaneous Revenue		Business Code					
11 a							
b							
c							
d All other revenue							
e Total. Add lines 11a-11d							
12 Total revenue. See instructions			130451198.	130056025.	-6,971.	402,144.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)

Check if Schedule O contains a response to any question in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States See Part IV, line 21				
2 Grants and other assistance to individuals in the United States See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16				
4 Benefits paid to or for members	3,694,136.	3,694,136.		
5 Compensation of current officers, directors, trustees, and key employees	589,573.	589,573.	0.	0.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages	7,322,989.	7,322,989.		
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)	2,215,718.	2,215,718.		
9 Other employee benefits	5,804,177.	5,804,177.		
10 Payroll taxes	420,581.	420,581.		
11 Fees for services (non-employees)				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other	326,985.	326,985.		
12 Advertising and promotion	329,070.	329,070.		
13 Office expenses	266,599.	266,599.		
14 Information technology	306,609.	306,609.		
15 Royalties				
16 Occupancy				
17 Travel	38,935.	38,935.		
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	156,475.	156,475.		
20 Interest	4,934,114.	4,934,114.		
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	5,903,824.	5,903,824.		
23 Insurance	592,049.	592,049.		
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a Purchased Power	91,518,380.	91,518,380.		
b Distribution Operations	4,518,846.	4,518,846.		
c Distribution Maintenance	2,330,085.	2,330,085.		
d Consumer Accounts	706,918.	706,918.		
e All other expenses	-1,524,865.	-1,524,865.		
25 Total functional expenses. Add lines 1 through 24e	130,451,198.	130,451,198.	0.	0.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
ASSETS	1 Cash — non-interest-bearing	2,126,071.	1	2,986,031.
	2 Savings and temporary cash investments	2,000,000.	2	2,000,000.
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	16,086,856.	4	13,403,436.
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)		6	
	7 Notes and loans receivable, net	1,827,403.	7	1,932,343.
	8 Inventories for sale or use	3,613,381.	8	2,703,886.
	9 Prepaid expenses and deferred charges	758,650.	9	471,790.
	10a Land, buildings, and equipment, cost or other basis. Complete Part VI of Schedule D	10a 202,445,133.		
b Less accumulated depreciation	10b 38,688,636.	160,435,700.	10c 163,756,497.	
11 Investments — publicly traded securities		11		
12 Investments — other securities. See Part IV, line 11		12		
13 Investments — program-related. See Part IV, line 11	7,219,966.	13	7,520,460.	
14 Intangible assets		14		
15 Other assets. See Part IV, line 11	646,353.	15	2,822,936.	
16 Total assets. Add lines 1 through 15 (must equal line 34)	194,714,380.	16	197,597,379.	
LIABILITIES	17 Accounts payable and accrued expenses	16,016,650.	17	12,405,540.
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties.	107,496,844.	23	112,668,963.
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	11,168,165.	25	10,927,710.
	26 Total liabilities. Add lines 17 through 25	134,681,659.	26	136,002,213.
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 29 and lines 33 and 34.			
	27 Unrestricted net assets		27	
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds	194,330.	30	194,470.
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds	59,838,391.	32	61,400,696.
	33 Total net assets or fund balances	60,032,721.	33	61,595,166.
	34 Total liabilities and net assets/fund balances	194,714,380.	34	197,597,379.

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Form 990 (2011)

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

☒

1	Total revenue (must equal Part VIII, column (A), line 12)	1	130,451,198.
2	Total expenses (must equal Part IX, column (A), line 25)	2	130,451,198.
3	Revenue less expenses Subtract line 2 from line 1	3	0.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	60,032,721.
5	Other changes in net assets or fund balances (explain in Schedule O) See Schedule O	5	1,562,445.
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	61,595,166.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

☐

- 1 Accounting method used to prepare the Form 990 ☐ Cash ☒ Accrual ☐ Other _____
If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant?
- 2b Were the organization's financial statements audited by an independent accountant?
- c If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O
- d If 'Yes' to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both
☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits

	Yes	No
2a		X
2b	X	
2c	X	
3a		X
3b		

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Form 990 (2011)

SCHEDULE C
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527

► **Complete if the organization is described below.**

► **Attach to Form 990 or Form 990-EZ. ► See separate instructions.**

OMB No 1545-0047

2011

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Inspection**

If the organization answered 'Yes,' to Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations Complete Parts I-A and B Do not complete Part I-C
- Section 501(c) (other than section 501(c)(3)) organizations Complete Parts I-A and C below Do not complete Part I-B
- Section 527 organizations Complete Part I-A only

If the organization answered 'Yes,' to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)) Complete Part II-A Do not complete Part II-B
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)) Complete Part II-B Do not complete Part II-A

If the organization answered 'Yes,' to Form 990, Part IV, line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35a (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations Complete Part III

Name of organization

Santee Electric Cooperative

Employer identification number

57-0240935

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV See Part IV
- 2 Political expenditures. ► \$ 2,250.
- 3 Volunteer hours

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ► \$ _____
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ► \$ _____
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ☐ Yes ☐ No
- 4a Was a correction made? ☐ Yes ☐ No
- b If 'Yes,' describe in Part IV

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities. ► \$ _____
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities. ► \$ _____
- 3 Total exempt function expenditures Add lines 1 and 2 Enter here and on Form 1120-POL, line 17b. ► \$ _____
- 4 Did the filing organization file **Form 1120-POL** for this year? ☒ Yes ☐ No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization's funds Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none, enter -0-
(1) NIKKI HALEY FOR GOVERNOR	P.O. Box 1773 Columbia, SC 29201	27-0543593	1,750.	
(2) CURTIS LOFTIS FOR TREASURER	701 Gervais St. Suite 150 Columbia, SC 29202	27-1844830	500.	
(3)				
(4)				
(5)				
(6)				

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule C (Form 990 or 990-EZ) 2011

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

A Check ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures)

B Check ☐ if the filing organization checked box A and 'limited control' provisions apply

Limits on Lobbying Expenditures
(The term 'expenditures' means amounts paid or incurred.)

(a) Filing organization's totals

(b) Affiliated group totals

1 a Total lobbying expenditures to influence public opinion (grass roots lobbying)

b Total lobbying expenditures to influence a legislative body (direct lobbying)

c Total lobbying expenditures (add lines 1a and 1b)

d Other exempt purpose expenditures

e Total exempt purpose expenditures (add lines 1c and 1d)

f Lobbying nontaxable amount Enter the amount from the following table in both columns.

If the amount on line 1e, column (a) or (b) is	The lobbying nontaxable amount is
Not over \$500,000	20% of the amount on line 1e.
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.
Over \$17,000,000	\$1,000,000

g Grassroots nontaxable amount (enter 25% of line 1f)

h Subtract line 1g from line 1a. If zero or less, enter -0-

i Subtract line 1f from line 1c. If zero or less, enter -0-

j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?

☐ Yes ☐ No

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) Total
2 a Lobbying non-taxable amount					
b Lobbying ceiling amount (150% of line 2a, column (e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

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Schedule C (Form 990 or 990-EZ) 2011

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each 'Yes' response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity

	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
c Media advertisements?			
d Mailings to members, legislators, or the public?			
e Publications, or published or broadcast statements?			
f Grants to other organizations for lobbying purposes?			
g Direct contact with legislators, their staffs, government officials, or a legislative body?			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?			
i Other activities?			
j Total. Add lines 1c through 1i			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If 'Yes,' enter the amount of any tax incurred under section 4912			
c If 'Yes,' enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?		
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?		
3 Did the organization agree to carry over lobbying and political expenditures from the prior year?		

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered 'No' OR (b) Part III-A, line 3, is answered 'Yes.'

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, Part II-A, and Part II-B, line 1. Also, complete this part for any additional information.

Part I-A, Line 1 - Direct and Indirect Political Campaign Activities

POLITICAL CONTRIBUTIONS DETAILED IN I-C

Part IV Supplemental Information (continued)

Area with horizontal dashed lines for supplemental information.

**SCHEDULE D
(Form 990)**Department of the Treasury
Internal Revenue Service

Name of the organization

Supplemental Financial Statements

► **Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.**
► **Attach to Form 990.** ► **See separate instructions.**

OMB No 1545 0047

2011**Open to Public
Inspection**

Employer identification number

Santee Electric Cooperative

57-0240935

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered 'Yes' to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered 'Yes' to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)

<input type="checkbox"/> Preservation of land for public use (e g , recreation or education)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ► _____

4 Number of states where property subject to conservation easement is located ► _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ► _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered 'Yes' to Form 990, Part IV, line 8.

1 a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1	► \$ _____
(ii) Assets included in Form 990, Part X	► \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a Revenues included in Form 990, Part VIII, line 1	► \$ _____
b Assets included in Form 990, Part X	► \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)

a ☐ Public exhibition

d ☐ Loan or exchange programs

b ☐ Scholarly research

e ☐ Other _____

c ☐ Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered 'Yes' to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian, or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If 'Yes,' explain the arrangement in Part XIV and complete the following table

	Amount
1c	
1d	
1e	
1f	

c Beginning balance

d Additions during the year

e Distributions during the year

f Ending balance

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If 'Yes,' explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered 'Yes' to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

a Board designated or quasi-endowment ▶ _____ %

b Permanent endowment ▶ _____ %

c Temporarily restricted endowment ▶ _____ %

The percentages in lines 2a, 2b, and 2c should equal 100%

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

(i) unrelated organizations

(ii) related organizations

b If 'Yes' to 3a(ii), are the related organizations listed as required on Schedule R?

	Yes	No
3a(i)		
3a(ii)		
3b		

4 Describe in Part XIV the intended uses of the organization's endowment funds

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		1,779,810.		1,779,810.
b Buildings		13,376,887.	6,591,912.	6,784,975.
c Leasehold improvements				
d Equipment		187,288,436.	32,096,724.	155,191,712.
e Other				

Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c)) ▶ 163,756,497.

BAA

Schedule D (Form 990) 2011

Part VII Investments – Other Securities. See Form 990, Part X, line 12. N/A

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) -----		
(B) -----		
(C) -----		
(D) -----		
(E) -----		
(F) -----		
(G) -----		
(H) -----		
(I) -----		
Total. (Column (b) must equal Form 990 Part X, column (B) line 12.)		

Part VIII Investments – Program Related. See Form 990, Part X, line 13. N/A

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Column (b) must equal Form 990, Part X, column (B) line 13.)		

Part IX Other Assets. See Form 990, Part X, line 15. N/A

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, column (B), line 15.)	

Part X Other Liabilities. See Form 990, Part X, line 25.

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) Accum Prov for Pension & Benefits	8,072,331.
(3) Consumer Deposits	2,832,085.
(4) Deferred Credits	23,294.
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, column (B) line 25.)	10,927,710.

2 FIN 48 (ASC 740) Footnote In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740)

N/A

- 1

- 2e**

- 3

- 4c**

- 5

1

- 2e**

- 3

- 4c**

- 5**

Schedule D (Form 990) 2011

Part XIV Supplemental Information (continued)[illegible]

SCHEDULE J
(Form 990)Department of the Treasury
Internal Revenue Service**Compensation Information****For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

- **Complete if the organization answered 'Yes' to Form 990, Part IV, line 23.**
► **Attach to Form 990.** ► **See separate instructions.**

OMB No 1545-0047

2011**Open to Public Inspection**

Name of the organization

Santee Electric Cooperative

Employer identification number

57-0240935**Part I Questions Regarding Compensation**

- 1 a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e g , maid, chauffeur, chef) |

- b** If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If 'No,' complete Part III to explain

- 2** Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

- 3** Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director. Explain in Part III

- | | |
|---|---|
| <input type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input checked="" type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

- 4** During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization

- a** Receive a severance payment or change-of-control payment?

- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?

- c** Participate in, or receive payment from, an equity-based compensation arrangement?

If 'Yes' to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

- 5** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of

- a** The organization?

- b** Any related organization?

If 'Yes' to line 5a or 5b, describe in Part III

- 6** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of

- a** The organization?

- b** Any related organization?

If 'Yes' to line 6a or 6b, describe in Part III

- 7** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If 'Yes,' describe in Part III

- 8** Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If 'Yes,' describe in Part III

- 9** If 'Yes' to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

Yes No**1 b****2****4 a****4 b****4 c****5 a****5 b****6 a****6 b****7****8****9****BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990.**

Schedule J (Form 990) 2011

Part III Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable columns (D) and (E) amounts for that individual.

(A) Name	(B) Breakdown of W-2 and/or 1099-MISC compensation		(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus and incentive compensation	(iii) Other reportable compensation			
1 FLOYD L KEELS	(i) 195,633.	1,026.	19,422.	8,928.	303,906.	0.
	(ii) 0.	0.	0.	0.	0.	0.
2 JAMES FOGG	(i) 132,053.	1,026.	2,326.	10,008.	201,539.	0.
	(ii) 0.	0.	0.	0.	0.	0.
3 ROBERT HIGBE	(i) 119,241.	1,026.	6,684.	25,795.	205,089.	0.
	(ii) 0.	0.	0.	0.	0.	0.
4	(i)					
	(ii)					
5	(i)					
	(ii)					
6	(i)					
	(ii)					
7	(i)					
	(ii)					
8	(i)					
	(ii)					
9	(i)					
	(ii)					
10	(i)					
	(ii)					
11	(i)					
	(ii)					
12	(i)					
	(ii)					
13	(i)					
	(ii)					
14	(i)					
	(ii)					
15	(i)					
	(ii)					
16	(i)					
	(ii)					

BAA

TEEA4102L 01/24/12

Schedule J (Form 990) 2011

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, for Part II. Also complete this part for any additional information.

Area with horizontal dashed lines for supplemental information.

SCHEDULE L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions With Interested Persons

► **Complete if the organization answered**
'Yes' on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c,
or Form 990-EZ, Part V, line 38a or 40b.
► **Attach to Form 990 or Form 990-EZ. ► See separate instructions.**

OMB No 1545-0047

2011

**Open to Public
Inspection**

Name of the organization

Santee Electric Cooperative

Employer identification number

57-0240935

Part I Excess Benefit Transactions (section 501(c)(3) and section 501(c)(4) organizations only).

Complete if the organization answered 'Yes' on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

1	(a) Name of disqualified person	(b) Description of transaction	(c) Corrected?	
			Yes	No
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958

► \$

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization

► \$

Part II Loans to and/or From Interested Persons.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 26 or Form 990-EZ, Part V, line 38a.

(a) Name of interested person and purpose	(b) Loan to or from the organization?		(c) Original principal amount	(d) Balance due	(e) In default?		(f) Approved by board or committee?		(g) Written agreement?	
	To	From			Yes	No	Yes	No	Yes	No
(1)										
(2)										
(3)										
(4)										
(5)										
(6)										
(7)										
(8)										
(9)										
(10)										
Total				► \$						

Part III Grants or Assistance Benefiting Interested Persons.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount and type of assistance
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule L (Form 990 or 990-EZ) 2011

Complete if the organization answered 'Yes' on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
(1) FLOYD L KEELS	Officer/Key Em	3,403,730.	See attached supp. inf		X
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					

Complete this part to provide additional information for responses to questions on Schedule L (see instructions).

This image shows a full page of handwriting practice paper. It features 18 horizontal dashed lines spaced evenly across the page, providing a guide for letter height and placement. The lines are light gray and extend from the left margin to the right edge of the page. There is no text or other markings on the paper.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Name of the organization

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2011

**Open to Public
Inspection**

Santee Electric Cooperative

Employer identification number

57-0240935

Form 990, Part VI, Line 6 - Explanation of Classes of Members or Shareholder

THE COOPERATIVE HAS MEMBERS AS PROVIDED FOR IN ITS BYLAWS WHICH ARE INCLUDED AS A
PART OF THIS RETURN.

Form 990, Part VI, Line 7a - How Members or Shareholders Elect Governing Body

THE COOPERATIVE HAS MEMBERS WHO ELECT MEMBERS OF THE GOVERNING BODY AS PROVIDED FOR
IN ITS BYLAWS WHICH ARE INCLUDED AS A PART OF THIS RETURN.

Form 990, Part VI, Line 7b - Decisions of Governing Body Approval by Members or Shareholders

CERTAIN DECISIONS OF THE GOVERNING BODY ARE SUBJECT TO APPROVAL BY MEMBERS AS
PROVIDED FOR IN ITS BYLAWS WHICH ARE INCLUDED AS A PART OF THIS RETURN.

Form 990, Part VI, Line 11b - Form 990 Review Process

FORM 990 IS REVIEWED BY THE BOARD WITH ALL SUPPORTING DOCUMENTATION MADE AVAILABLE
TO THEM.

Form 990, Part VI, Line 12c - Explanation of Monitoring and Enforcement of Conflicts

THE COOPERATIVE REGULARLY AND CONSISTENTLY MONITORS AND ENFORCES COMPLIANCE WITH
THEIR CONFLICT OF INTEREST POLICY AS PROVIDED FOR IN ITS POLICY WHICH IS INCLUDED AS
A PART OF THIS RETURN.

Form 990, Part VI, Line 15a - Compensation Review & Approval Process for CEO, Exec. Dir., or Top Mgmt

COMPENSATION FOR THE CEO IS REVIEWED AND APPROVED THROUGH THE USE OF COMPENSATION
SURVEYS ANALYZED BY AN OUTSIDE CONSULTANT AND A PERFORMANCE REVIEW CONDUCTED BY THE
MEMBER-ELECTED BOARD.

Form 990, Part VI, Line 15b - Compensation Review & Approval Process for Officers & Key Employees

COMPENSATION FOR KEY EMPLOYEES IS REVIEWED AND APPROVED THROUGH THE USE OF A
PERFORMANCE REVIEW CONDUCTED BY THE CEO.

Form 990, Part VI, Line 19 - Other Organization Documents Publicly Available

THE COOPERATIVE MAKES ITS BYLAWS, CONFLICT OF INTEREST POLICY, AND FINANCIAL
STATEMENTS AVAILABLE TO THE PUBLIC AS PART OF ITS FORM 990. THE FORM 990 IS

Name of the organization

Santee Electric Cooperative

Employer identification number

57-0240935

Form 990, Part VI, Line 19 - Other Organization Documents Publicly Available (continued)

AVAILABLE UPON REQUEST AS REFLECTED IN PART VI SECTION C LINE 18.

2011

Schedule O - Supplemental Information

Page 1

Client 6716928

Santee Electric Cooperative

57-0240935

10/29/12

01 11PM

Form 990, Part XI, Line 5

Other Changes in Net Assets or Fund Balances

Donated Capital	\$	128,962.
Gain Capital Credits Retirement		-92,812.
Membership Fees		140.
Other Comprehensive Income - (SFAS 158)		-1,028,884.
Patronage Capital Credits		3,694,136.
Retirement of Capital Credits		-1,139,097.
Total	\$	<u>1,562,445.</u>

Client 6716928

Santee Electric Cooperative

57-0240935

10/29/12

01 11PM

SANTEE ELECTRIC COOPERATIVE (SANTEE) IS A MEMBER OF A NUMBER OF ORGANIZATIONS WHERE A SANTEE OFFICER OR TRUSTEE MAY SERVE AS SANTEE'S REPRESENTATIVE ON THE BOARD OF TRUSTEES. THESE INDIVIDUALS SERVE AT THE PLEASURE OF SANTEE AND CAN SERVE ONLY AS LONG AS THEY REPRESENT SANTEE. THE FOLLOWING INDIVIDUALS SERVED IN SUCH POSITIONS:

FLOYD L. KEELS - TRUSTEE OF COOPERATIVE ELECTRIC ENERGY UTILITY SUPPLY, INC. (CEE-US); TRUSTEE OF THE ELECTRIC COOPERATIVES OF SOUTH CAROLINA, INC. (ECSC); TRUSTEE OF CENTRAL ELECTRIC COOPERATIVE, INC. (CENTRAL)

RAYMOND FULTON - TRUSTEE OF ECSC

ANDY D. MCKNIGHT - TRUSTEE OF CENTRAL

JAMES E. SCOTT - TRUSTEE OF CEE-US

CEE-US IS A CORPORATION ORGANIZED TO:

- FOSTER, DEVELOP AND ENCOURAGE PROGRAMS OF RURAL ELECTRIFICATION IN SOUTH CAROLINA AND ELSEWHERE BY PROVIDING A NONPROFIT DISTRIBUTOR FOR ELECTRICAL SUPPLIES, EQUIPMENT, FUEL AND ENERGY
- ESTABLISH A UNIFORM PRICE AND CONSTANT SUPPLY THROUGHOUT ITS SERVICE AREAS BY THE METHOD OF MASS PURCHASING, MANUFACTURING AND OTHERWISE

SANTEE PAID \$2,640,158 FOR THE ABOVE SERVICES PROVIDED BY CEE-US DURING 2011.

ECSC IS A NOT-FOR-PROFIT CORPORATION ORGANIZED TO:

- FOSTER, DEVELOP AND ENCOURAGE THE PROGRAM OF RURAL ELECTRIFICATION IN THE STATE OF SOUTH CAROLINA
- FURTHER THE GENERAL WELFARE AND TO PROMOTE THE INTEREST OF THE MEMBERS OF ECSC; TO FURTHER THE SAFETY, STABILITY, SECURITY AND PROSPERITY OF ELECTRIC COOPERATIVES; TO AID IN SOLVING THE PROBLEMS COMMON TO ELECTRIC COOPERATIVES
- DISSEMINATE INFORMATION RELATING TO THE RURAL ELECTRIFICATION PROGRAM; TO COOPERATE WITH FEDERAL, STATE AND MUNICIPAL AGENCIES IN THE PROMOTION OF RURAL ELECTRIFICATION AND NATIONAL, STATE, COMMUNITY AND RURAL DEVELOPMENT; TO PROVIDE SERVICES AND INFORMATIONAL PROGRAMS THAT WILL STIMULATE LOCAL GROWTH, STABILITY AND SECURITY AND STRENGTHEN THE ELECTRIC COOPERATIVE PROGRAM IN SOUTH CAROLINA
- OTHERWISE ASSIST THE MEMBERS OF ECSC TO PROVIDE ELECTRIC ENERGY TO INHABITANTS OF MEMBER SERVICE AREAS AT THE LOWEST POSSIBLE COST CONSISTENT WITH SOUND ECONOMY
- OPERATE ALWAYS FOR THE BENEFIT OF ITS MEMBER COOPERATIVES AND THROUGH THEM FOR THE BENEFIT OF THEIR CONSUMERS, DOING THOSE THINGS THROUGH ECSC THAT CAN BE DONE BETTER TOGETHER THAN INDIVIDUALLY

SANTEE PAID \$578,798 FOR THE ABOVE SERVICES PROVIDED BY ECSC DURING 2011.

CENTRAL IS A GENERATION AND TRANSMISSION COOPERATIVE THAT EXISTS SOLELY FOR THE BENEFIT OF ITS MEMBERS. CENTRAL PROVIDES A RELIABLE, LONG-TERM, AND STABLE SUPPLY OF POWER, WHICH ACCOMODATES GROWTH, AT THE LOWEST POSSIBLE COST CONSISTENT WITH GOOD UTILITY PRACTICE. CENTRAL PROVIDES FOR RELIABLE DELIVERY OF POWER WHEN AND WHERE DESIRED, CONSISTENT WITH APPLICABLE GUIDELINES. CENTRAL PROVIDES ADDITIONAL ENERGY-RELATED OR DELIVERY-RELATED SERVICES, AS DIRECTED BY ITS BOARD OF TRUSTEES.

SANTEE PAID \$91,413,030 FOR THE ABOVE SERVICES PROVIDED BY CENTRAL DURING 2011.

Client 6716928

Santee Electric Cooperative

57-0240935

10/29/12

01 11PM

SANTEE CHIEF EXECUTIVE OFFICER FLOYD L. KEELS SERVED AS A TRUSTEE AT THE EXCHANGE BANK (EXCHANGE) WHERE SANTEE HAS A BANKING RELATIONSHIP. SANTEE RECEIVED DID NOT RECEIVE ANY INTEREST INCOME FROM EXCHANGE AND ALL ACCOUNTS WERE NON-INTEREST BEARING. IT SHOULD BE NOTED THAT THE MAXIMUM AMOUNT ON DEPOSIT DURING THE YEAR WAS \$3,403,730 AND THE AVERAGE MONTHLY BALANCE WAS \$2,223,446. SANTEE OFFICER FLOYD L. KEELS DOES NOT PARTICIPATE IN ANY DECISIONS MADE BY THE BOARD OF TRUSTEES THAT RELATE TO FINANCIAL INSTITUTIONS.

PATRONAGE DIVIDENDS PAID

PART 1, LINE 14 - BENEFITS PAID TO MEMBERS: THE INSTRUCTIONS FOR 2011 FORM 990 CLARIFY THAT BENEFITS PAID TO MEMBERS SHOULD INCLUDE THE AMOUNT OF PATRONAGE DIVIDENDS PAID TO THE MEMBERS (ALSO REFERRED TO AS PATRONS) OF 501(C)(12) ORGANIZATIONS. IN ACCORDANCE WITH THIS CHANGE IN INSTRUCTIONS, THE COOPERATIVE HAS REPORTED ON PART 1, LINE 14 FOR THE CURRENT YEAR THE AMOUNT OF PATRONAGE DIVIDENDS PAID TO THE COOPERATIVE'S PATRONS FOR THE 2011 CALENDAR YEAR. THE PRIOR YEAR INFORMATION IS PRESENTED AS FILED ON THE COOPERATIVE'S 2010 FORM 990 AND DOES NOT INCLUDE PATRONAGE DIVIDENDS PAID TO PATRONS. HOWEVER, THE COOPERATIVE DID IN FACT PAY PATRONAGE DIVIDENDS TO ITS PATRONS IN THE FORM OF PATRONAGE CAPITAL ALLOCATIONS FOR THE 2010 CALENDAR YEAR. THE PRESENTATION AS REQUIRED FOR THE 2010 FORM 990 DID NOT INSTRUCT 501(C)(12) ORGANIZATIONS TO REPORT THE PATRONAGE DIVIDENDS PAID AS A FUNCTIONAL EXPENSE AND THUS WAS NOT INCLUDED AS SUCH ON THE 2010 FORM. THE COOPERATIVE'S PRACTICE OF ALLOCATING PATRONAGE CAPITAL HAS NOT CHANGED FROM THE PRIOR YEAR, BUT THE REPORTING REQUIREMENTS AS OUTLINED IN THE FORM 990 INSTRUCTIONS HAS CHANGED.

FORM 990, PART IX, LINE 4 - BENEFITS PAID TO MEMBERS

THE INSTRUCTIONS FOR THE 2011 FORM 990 CLARIFIES THAT THE AMOUNT OF PATRONAGE DIVIDENDS PAID TO MEMBERS (ALSO REFERRED TO AS PATRONS) SHOULD BE REPORTED ON PART IX, LINE 4 AS BENEFITS PAID TO OR FOR MEMBERS. PATRONAGE DIVIDENDS PAID IS THE PROCESS BY WHICH THE COOPERATIVE ALLOCATES PATRONAGE CAPITAL TO ITS MEMBERS ON A COOPERATIVE BASIS. AS SUCH, THE COOPERATIVE OPERATES ON A NONPROFIT BASIS. THE COOPERATIVE'S TAX EXEMPT PURPOSE IS TO PROVIDE THE BEST POSSIBLE ELECTRIC SERVICE TO ALL WHO DESIRE IT WITHIN THE SYSTEM AREA AT A REASONABLE COST CONSISTENT WITH THE HIGHEST STANDARDS OF SERVICE AND TO DO SO ON A COOPERATIVE BASIS. OPERATING ON A COOPERATIVE BASIS IS DEFINED AS SUBORDINATION OF CAPITAL, DEMOCRATIC CONTROL AND OPERATING AT COST. THE COOPERATIVE OPERATES AT COST THROUGH THE PAYMENT OF PATRONAGE DIVIDENDS (ALSO REFERRED TO AS ALLOCATIONS OF PATRONAGE CAPITAL) TO ITS PATRONS.

THE AMOUNT REPORTED ON PART IX, LINE 4 REPRESENTS THE AMOUNT OF PATRONAGE CAPITAL THAT HAS BEEN ALLOCATED OR TO BE ALLOCATED TO THE PATRONS RESULTING FROM THEIR PURCHASE OF ELECTRICITY FROM THE COOPERATIVE FOR THE 2011 CALENDAR YEAR. SUCH AMOUNTS ARE ALLOCATED SUBSEQUENT TO YEAR-END IN A FAIR AND EQUITABLE MANNER ON THE BASIS OF PATRONAGE. THE AMOUNTS ALLOCATED TO THE PATRONS ARE DONE IN ACCORDANCE WITH THE COOPERATIVE'S BYLAWS. A COPY OF THE COOPERATIVE'S BYLAWS HAS BEEN INCLUDED AS A PART OF THIS RETURN.

FORM 990 REQUIRES 501(C)(12) ORGANIZATIONS TO REPORT THE AMOUNT OF PATRONAGE DIVIDENDS PAID TO ITS MEMBERS, PATRONS, AS AN EXPENSE. U.S. GAAP DOES NOT RECOGNIZE THIS AMOUNT AS AN EXPENSE, BUT RATHER A COMPONENT OF EQUITY. THE RESULT IS A RECONCILING ITEM BETWEEN FORM 990 EXPENSES AND THOSE REPORTED ON THE AUDITED FINANCIAL STATEMENTS.

RECLASSIFICATION:

THE COOPERATIVE MADE CERTAIN RECLASSIFICATIONS TO PRIOR YEAR PART 1, LINE 14, 15 & 17.

BYLAWS

THE
CITY OF
NEW YORK

SEC

1

1

Santee Electric Cooperative, Inc.
Bylaws

As Amended Through April 16, 2009:

“Delete existing Article VII, Section 3 in its entirety and replace with the following”:

Section 3. Unclaimed Property.

In compliance with the South Carolina Uniform Unclaimed Property Act, (Title 27, Chapter 18 of South Carolina Code of Laws), unclaimed property will be submitted to the State Treasurer of South Carolina, and notice of unclaimed property will be administered in the manner prescribed by South Carolina law. The cooperative may regularly impose a reasonable dormancy fee for each year an owner fails to claim property held by the cooperative.

BYLAWS
of
SANTEE ELECTRIC
COOPERATIVE, INC.

As Amended Through
April 18, 2006

Article I

Membership 1

Article II

Rights and Liabilities of Members 4

Article III

Meetings of Members 4

Article IV

Trustees 6

Article V

Meeting of Trustees 9

Article VI

Officers 10

Article VII

Non-Profit Operation 12

Article VIII

Disposition of Property 14

Article IX

Seal 15

Article X

Financial Transactions 15

Article XI

Miscellaneous 16

Article XII

Amendments 17

Section 1. Membership Requirements

(a) Any person, firm, association, corporation or body politic or subdivision thereof may, except as hereinafter provided in subsection (b), become a member of the Cooperative by

- (1) filing a written application for membership therein,
 - (2) agreeing to purchase from the Cooperative electric energy as hereinafter specified;
 - (3) agreeing to comply with and be bound by the articles of incorporation and by-laws of the Cooperative and any rules and regulations adopted by the Board of Trustees; and
 - (4) paying the membership fee hereinafter specified;
- (b) All consumers having contracts with the State Rural Electrification Authority of South Carolina, which have been assumed by the Cooperative up to and including September 16, 1940, under the Williams Act, may become members of the Cooperative by

- (1) filing a written application for membership therein,
- (2) agreeing to purchase from the Cooperative electric energy as hereinafter specified;
- (3) agreeing to comply with and be bound by the articles of incorporation and by-laws of the Cooperative and any rules and regulations adopted by the Board of Trustees; provided, however, that no membership fee shall be required of such members, and they shall be subject to the same liabilities and enjoy the same rights and privileges as all other members.

No member may hold more than one membership in the Cooperative. No person, firm, association, corporation, or body politic or subdivision thereof shall become a member unless and until he or it has been accepted for membership by the Board of Trustees or the members, and no membership shall be transferable.

At each meeting of the members held subsequent to the expiration of a period of six months from the date of incorporation of the Cooperative, all applications received more than ninety days prior to such meeting and which have not been accepted or which have been rejected by the Board of Trustees shall be submitted by the Secretary to such meeting and, subject to compliance by the applicant with the requirements herein above set forth, such applications or anyone or more of them may be accepted by vote of the members. The Secretary shall give each such applicant at least ten days notice of the date of the members' meeting to which his application will be submitted and such applicant shall be entitled to be present and heard at the meeting

Section 2. Membership Certificate.

Membership in the Cooperative shall be evidenced by a membership certificate which shall be in such form and shall contain such provisions as shall be determined by the Board of Trustees. No membership certificate shall be issued for less than the membership fee fixed in these by-laws, not until such membership fee has been fully paid for in cash except as herein before provided. In case of a lost, destroyed or mutilated certificate, a new certificate may be issued therefor upon such uniform terms and indemnity to the Cooperative as the Board of Trustees may prescribe.

An application for membership by a married person living with his or her spouse at the time of such application shall be deemed and application for joint membership by both husband

to comply with the requirements set forth in Section 1 of this Article, the application will be accepted as and for a joint membership. In the event that the holders of a joint membership cease to reside together in the same household, the joint membership will automatically terminate at the point of service in question, irrespective of whether or not such point of service is at the marital home and the individual residing at the point of service will automatically become the member. The term "Member" as used in these by-laws shall be deemed to include a husband and wife holding a joint membership and any provisions relating to the rights and liabilities of membership shall apply equally with respect to the holders of a joint membership. Without limiting the generality of the foregoing, the effect of the hereinafter specified actions by or in respect to the holders of a joint membership shall be as follows:

- (a) The presence at a meeting of either or both shall be regarded as the presence of one member and of constituting a joint waiver of notice of the meeting;
- (b) The vote of either separately or both jointly shall constitute one joint vote;
- (c) A waiver of notice signed by either or both shall constitute a joint waiver;
- (d) Notice to either shall constitute a notice to both;
- (e) Expulsion of either shall terminate the joint membership;
- (f) Withdrawal of either shall terminate the joint membership;
- (g) Either but not both may be elected or appointed as an officer or trustee, provided that both meet the qualifications for such office;
- (h) Upon the death of either spouse who is a party to the joint membership, such membership shall be held solely by the survivor. The outstanding membership certificate shall be reissued in such manner as shall indicate the changed membership status, provided, however, that the estate of the deceased shall not be released from any debts due the Cooperative.

Section 3. Membership, Service Connection Fees and Consumer's Deposit

The membership fee shall be five dollars, connection fees and consumer's deposits may vary as set by the Board of Trustees, upon the payment of which a member shall be eligible for service connection, provided, however that members admitted to membership under the provisions of Article I, Section 1 (b), shall be entitled to one service connection without the payment of a fee.

Provided that the membership fee of any member who is in arrears with his electric energy bill and whose service had been discontinued for non-payment thereof, shall be transferred from the membership fee and deposit account and applied to the payment of said unpaid bills, and any balance remaining shall be refunded to such member upon being expelled from the membership under provisions of Article 1, Section 5, of the by-laws or any amendment thereto, pending such refund. If any, the same shall be credited to a special account for such purposes.

Section 4. Purchase of Electric Energy

Each member shall, as soon as electric energy shall be available, purchase from the Cooperative all electric energy used on the premises specified in his application for membership, and shall pay therefor monthly at rates which shall from time to time be fixed by the Board of Trustees. It is expressly understood that amounts paid for electric energy in excess of the cost of service are furnished by

capital so furnished, provided in these by-laws each member shall pay to the Cooperative such minimum amount per month regardless of the amount of electric energy consumed, as shall be fixed by the Board of Trustees from time to time. Each member shall also pay all amounts owed by him to the Cooperative as and when the same shall become due and payable.

Section 5. Termination of Membership

Any member may withdraw from membership upon compliance with such uniform terms and conditions as the Board of Trustees may prescribe. The Board of Trustees of the Cooperative may, by the affirmative vote of not less than two-thirds of all the trustees, expel any member who shall have refused or failed to comply with any of the provisions of the articles of incorporation, by-laws or rules or regulations adopted by the Board of Trustees, but only if such member shall have been given written notice by the Secretary of the Cooperative that such refusal or failure makes him liable to expulsion and such refusal or failure shall have continued for at least ten days after such notice was given. Any expelled member may be reinstated by vote of the Board of Trustees or by vote of the members at any annual or special meeting.

Upon the withdrawal, death, cessation of existence or expulsion of a member the membership of such member shall thereupon terminate, and the membership certificate of such member shall be surrendered forthwith to the Cooperative. Termination of membership in any manner shall not release a member or his estate from any debts due the Cooperative.

Section 6. Wiring of Premises, Responsibility Thereof, Responsibility for Meter Tampering or Bypassing and for Damage to Cooperative Properties.

Each member shall cause all premises receiving electric service pursuant to his membership to become and to remain wired in accordance with the specifications of the National Electrical Code and any applicable state code or local government ordinances, and of the Cooperative. Each member shall be responsible for and shall indemnify the Cooperative and any other person against death, injury, loss or damage resulting from any defect in or improper use or maintenance of - such premises and all wiring and apparatus connected thereto or used thereon. Each member shall make available to the Cooperative a suitable site, as determined by the Cooperative, whereon to place the Cooperative's physical facilities for the furnishing and metering of electric service and shall permit the Cooperative's authorized employees, agents, and independent contractors to have access thereto for inspection, maintenance, replacement, relocation or repair thereof at all reasonable times. As part of the consideration for such service, each member shall be the Cooperative's bailee of such facilities and shall accordingly docket from interfering with, impairing the operation of or causing damage to such facilities, and shall use his best efforts to prevent others from so doing. In the event such facilities are interfered with, impaired in their operation or damaged by the member, or by any other person when the member's reasonable care and surveillance would have prevented such, the member shall indemnify the Cooperative and any other person against death, injury, loss or damage resulting therefrom, including but not limited to the Cooperative's cost of repairing, replacing or relocating any such facilities and its loss, if any, of revenues resulting from the failure or defective functioning of its metering equipment. In no event shall the responsibility of the Cooperative extend beyond

provided for measuring electricity used on such premises, except that the Cooperative shall, in accordance with its applicable service rules and regulations, reimburse the member for any overcharges for service that may result from a malfunctioning of its metering equipment

Section 7. Member to Grant Easements to Cooperative if Required

Each member shall, upon being requested to do so by the Cooperative, execute and deliver to the Cooperative grants of easements of right-of-way over, under and on such lands owned or leased by the member and in accordance with such reasonable terms and conditions, as the Cooperative shall require for the furnishing of electric service to him or other members, or for the construction, operation, maintenance or relocation of the Cooperative's electric facilities.

**Article II
RIGHTS AND LIABILITIES OF MEMBERS**

**Section 1. Property Interest of Members.
Upon dissolution, after**

(a) all debts and liabilities of the Cooperative shall have been paid, and
(b) all capital furnished through patronage shall have been retired as provided in these by-laws, the remaining property and assets of the Cooperative shall be distributed among the members and former members in the proportion which the aggregate patronage of each bears to the total patronage of all members during the seven years next preceding the date of the filing of the certificate of dissolution, or if the Cooperative shall not have been in existence for such period, during the period of its existence.

Section 2. Non-Liability for Debts of the Cooperative.
The private property of the members shall be exempt from execution or other liability for the debts of the Cooperative and no member shall be individually liable or responsible for any debts or liabilities of the Cooperative

**Article III
MEETINGS OF MEMBERS**

Section 1. Annual Meeting

The annual meeting of members shall be held on such day in each year, beginning with the year 1952, and at such place in Kingstree in Williamsburg County, South Carolina as shall be fixed and determined by the Board of Trustees, and as shall be designated in the notice of the meeting for the purpose of electing trustees, passing upon reports for the previous fiscal year and transacting such other business as may come before the meeting. Failure to hold the annual meeting as may come before the meeting shall not work a forfeiture and dissolution of the Cooperative.

Section 2. Special Meetings
Special meetings of the members may be called by resolution of the Board of Trustees or upon a written request signed by any three

members, and it shall thereupon be the duty of the secretary to cause notice of such meeting to be given as hereinafter provided. Special meetings of the members may be held at any place within the County of Williamsburg, State of South Carolina, specified in the notice of the special meeting.

Section 3. Notice of Members' Meeting.

Written or printed notice stating the place, day and hour of the meeting and, in case of a special meeting or an annual meeting at which business other than that listed in Section 6 of this article is to be transacted, the purpose or purposes for which the meeting is called, shall be delivered not less than ten days nor more than twenty-five days before the date of the meeting, either personally or by mail, by or at the direction of the Secretary, or upon a default in duty by the Secretary, by the persons calling the meeting, to each member. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the member at his address as it appears on the records of the Cooperative, with postage thereon prepaid. The failure of any member to receive notice of an annual or special meeting of the members shall not invalidate any action which may be taken by the members at such meeting.

Section 4. Quorum

As long as the total number of members does not exceed five hundred, ten per centum of the total number of members present in person shall constitute a quorum. In case the total number of members shall exceed five hundred, fifty members or five per centum of the members, which ever shall be the larger, shall constitute a quorum, if less than a quorum is present at any meeting, a majority of those present in person may adjourn the meeting from time to time without further notice, provided that the Secretary shall notify any absent members of the time and place of such adjourned meeting.

Section 5. Voting

Each member shall be entitled to only one vote. All questions shall be decided by a vote of a majority of the members voting thereon in person, except as otherwise provided by law, the articles of incorporation or these by-laws. No voting by mail or proxy shall be permitted.

Section 6. Order of Business

The order of business at the annual meetings of the members and, so far as possible, at all other meetings of the members, shall be essentially as follows:

- 1 Registration and casting of ballots for nominees by petition or nominating committee for election of trustees
- 2 Report as to the number of members present in order to determine the existence of a quorum.
3. Reading of the notice of the meeting and proof of the due publication or mailing thereof, or the waiver or waivers of notice of the meeting, as the case may be
4. Reading of unapproved minutes of previous meetings of the members and the taking of necessary action thereon
- 5 Presentation and consideration of reports of officers, trustees, and committees.
6. Unfinished Business
- 7 New Business
- 8 Adjournment

TRUSTEES

Section 1. General Powers

The business and affairs of the Cooperative shall be managed by a board of nine trustees which shall exercise all of the powers of the Cooperative except such as are by law, the articles of incorporation or these by-laws conferred upon or reserved to the members.

Section 2. Qualifications and Tenure.

The persons named as trustees in the articles of incorporation shall compose the Board of Trustees until the first annual meeting or until their successors shall have been elected and shall have qualified. Beginning with the Annual Meeting held on the first Monday in December, 1949, the trustees shall be divided into three groups of three members each, with the term of office of the trustees of the first group to expire at the succeeding annual meeting of the members, the term of office of the trustees of the second group to expire at the second succeeding annual meeting and the term of office of the third group to expire at the third succeeding annual meeting of members. At each annual meeting after such classification a number of trustees equal to the number in the group whose term expires at the time of such meeting shall be elected to hold office for a term of three years and until their respective successors shall have been elected and duly qualified. If the election of trustees shall not be held on the day designated herein for the annual meeting, or at any adjournment thereof, the Board of Trustees shall cause the election to be held at a special meeting of the members as soon thereafter as conveniently may be.

Provided that if an annual meeting at which a trustee is to be elected is not held as a result of failure of attendance of members sufficient to constitute a quorum, or for any reason, and such meeting is adjourned until the next annual meeting, trustees for the districts whose terms would have expired at the adjourned annual meeting immediately preceding shall be elected for terms of two years so as to preserve the integrity of the staggered terms hereinbefore provided for. Provided further that in the event the adjourned meeting is not held as a result of failure of attendance of members sufficient to constitute a quorum, or for any other reason, and such meeting is adjourned until the date for the next annual meeting, the same formula shall apply so as to preserve the integrity of the staggered terms so that trustees for districts who have not stood for a term of two years shall be elected for terms of one year.

To be eligible to become or remain a trustee, a person must:

- (a) be a natural person who is a member, in good standing for at least 5 years, and living and receiving service in the particular district in which he/she is to represent. A member is not in good standing when that member has had services from the Cooperative or any subsidiary cut off or terminated for nonpayment within the past twelve (12) months;
- (b) not be employed by or financially interested in a competing enterprise, or a business selling electric energy, gas, supplies or services to the Cooperative;
- (c) have the legal capacity to enter into a binding contract,
- (d) not be employed nor have been employed by the Cooperative (at any time) during the preceding 7 years;
- (e) any member of the Board of Trustees who misses three

than 50 per centum of trustee meetings between any two annual meetings of the members shall automatically forfeit their seat as a member of the Board. A leave of absence may be requested from the Board by any member in advance of a given meeting. Approval shall be by majority vote of the trustees present and voting.

Upon establishment of the fact that a trustee is holding office in violation of any of the foregoing provisions, it shall immediately become incumbent upon the Board of Trustees to remove such trustee from office. Such removal shall be accomplished only upon a vote of not less than two-thirds (2/3) of the trustees present at the meeting or held for the purpose of such removal.

Nothing contained in this section shall affect in any manner whatsoever the validity of any action taken at any meeting of the Board of Trustees.

Section 3. Nominations

It shall be the duty of the Board of Trustees to appoint, not less than ninety days or more than one hundred and twenty days before the date of a meeting of the members at which trustees are to be elected, a committee on nominations consisting of not less than five nor more than eleven members who shall be selected from different sections of the project area so as to insure equitable representation. No member of the Board of Trustees may serve on such committee. The committee shall prepare and post at the principal office of the Cooperative at least sixty days before the meeting a list of nominations for trustees, but 5% or more of the members of the Cooperative, acting together, may make additional nominations in writing over their signatures, listing their nominee(s) in like manner and filing the same with the Cooperative, not less than sixty days prior to the meeting and the Secretary shall post such nominations at the same place where the list of nominations made by the committee is posted. The Secretary shall mail with the notice of the meeting or separately, but at least seven days before the date of the meeting, a list of the number of trustees, shown by district, to be elected and the names and addresses of the candidates nominated for each district, specifying separately the nominations made by petition, if any. The names are to be arranged by Districts and in alphabetical order, except that incumbents shall be placed first on the list so arranged. At the meeting of members, the Secretary of the Cooperative shall place in nomination the names of the official candidates for each district. Election of trustees shall be by printed ballots. The ballots shall list the candidates selected by the Nominating Committee and by Petition. The names shall be arranged by Districts and in alphabetical order, except that the incumbents shall be placed first in order on such ballot. Each member of the Cooperative present at the meeting shall be entitled to vote for one candidate for each district, for which a trustee is to be elected at that particular meeting. The candidate receiving the highest number of votes for each district at this meeting shall be considered elected as trustee.

Section 4. Removal of Trustee by Members

Any member may bring charges against a trustee by filing such charges in writing with the Secretary, together with a petition signed by the lesser of 5% of the members or 2000 members and request the removal of such trustee by reason thereof. The trustee against whom such charges have been brought shall be informed

which the charges are to be considered and shall have an opportunity at the meeting to be heard in person or by counsel and to present evidence in respect of the charges; and the person or persons bringing the charges against him shall have the same opportunity. The question of the removal of such trustee shall be considered and voted upon at the next regular or special meeting of the members and any vacancy created by such removal may be filled by vote of the members at such meeting without compliance with the foregoing provisions with respect to nominations, except that the new trustee must reside in the same district as the trustee in respect of whom the vacancy occurs

Section 5. Vacancies.

Subject to the provision of these by-laws with respect to filling of vacancies, a vacancy occurring in the Board of Trustees, not filled by other provisions of these by-laws, shall be filled by the affirmative vote of a majority of the remaining trustees, for the unexpired portion of the term of the trustee in respect of whom the vacancy occurs, except that the new trustee must reside in the same district as the trustee in respect to whom the vacancy occurs

Section 6. Compensation

Board members shall not receive any salary for their services as such, except that members of the Cooperative may by resolution authorize the Board to fix a reasonable sum for each day or portion thereof spent on Cooperative business, such as attendance at meetings, conferences, and training programs or performing committee assignments when authorized by the Board. If authorized by the Board, board members may also be reimbursed for expenses actually and necessarily incurred in carrying out such Cooperative business or granted a reasonable per diem allowance by the Board in lieu of detailed accounting for some of these expenses. No board member shall receive compensation for serving the Cooperative, unless the payment and amount of compensation shall be specifically authorized by a vote of the members or the service by the board member or his close relative shall have been certified by the Board as an emergency measure.

Section 7. Districts

The territory served or to be served by the Cooperative shall be divided into nine districts, each of which shall contain as nearly as possible the same number of members. Each district shall be represented by one trustee whose term will expire as indicated in the following list. Maps showing these districts shall be kept on file in the Cooperative Kingstree office and shall be available to all members during normal business hours. The original nine districts shall be as follows.

Term Expiration Date

1988 - District No. 1
1986 - District No. 2
1988 - District No. 3
1986 - District No. 4
1988 - District No. 5
1987 - District No. 6
1986 - District No. 7
1987 - District No. 8
1987 - District No. 9

at which trustees are to be elected, the Board of Trustees shall review the composition of the several districts, and if it should be found that inequalities in representation have developed which can be corrected by a re-delineation of districts, the Board of Trustees shall reconstitute the districts so that each shall contain as nearly as possible the same number of members. If at the time of adoption of these by-laws, more than one incumbent trustee resides in any given district, then the terms of all trustees residing in that district will expire at the time shown in the preceding list and the trustees must offer for re-election. At no time will the total number of trustees exceed nine (9). If at the time of adoption of these by-laws there exists a district without a trustee in residence then such district will be without a resident trustee until the term expiration date of the district with more than one resident trustee. In the event more than one district does not have a resident trustee and more than one other district has more than one resident trustee then the vacant positions shall be filled in the order of the lower district number first

Article V

MEETING OF TRUSTEES

Section 1. Regular Meetings.

Regular meetings of the Board of Trustees shall be held without notice other than this by-law, immediately after, and at the same place as the annual meeting of the members for election of officers for the year. A regular meeting of the Board of Trustees shall also be held monthly at such time and place in the service area of the Santee Electric Cooperative, Inc., as the Board of Trustees may provide by resolution. Such regular monthly meetings may be held without notice other than such resolution fixing the time and place thereof.

Section 2. Special Meetings

Special meetings of the Board of Trustees may be called by the President or by any three trustees, and it shall thereupon be the duty of the Secretary to cause notice of such meeting to be given as hereinafter provided. The President or the trustees calling the meeting shall fix the time and place (which shall be in the service area of the Santee Electric Cooperative, Inc.), for the holding of the meeting

Section 3. Notice of Trustees' Meetings

Written notice of the time, place and purpose of any special meeting of the Board of Trustees shall be delivered not less than five days previous thereto, either personally or by mail, by or at the direction of the Secretary, or upon a default in duty by the Secretary, by the President or the trustees calling the meeting, to each trustee. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the trustee at his address as it appears on the records of the Cooperative, with postage thereon prepaid

A majority of the Board of Trustees shall constitute a quorum, provided, that if less than such majority of the trustees is present at said meeting, a majority of the trustees present may adjourn the meeting from time to time; and provided further, that the Secretary shall notify any absent trustees of the time and place of such adjourned meeting. The act of the majority of the trustees present at a meeting at which a quorum is present shall be the act of the Board of Trustees.

Article VI OFFICERS

Section 1. Number

The officers of the Cooperative shall be a President, who also may be known as Chairman of the Board of Trustees, Vice-President, who also may be known as Vice Chairman of the Board of Trustees, Secretary, Treasurer, and such other officers as may be determined by the Board of Trustees from time to time. The office of Secretary and Treasurer may be held by the same person.

Section 2. Election and Term of Office.

The officers shall be elected by ballot, annually by and from the Board of Trustees at the meeting of the Board of Trustees held directly after the annual meeting of the members. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office until the first meeting of the Board of Trustees following the next succeeding annual meeting of members or until his successor shall have been elected and shall have qualified. A vacancy in any office shall be filled by the Board of Trustees for the unexpired portion of the term.

Section 3. Removal of Officers and Agents by Trustees.

Any officers or agent elected or appointed by the Board of Trustees may be removed by the Board of Trustees whenever in its judgment the best interests of the Cooperative will be served thereby. In addition, any member of the Cooperative may bring charges against an officer by filing such charges in writing with the Secretary, together with a petition signed by ten per centum of the members, and request the removal of the particular officer by resolution thereof. The officer against whom such charges have been brought shall be informed in writing of the charges at least five days prior to the meeting at which the charges are to be considered and shall have an opportunity at the meeting to be heard in person or by counsel and to present evidence in respect of the charges, and the person or persons bringing the charges against him shall have the same opportunity. The question of the removal of such officer shall be considered and voted upon at the next regular or special meeting of the members.

Section 4. President

The President shall:

- be the principal executive officer of the Cooperative and, unless otherwise determined by the members or the Board of Trustees, shall preside at all meetings of the members and the Board of Trustees,
- sign any deeds, mortgages, deeds of trust, notes, bonds, contracts or other instruments authorized by the Board of Trustees to

thereof shall be executed, negotiated by the Board of Trustees or by those by-laws to some other officer or agent of the Cooperative, or shall be required by law to be otherwise signed or executed, and

- in general perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Trustees from time to time,
- The term signed, as herein used, shall be deemed to permit the use of official signature stamps

Section 5. Vice-President

In the absence of the President, or in the event of his inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice-President shall also perform such other duties as from time to time may be assigned to him by the Board of Trustees.

Section 6. Secretary

The Secretary shall be responsible for

- keeping the minutes of the meetings of the members and of the Board of Trustees in one or more books provided for that purpose,
 - seeing that all notices are duly given in accordance with these by-laws or as required by law,
 - the safe keeping of the corporate records and of the seal of the Cooperative and affix the seal of the Cooperative to all certificates of membership prior to the issue thereof and to all documents, the execution of which on behalf of the Cooperative under its seal is duly authorized in accordance with the provisions of these by-laws,
 - keeping a register of the names and post office addresses of all members;
 - having general charge of the books of the Cooperative in which a record of the members is kept,
 - keeping on file at all times a complete copy of the articles of incorporation and by-laws of the Cooperative containing all amendments thereto, which copy shall always be open to the inspection of any member, and at the expense of the Cooperative, forward a copy of the by-laws and of all amendments thereto to each member; and
 - in general performing all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the Board of Trustees.
- (h) the term signed, as herein used, shall be deemed to permit the use of official signature stamps.

Section 7. Treasurer

The Treasurer shall be responsible for.

- having charge and custody of and be responsible for all funds and securities of the Cooperative;
- the receipt of and the issuance of receipts for moneys due and payable to the Cooperative from any source whatsoever, and for the deposit of all such moneys in the name of the Cooperative in such bank or banks as shall be selected in accordance with the provisions of these by-laws; and
- in general performing all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the Board of Trustees.

Section 8. President and Chief Executive Officer

The Board of Trustees may appoint President and Chief Executive Officer who may be, but who shall not be required to be, a member of the Cooperative. The President and Chief

authority as the Board of Trustees may from time to time vest in him

Section 9. Board of Officers

The Treasurer and other officers or agents of the Cooperative charged with responsibility for the custody of any of its funds or property shall give bond in such sum and with such surety as the Board of Trustees shall determine. The Board of Trustees in its discretion may also require any other officer, agent or employee of the Cooperative to give bond in such amount and with such surety as it shall determine.

Section 10. Compensation

The powers, duties and compensation of any officers, agents and employees shall be fixed by the Board of Trustees, subject to the provisions of these by-laws with respect to compensation of trustees and close relatives of trustees.

Section 11. Reports

The officers of the Cooperative shall submit at each annual meeting of the members reports covering the business of the Cooperative for the previous fiscal year. Such reports shall set forth the condition of the Cooperative at the close of such fiscal year.

Article VII

NON-PROFIT OPERATION

Section 1. Interest or Dividends on Capital Prohibited

The Cooperative shall at all times be operated on a cooperative non-profit basis for the mutual benefit of its patrons. No interest or dividends shall be paid or payable by the Cooperative on any capital furnished by its patrons.

Section 2. Patronage Capital in Connection with Furnishing Electric Energy.

In the furnishing of electric energy, the Cooperative's operations shall be so conducted that all patrons, members and nonmembers alike, will through their patronage furnish capital for the Cooperative. In order to induce patronage and to assure that the Cooperative will operate on a non-profit basis, the Cooperative is obligated to account on a patronage basis to all of its patrons, members and non-members alike, for all amounts received and receivable from the furnishing of electric energy in excess of operating costs and all other expenses incurred in, and chargeable against, the furnishing of electric energy and the operation of all business affairs of the Cooperative. All such amounts in excess of operating costs and all other expenses of the Cooperative are received with the understanding that they are furnished by the patrons, members and non-members alike, as capital. The Cooperative is obligated to pay by credits to a capital account for each patron all such amounts in excess of operating costs and all other expenses. The books and records of the Cooperative shall be set up and kept in such a manner that at the end of each fiscal year the amount of capital, if any, so furnished by each patron is clearly reflected and credited in an appropriate record to the capital account of each patron and the Cooperative shall within a reasonable time after the close of the fiscal year notify each patron of the amount of capital so credited to his account. All such amounts credited to the capital account of any patron shall have the same status as though they had been paid to the patron in cash in pursuance of a legal obligation

ding amounts for capital provided: that the Board of Trustees shall determine the date when such capital credits shall be accountable from, and shall provide for the method of calculating such capital credits and shall make such other rules and regulations concerning capital credits as may from time to time seem to be in the best interest of the Cooperative.

All other amounts received by the Cooperative from its operations in excess of costs and expenses shall, insofar as permitted by law, be (a) used to offset any losses incurred during the current or any prior fiscal year and (b) to the extent not needed for that purpose, allocated to its patrons on a patronage basis and any amount so allocated shall be included as part of the capital credited to the accounts of patrons, as herein provided.

In the event of dissolution or liquidation of the Cooperative, after all outstanding indebtedness of the Cooperative shall have been paid, outstanding capital credits shall be retired without priority on a pro rata basis before any payments are made on account of property rights to members. If, at any time prior to dissolution or liquidation, the Board of Trustees shall determine that the financial condition of the Cooperative will not be impaired thereby, the capital then credited to patrons' accounts may be retired in full or in part. After April 7, 1998, the Board of Trustees shall determine the method, basis, priority, and order of retirement, if any, for all amounts furnished as capital. In no event, however, may any such capital be retired unless, after the proposed retirement, the capital of the Cooperative shall equal at least twenty five per centum (25%) of the total assets of the Cooperative. In no event, however, may any such capital be retired unless after the proposed retirement, the capital of the Cooperative shall be in the discretion of the Board of Trustees, sufficient to meet the anticipated needs of the Cooperative and not impair its operation.

Capital credited to the account of each patron shall be assignable only on the books of the Cooperative pursuant to written instruction from the assignor and only to successors in interest or successors in occupancy in all or a part of such patron's premises served by the Cooperative unless the Board of Trustees, acting under policies of general application, shall determine otherwise.

Notwithstanding any other provision of these by-laws, the Board of Trustees, at its discretion, shall have the power at any time upon the death of any patron, if the legal representative of his estate shall request in writing that the capital credited to any such patron be retired prior to the time such capital would otherwise be retired under the provisions of these by-laws, to retire capital credited to any such patron immediately upon such terms and conditions as the Board of Trustees, acting under the policies of general application, and the legal representatives of such patron's estate shall agree upon, provided, however, that the financial condition of the Cooperative will not be impaired thereby, provided however, that if the legal representative of the estate of the deceased patron fails to make a written request of the Cooperative, and file same with its Secretary, within a period of 6 years from the date of death of such patron, for payment of such capital credited to such patron, then such capital credited to such patron shall be deemed a gift of such patron to the Cooperative, and shall be so recorded upon the books of the Cooperative.

The patrons of the Cooperative, by dealing with the Cooperative, acknowledge that the terms and provisions of the articles of incorporation and by-laws shall constitute and be a contract between the Cooperative and each patron, and both the Cooperative and the patron are bound by such contract, as fully as though each patron had individually signed a separate instrument containing such

shall be call the attention of each patron of the Cooperative by posting in conspicuous place in the Cooperative's office

Section 3. Unclaimed Patronage Capital and Unclaimed Membership Fees:

A. Unclaimed Patronage Capital When a payment of patronage capital is declared, and is unclaimed after six (6) years, and the owner or his legal representative cannot be found after diligent search, including letters and telephone inquiry, it shall be assumed that such unclaimed amount is added donated capital after which the following shall be done.

- (a) A list of names and last known addresses of such owners shall be posted for thirty (30) days after the closing of books each year at the main office and also at each other office of the cooperative, if established
- (b) At the expiration of such time with no claims the membership agree that such entire amount shall be used by the cooperative in the local community for the purposes of education projects approved by local school boards, economic development projects approved for financial assistance by state or local government agencies and community service projects approved by the state or local government agencies.

B. Unclaimed Membership Fees. When member fails to collect his membership fee, less debts or obligations owing from the member to the cooperative, upon withdrawal or termination of membership and such amount is unclaimed after over six (6) years, and the owner or his legal representative cannot be found after diligent search, including letters and telephone inquiry, it shall be assumed that such unclaimed amount is added donated capital after which the following shall be done

- (a) A list of names and last known addresses of such owners shall be posted for thirty (30) days after the closing of the books each year at the main office and also at each other office of the cooperative, if established
- (b) At the expiration of such time with no claims the members agree that such entire amount shall be credited to the general patronage fund for the current year and thus inure to benefit of all members; in furtherance of the cooperative principle that patronage funds are donated capital and the entire operation is non-profit

Article VIII

DISPOSITION OF PROPERTY

Section 1. Sale, Lease or Exchange of Property.

(a) A sale (which term shall include a sale, lease, exchange or any other disposition of assets, except a mortgage of or other security interest in the assets) of all, or substantially all, the property and assets, with or without the good will, or a cooperative may be made upon such terms and condition and for such consideration, which may consist in whole or in part of money or property, real or personal, including shares of any other corporation, domestic or foreign, as shall be authorized in the following manner

- (1) The Board of Trustees shall adopt a resolution recommending such sale, and directing the submission thereof to a vote at a meeting of members, which may be either an annual or a special meeting.
- (2) Written or printed notice shall be given to each member of record entitled to vote at such meeting within the time and in the manner provided for the giving of notice of meetings

special meeting, shall state that the purpose, or one of the purposes, of the meeting is to consider the proposed sale

- (3) At such meeting the members may authorize such sale, and may fix, or may authorize the Board of Trustees to fix, any or all of the terms and conditions thereof and the consideration to be received by the Cooperative therefor. Each member of the Cooperative shall be entitled to vote thereon. Such authorization shall require the affirmative vote of at least two-thirds of all the members of the Cooperative

(b) After such authorization by a vote of the members, the Board of Trustees nevertheless, in its discretion, may abandon such sale of assets, subject to the rights of third parties under any contracts relating thereto, without further action or approval by members.

Section 2. Mortgage of Property

To secure any indebtedness of the Cooperative, the Board of Trustees may, without authorization from its members, mortgage or pledge all or part of the assets of the Cooperative, whether or not in the usual and regular course of its business, to the United States of America or any agency thereof or any other lending agency or institution upon such terms and conditions as the Board of Trustees may determine.

Article IX

SEAL

The corporate seal of the Cooperative shall be in the form of a circle and shall have inscribed thereon the name of the Cooperative and the words "Corporate Seal, South Carolina."

Article X

FINANCIAL TRANSACTIONS

Section 1. Contracts.

Except as otherwise provided in these by-laws, the Board of Trustees may authorize any officer or officers, agent or agents to enter into any contract or execute and deliver any instrument in the name and on behalf of the Cooperative, and such authority may be general or confined to specific instances

Section 2. Check, Drafts, Etc.

All checks, drafts or other orders for the payment of money, and all notes, bonds or other evidences of indebtedness issued in the name of the Cooperative shall be signed by such officer or officers, agent or agents, employee or employees, of the Cooperative and in such manner as shall from time to time be determined by resolution of the Board of Trustees.

Section 3. Deposits.

All funds of the Cooperative shall be deposited from time to time to the credit of the Cooperative in such bank or banks as the Board of Trustees may select

Section 4. Change in Rates

Written notice shall be given to the Administrator of the Rural Utilities Service of the United States of America of any changes in the rates charged by the Cooperative for electric energy.

The fiscal year of the Cooperative shall begin on the first day of July of each year and end on the thirtieth day of June of the following year, or on such dates as determined by the Board of Trustees

Article XI

MISCELLANEOUS

Section 1. Membership in Other Organizations.

The Cooperative shall not become a member of any other organization without an affirmative vote of the members at a meeting called as provided in these by-laws, and the notice of said meeting shall specify that action is to be taken upon such proposed membership as an item of business, provided, however, that the trustees shall have full power and authority on behalf of the Cooperative to purchase stock in or to become a member of, any corporation or cooperative organized on a non-profit basis for the purpose of engaging in rural electrification.

Section 2. Waiver of Notice

Any member or trustee may waive in writing, any notice of a meeting required to be given these by-laws. The attendance of a member or trustee at any meeting shall constitute a waiver of notice of such meeting by such member or trustee, except in case a member or trustee shall attend a meeting for the express purpose of objecting to the transaction of any business because the meeting shall not have been lawfully called or convened.

Section 3. Rules and Regulations.

The Board of Trustees shall have power to make and adopt such rules and regulations, not inconsistent with law, the articles of incorporation of these by-laws, as it may deem advisable for the management, administration and regulation of the business and affairs of the Cooperative.

Section 4. Accounting System and Reports.

The Board of Trustees shall cause to be established and maintained a complete accounting system which, among other things, subject to applicable laws and rules and regulations of any regulatory body shall conform to such accounting system as may from time to time be designated by the Administrator of the Rural Utilities Service of the United States of America. All accounts of the Cooperative shall be examined by a committee on the Board of Trustees which shall render reports to the Board of Trustees at least four times a year at regular meetings of the Board of Trustees. The Board of Trustees shall also, after the close of each fiscal year, cause to be made a full and complete audit of the accounts, books and financial condition of the Cooperative as of the end of such fiscal year. A report of such audit shall be submitted to the members at the following annual meeting.

Section 5. Area Coverage

The board shall make diligent effort to see that electric service is extended to all unserved persons within the Cooperative service area that

- (a) desire such service and
- (b) meet all reasonable requirements established by the Cooperative as a condition of such service.

These by-laws may be altered, amended or repealed by the members at any regular or special meeting, provided the notice of such meetings shall have contained a copy of the proposed alteration, amendment or repeal

HEADQUARTERS

KINGSBEE OFFICE

427 Sumner Highway
P.O. Box 618
Kingsbee, SC 29556
Telephone: (843) 355-6187
Web Address: www.santee.org

GEORGETOWN BRANCH OFFICE

92 West Virginia Road
Georgetown, SC 29440
Telephone: (843) 546-4521

HEMINGWAY BRANCH OFFICE

East Broad Street
Hemingway, SC 29554
Telephone: (843) 558-3313

LAKE CITY BRANCH OFFICE

West Main Street
Lake City, SC 29560
Telephone: (843) 374-3000

MANNING BRANCH OFFICE

Highway 261
Manning, SC 29102
Telephone: (803) 473-4036

Pamplico, SC
Telephone: (843) 493-5745

**To Report Outages
24-Hours-A-Day,
Call: 1-888-239-2300**

STATEMENT OF NONDISCRIMINATION

Santee Electric Cooperative, Inc. is the recipient of Federal financial assistance from the Rural Utilities Service, an agency of the U.S. Department of Agriculture, and is subject to the provisions of Title VI of the Civil Rights Act of 1964, as amended, Section 504 of the Rehabilitation Act of 1973, as amended, the Age Discrimination Act of 1975, as amended, and the rules and regulations of the U. S. Department of Agriculture which provide that no person in the United States on the basis of race, color, national origin, age or disability status shall be excluded from participation in, admission or access to, denied the benefits of, or otherwise be subjected to discrimination under any of this organization's programs or activities.

The person responsible for coordinating this organization's nondiscrimination compliance efforts is Floyd L. Keels, President & Chief Executive Officer. Any individual, or specific class of individuals, who feels that this organization has subjected them to discrimination may obtain further information about the statutes and regulations listed above from and/or file a written complaint with this organization; or the Administrator, Rural Utilities Service, Stop 1510, 1400 Independence Avenue, SW, Washington, D.C. 20250-1510; or the Director, Office of Civil Rights, 326-W, Whitten Building, 1400 Independence Avenue, SW, Washington, DC 20250-9410; or call (202)720-5964 (voice or TDD). Complaints must be filed within 180 days after the alleged discrimination. Confidentiality will be maintained to the extent possible.

BOARD POLICY NO 415

CODE OF ETHICS

I. OBJECTIVE/INTRODUCTION

Since its incorporation in 1939, the trustees of Santee Electric Cooperative have had a consistent history of fair, honest, and ethical conduct for all activities conducted on behalf of the cooperative or in the community. This Code of Ethics is intended to be a constant reminder of that tradition, and a statement of how we will continue to conduct ourselves on a daily basis. It identifies our values and the procedures that will be followed to ensure that these values are upheld. All trustees are expected to know and understand the standards and expectations that are expressed.

II. POLICY CONTENT

The Code of Conduct is not exhaustive. It provides guidance to employees and directors in how they are expected to carry out their duties. Because the Code cannot address every possible situation, employees and directors are expected to use good judgement and to raise questions when in doubt. Trustees are expected to consult with the Chairman of the Board or the Audit Committee of the Board if in doubt about the standards that apply in any situation.

The Board and Management of Santee Electric Cooperative believe that ethical standards are achieved not just through the publication and dissemination of this document, but through open and on-going discussion about ethical issues related to the business and activities of the Cooperative. Further, this open-door climate is only achieved when trustees understand that they can openly raise questions and concerns without fear of retaliation.

III. PROVISIONS

A. Standards of Conduct:

Trustees are expected to uphold the values of the corporation and are required to report any situation where the individual reasonably suspects any activity that may be in violation of the law, board policies on standards of conduct, or this Code. Standards of conduct include:

1. Trustees are expected to deal honestly and fairly with consumers, suppliers and others having dealings with the Cooperative.
2. Trustees are prohibited from offering bribes, kickbacks or other forms of improper payment, direct or indirect, to any representative of government,

labor union, customer or supplier in order to obtain a contract other commercial benefit or government action.

3. Trustees are prohibited from accepting or receiving bribes, kickbacks or improper payment from anyone. They are prohibited from receiving gifts or favors of more than nominal value to or from consumers or suppliers. If in doubt, the party is expected to ask if the proposed gift or favor is of more than "nominal value."
4. Trustees are prohibited from taking unfair advantage of consumers, suppliers or other third parties through manipulation, concealment, abuse of privileged information or any other unfair-dealing practice.

B. Conflicts of Interest:

A conflict of interest exists when any trustee is called upon to make or is involved in any decision where the trustee (or any friend or relative of the trustee) has any interest that would be affected by that decision.

1. Trustees must not seek any personal benefit through any arrangement with vendors, suppliers or other parties that have a business relationship with the cooperative.
2. In any situation where it may reasonably be perceived that there is a conflict of interest, the trustee is required to report that potential conflict of interest to the board chair.
3. Trustees may not have a financial interest, such as significant stock ownership, in any entity with which the cooperative does business that might create or give the appearance of a conflict of interest.
4. In addition to these general standards on conflicts of interests, trustees shall follow the board policy on dealing with potential conflicts of interest.

C. Confidentiality of Information:

Trustees are frequently entrusted with confidential information. This may include technical or financial information about current or future projects, business plans, personnel information, consumer lists, and other information that, if disclosed, might be of use to competitors or potentially harmful to suppliers, consumers or employees. This information is the property of Santee Electric Cooperative.

1. Trustees shall not discuss confidential information with or in the presence of unauthorized persons, including family members and friends.

2. Trustees shall use confidential information only for the company's legitimate business purposes and not for personal gain.
3. Trustees shall not disclose confidential information to third parties unless such disclosure is necessary for business purposes or is otherwise required and appropriate safeguards are put in place.
4. Trustees shall not use company information or other property or resources for any personal gain or for the gain of anyone else.

D. Member Communications:

Members own the cooperative. In communicating with members, Santee Electric Cooperative is committed that it shall:

1. Provide all information to which consumers have a legitimate right.
2. Provide information that is accurate and understandable.
3. Not make false or misleading statements.

E. Financial Reporting and Recordkeeping:

Santee Electric Cooperative shall:

1. Follow generally accepted accounting principles.
2. Maintain a system of internal accounting controls that will provide reasonable assurances that all transactions are properly recorded and that material information is available to management when required.
3. Maintain books and records that accurately and fairly reflect the company's financial health.
4. Maintain a system that ensures company records and documents are properly retained and secured.
5. Conduct an annual financial audit to provide an independent, objective review of financial reports, and to identify any risks associated with the system of internal controls.
6. Prepare information in a clear and orderly manner and use, to the extent possible, "plain English" in financial reports.

F. Legal and Regulatory Compliance:

Santee Electric Cooperative will comply with all local, state and federal laws, rules and regulations applicable to the activities of the company. It will maintain a safe and healthy work environment free from harassment or discrimination.

G. Reporting of Violations:

Every trustee is responsible for ensuring that violations of laws, rules, regulations or this Code are reported and addressed promptly. Reports of suspected violations may be made in person or in writing, confidentially or anonymously, to the responsible designate person:

For issue involving board members or the President and Chief Executive Officer, written reports should be made to any board member.

All such reports will be promptly investigated and appropriate corrective action will be taken. Any trustee who makes a report in good faith and on reasonable belief may do so without fear of harassment, retaliation or retribution, in accordance with the cooperative's whistleblower policy.

H. Trustee Education:

All trustees will receive a copy of the Code of Ethics and will receive training and periodic communications to ensure familiarity with its contents and requirements. On a periodic basis, all trustees shall be presented with updates on potential ethical challenges and industry trends that may relate to ethical behavior. Annually, every trustee is required to sign a Code of Ethics Acknowledgement and Disclosure Form indicating that he/she has received a copy of the Code of Ethics, read or reread its contents, and understand his/her obligations under the Code.

I. Disclosures:

Every trustee shall review annually whether any current or former officer, trustee or key employee:

1. Has a direct business relationship with the Cooperative or an indirect business relationship with the Cooperative requiring disclosure on Schedule L of IRS Form 990;
2. Has a family member who had direct or indirect business relationship with the Cooperative requiring disclosure on Schedule L of IRS 990; or
3. Serves as an officer, trustee, director, key employee, partner or member of an entity (or shareholder of a professional corporation) doing business with the Cooperative, such that disclosure is required on Schedule L of IRS Form 990.



SEC

Santee Electric Cooperative Inc.

IV. RESPONSIBILITY

424 Sumter Highway • PO Box 548 • Kingstree SC, 29556 • (843) 355-6187 • www.santee.org

Every trustee is responsible for monitoring compliance with the Code by reporting suspected violations in a timely manner (as discussed above) and cooperating with investigations of suspected violations. Trustees that violate any laws, rules, regulations or the Code may face appropriate, case specific disciplinary action, which may include, discharge, or sanction (by the board). Additionally, on a periodic and planned basis, the board or audit committee of the board will receive and discuss studies and analyses of the effectiveness of the Code of Ethics and review and recommend appropriate enhancement as necessary. Moreover, the General Counsel shall advise individual trustees and/or the Board of Trustees regarding compliance with this policy.

EFFECTIVE DATE: 04/28/05

AMENDED DATE: 12/22/08

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box. ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only. ☐*All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns.***Enter filer's identifying number, see instructions**

Type or print <small>File by the due date for filing your return. See instructions.</small>	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	Santee Electric Cooperative	<input checked="" type="checkbox"/> 57-0240935
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	P.O. Box 548	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Kingstree, SC 29556	

Enter the Return code for the return that this application is for (file a separate application for each return)

01

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ Tony Fogg _____

Telephone No. ▶ 843-355-6187 _____ FAX No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box. ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for.

- ▶ ☒ calendar year 20 11 or
▶ ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____.

- 2 If the tax year entered in line 1 is for less than 12 months, check reason. ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the extended due date for filing the return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	Santee Electric Cooperative	<input checked="" type="checkbox"/> 57-0240935
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	McNair, McLemore, Middlebrooks Post Office Box One	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Macon, GA 31202-0001	

Enter the Return code for the return that this application is for (file a separate application for each return)

01

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of Tony Fogg
Telephone No 843-355-6187 FAX No _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until 11/15, 2012
- 5 For calendar year 2011, or other tax year beginning _____, 20____, and ending _____, 20____
- 6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension Additional time needed in order to file a complete and accurate return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature [Signature] Title CFO Date 8/9/12
BAA FIF20502L 07/29/11 Form 8868 (Rev 1-2012)