



STEDMAN BOARD OF COMMISSIONERS MEETING

AGENDA

May 1, 2025 @ 7:00 P.M.

REGULAR MEETING

STEDMAN TOWN HALL

5110 Front Street, Stedman, NC

1. CALL TO ORDER

2. INVOCATION & PLEDGE OF ALLEGIANCE

3. ADOPTION OF AGENDA –*Addition or Deletion*

(All additions, add to New Business, requires majority vote of Board to consider)

POTENTIAL ACTION: Motion to adopt the agenda

4. CONSENT AGENDA-

Items on the consent agenda are considered routine or have been thoroughly discussed previously. A member of the Board of Commissioners may request that an item be removed from the consent agenda for further discussion under New Business or at a later time.

a.) Approval of April 3, 2025 – Regular Meeting Minutes

POTENTIAL ACTION: Motion to adopt the Consent Agenda as presented or as amended

5. PRESENTATIONS –

6. PUBLIC HEARING – None

POTENTIAL ACTION:

7. PUBLIC COMMENT

Each speaker is asked to limit comments to 3 minutes and the total comment period will be 15 minutes or less. Anyone desiring to speak must sign up with the Town Clerk by 6:55 p.m. The Board will not take action on an item that is presented during the Public Forum.

8. OLD BUSINESS –

- a. Update on Fire Flow Issues Creekside
- b. Update on Sidewalk Extension
- c. Update on KRG Sewer Repair

9. NEW BUSINESS –

- a. Discuss Potential New Plan for Building Extension-\$250,000 has to be spent by December 2026

POTENTIAL ACTION: Motion to move forward with potential new building plan.

- b. Review New Group Health Insurance Quote

POTENTIAL ACTION: . No Motion

- c. Discuss Park Bathroom Quote Request from WIE Contracting out of Erwin, NC

POTENTIAL ACTION: Motion to move forward with obtaining a quote for park bathrooms from WIE Contracting.

- d. Consideration of Resolution to Add Referendum to 2025 Municipal Election Ballot
*Sale of Malt Beverage, Unfortified Wine & Mixed Drinks within Town Limits

POTENTIAL ACTION: Adoption/Denial of Resolution #2025-9

- e. Approve Contract with 4D-Site Solutions to Update Powell Bill Map of Town Streets

POTENTIAL ACTION: Motion to approve contract with 4D-Site Solutions to update town street map for Powell Bill.

- f. Approve Membership Contract with NC811

POTENTIAL ACTION: Motion to approve membership agreement with North Carolina 811 and approval of finance officer to complete application for membership.

10. STAFF REPORTS/BOARD OF COMMISSIONERS

- a. Town Clerk Report
- b. Chief of Police Report
- c. Stedman Fire Department-
- d. Code Enforcement Report
- e. Planners Report
- f. Mayor & Board of Commissioners

11. CLOSED SESSION - None

12. ADJOURNMENT

MINUTES OF THE TOWN OF STEDMAN BOARD OF COMMISSIONERS

May 1, 2025-----7:00 PM

REGULAR MEETING

MEMBERS PRESENT

Mayor Martin L. Jones, Commissioner Wood, Commissioner Vogt, Commissioner Lee and Commissioner Horne

STAFF PRESENT

Connie Veeder/Town Clerk, Chief Jackson, and Attorney Donald Hudson

INVOCATION AND PLEDGE OF ALLEGIANCE

Mayor Jones led the Invocation and the Pledge of Allegiance.

ADOPTION OF AGENDA

Additions were needed to the agenda. Commissioner Lee wanted to add- Consider removing Section 8 Prohibition from the town charter to item 9d. Also, the town clerk asked to add the 2025-2026 Budget to Presentations as well as 9g Approve Auditor's Contract for the 2024-2025 audit and 9h Approve Fire Department Contract. Commissioner Horne made a motion to adopt the May 1st proposed agenda with the added changes and Commissioner Vogt seconded the motion and the board voted unanimously to adopt May 1, 2025 proposed agenda with the changes.

CONSENT AGENDA

Approval of April 3, 2025 – Regular Meeting Minutes

Commissioner Lee made a motion to adopt the minutes and Commissioner Vogt seconded the motion. Motion passed unanimously by the board.

PRESENTATIONS – The town clerk, Connie Veeder presented the 2025-2026 Budget to the board. Mrs. Veeder spoke about many things that the commissioners had voted on to improve the town as a whole. She also explained that there will be revisions due to waiting on final group insurance rates. Two additions to the new FY2026 budget are new line items for the election costs in November 2025 and the line item for the percentage of sales tax that is paid back to Cumberland County new local tax agreement. There will be a public hearing on May 15th at 6:30 pm for public discussion and adoption of the agenda will be held at the regular BOC meeting on June 5th.

PUBLIC HEARING- None

PUBLIC COMMENT – Mary Melecios, who is the owner of Melecios restaurant in Stedman, spoke about how her business is not as profitable as the other restaurants that she owns. She seems to think that if the restaurant was able to sale alcoholic beverages that it would boost her sales at the restaurant especially on Friday and Saturday nights. Mrs. Melecios stated she loves Stedman as a town and loves the people here and would like to keep the restaurant open and not have to close due to not making a profit.

OLD BUSINESS

- a) Fire Flow Update for Creekside- The developer has received a verbal quote of \$250,000 for the booster pump to be installed for the hydrant. The developer's engineer was modeling the water system to make sure the pumps would work.
- b) Update on Sidewalk Extension- No word from the state contact about the sidewalk extension.
- c) Update on KRG Sewer Repair- Mayor Jones stated that the company, KRG, had gathered about 55 sites that need priority to the repairs. The mayor also stated that there is talk of Cumberland County possibly aiding the town with funding for this project too.

NEW BUSINESS –

- a) Discuss Potential New Plan for Building Extension- \$250,000 grant has to be spent by December 31, 2026- Mayor Jones stated that he would call our legislator to see if the state would reappropriate the funds so we can use it to begin sewer repairs.
- b) Review New Group Health Insurance Quote- A quote from the Cornerstone insurance broker was given to the board to review. There are more quotes to come from the Hilb Group and Old Fayetteville. There was not motion made on this topic.
- c) Discuss Park Bathroom Quote Request from WIE Contracting out of Erwin, NC- Commissioner Wood made a motion to acquire a quote from WIE Contracting since the first quotes that were acquired have expired. Commissioner Vogt seconded the motion and the board voted unanimously to approve the town clerk reaching out to acquire a quote from the contractor.
- d) Consideration of Resolution to Add Referendum to the 2025 Municipal Election Ballot *Sale of Malt Beverage, Unfortified Wine & Mised Drinks Within Town Limits and Consider Removing Section 8 Prohibition from the town charter. A copy of Resolution #2025-9 was given to each board member to review. Commissioner Lee and Commissioner Vogt both stated that they would like for the residents of the town to vote for or against the sale of alcohol in Stedman by adding a referendum to the ballot in November. This vote would not legally change anything. The vote of the people would be a reference for the legislators to see what the town wants. Mr. Hudson, the town lawyer stated that the resolution would not get the charter changed. The request to change the charter would need to be sent by the town board directly to the legislators. Commissioner Vogt made a motion to approve adding the revised referendum to the election ballot in November 2025. Commissioner Lee seconded the motion. The item passed with a 3:1 vote to approve the revised referendum being added to the election ballot in November 2025. Commissioner Horne was in opposition of the addition to the election ballot.
- e) Approve contract with 4D-Site Solutions to Update Powell Bill Map of Town Streets- 4D-Site Solutions created our town street map in the past. There are several streets in the back of the Windwood Subdivision that need to be added to the map and an updated map has to be provided every five years. Adding these streets will increase our mileage by 0.7 miles. The cost will be \$1500 that the town can use Powell Bill Funds to pay. Commissioner Lee made a motion to approve the contract with 4D-Site Solutions to update the map for the town streets. Commissioner Vogt seconded the motion and the board voted unanimously to approve the contract.
- f) Approve Membership Contract with NC811- Approving this contract will enable the town to be informed before any digging begins in our town limits. Commissioner Lee

made a motion to approve the contract and Commissioner Vogt seconded the motion. The board voted unanimously to approve moving forward with the NC811 Membership Agreement.

- g) Approve Auditor Contract- The contract in discussion is for the 2025 audit with the firm, Thompson, Price, Scott, Adams & Co. P.A. The cost of the contract is \$24,750. Commissioner Vogt made a motion to approve the contract with the audit firm and Commissioner Wood seconded the motion. The board voted unanimously to approve the contract.
- h) Approve Stedman Volunteer Fire Department Contract- The contract this year is a one-year contract. At the last board meeting it was stated that the amount of the contract would not increase for the 25-26 contract. The terms of the agreement are the same but the cost did increase by 2% due to the CPI adjustment that is usually made every year. The contract will increase to \$107,988 and will be paid in quarterly installments. Commissioner Lee made a motion to approve the 25-26 contract with the Stedman Volunteer Fire Department and Commissioner Vogt seconded the motion. The board was unanimous in the vote to approve the contract.

STAFF REPORTS/BOARD OF COMMISSIONERS

- a) Town Clerk's Report – The town hall will be closed on Monday, May 26th in observance of Memorial Day. May 15th is the public hearing for the budget and May 17th is Party in the Park from 10 am – 11 pm.
- b) Chief of Police Report – Chief Jackson reported 8 incident reports, 2 arrests, 16 citations, and several warning tickets.
- c) Stedman Fire Department – 42 calls, 1- fire fatality, the department is working on their 25-26 budget
- d) Code Enforcement – None.
- e) Planners Report – None
- f) Mayor and Board of Commissioners –Mayor Jones spoke a bit about potential upgrade to the front of the maintenance shop to create a meeting space.

CLOSED SESSION- None

ADJOURNMENT

A motion was made by Commissioner Horne to adjourn the meeting and seconded by Commissioner Vogt to adjourn the May 1, 2025 meeting at 7:55 pm.

RESOLUTION CALLING FOR A REFERENDUM

BE IT RESOLVED by the Board of Commissioners of Stedman, North Carolina as follows:

A referendum is hereby called to be held during the 2025 Municipal Election on Tuesday, November 4, 2025, which is the date set for the municipal election in the Town of Stedman, as well as when early voting begins on October 16, 2025, at which time there shall be submitted to the qualified voters of the Town of Stedman the question(s) stated in the form of ballot set forth in this resolution.

In accordance with NCGS 153-287 upon adoption by the Board of Commissioners, the Town Clerk will file a copy of this Resolution to the Cumberland County Board of Elections for inclusion on the 2025 Municipal Election.

*To permit the “on-premises” sale of **malt beverages** by hotels, motels, and restaurants only; and to permit “off-premises” sales by other permittees within the town limits:*

☐ YES

☐ NO

*To permit the “on-premises” sale of **unfortified wine** by hotels, motels, and restaurants only; and to permit “off-premises” sales by other permittees within the town limits:*

☐ YES

☐ NO

*To permit the “on-premises” sale of **mixed beverages** by hotels, motels, and restaurants within the town limits:*

☐ YES

☐ NO

Duly adopted this the 1st day of May, 2025 while in regular session.

Martin Jones, Jr.
Mayor

ATTEST:

Connie Veeder
Town Clerk

North Carolina 811, Inc. - Membership Application

Section I. Company Information

Company Name:		State of Incorporation	
Mailing Address:			
Physical Address:			
City:		State:	Zip:
Counties you provide service in:			

Section II. Main Contact (This should be an individual eligible to make decisions on behalf of your company regarding NC811 voting matters)

Name:		Phone #:	
Title:		Fax #:	
Address:			
City:		State:	Zip:
Email Address:		Additional Information:	

Section III. Billing Information

Name:		Phone #:	
Title:		Fax #:	
Address:			
City:		State:	Zip:
Email Address:		Email Invoices? (Click or Write Yes, Leave Blank for No)	

Section IV. Membership Category (Please select the best category that fits your stakeholder group.)

Electric Membership Corporation		<p>*Note: additional information will be collected after your member code has been established within the Newtin System.</p>
Liquid Pipeline / Natural Gas Transmission		
Municipality		
Natural Gas Company		
Power Company		
Telecommunications Company		
Telephone Membership Corporation		
Water / Sewer Authority		

Section V. Type of Facilities (Please select the type(s) of underground facilities that your company owns / operates and will be locating.)

Cable TV		Gas		Street Lights		Other (Please specify)
Copper		Septic		Telephone		
Drain Lines		Sewer		Traffic		
Electric		Steam		Waste Water		
Fiber Optic		Storm Drain		Water		

Application Completed By:

Name:	
Title:	Phone:

Membership Package

North Carolina 811, Inc.



**Know what's below.
Call before you dig.**



North Carolina 811, Inc.

Membership Package

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Our Mission

To provide an efficient, affordable communication network service of the highest industry standards to contractors, utilities and the general public for the purpose of requesting location of buried utilities prior to excavation activities in the interest of promoting job safety and damage prevention.

Who we are

North Carolina 811, Inc. (NC811) is a non profit organization funded by its' members.

We take excavation information from contractors, utilities, homeowners and /or anyone engaged in excavation activities, and send this information to our members. Our members range from Utilities to Universities, from Municipalities to Homeowner Associations to Contractors. Each caller is informed of the members that will be notified. The excavator needs to call directly any utility owner or their representative that is not a member to physically mark the utility lines.

North Carolina 811 does not mark utility lines. It provides an easy communications link between excavator and utility owner.

Hours of Operation

Monday – Friday	7:00am to 7:00pm Open for all locate requests (excluding holidays) Emergency call outs run from 5:01pm to 6:59am
Saturday - Sunday	Emergency locate requests only and call outs are done all day
Note:	North Carolina 811 is a 24 hours a day, 7 days a week operation. Someone is always available to take an emergency locate request.

Equipment Requirements

E-mail -	Internet access with a valid address
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Cost

The fee structure, formulas and rates charged for services to the Members of North Carolina 811, Inc. will be at the discretion of the Board of Directors. The structure, any formulas used, and rates will be reviewed annually for economic soundness and reasonableness.

Membership Dues

Utility Members	(see user fees)
Contract Locators	\$1,200.00 per year.
Associate Members	\$250.00 per year.

User Fees (*effective February 7, 2020*)

Non utility owner/operators shall not be subject to user fees.

Each utility owner/operator will pay a pro rated share of each year's approved operating annual budget. A determination will be made of the percent of notifications received by each member of the total notifications transmitted during the time frame of July 1st of the past year through June 30th of the current year. This per cent will be applied to the approved operating budget for the upcoming calendar year. This amount divided by 12 will be the monthly amount billed to each utility owner/operator. The calculation will be made each year at the time the annual operating budget is approved by the board of directors for the upcoming year (January 1st through December 31st).

*For any member utility owner/operator that does not have a complete fiscal year's transmission history, they will be billed at a per transmission rate determined by dividing the approved upcoming year's annual operating budget by the total of transmissions received during the period of July 1st of the prior year to June 30th of the current year. **Effective for billings rendered after January 1, 2012, the current transmission rate is \$0.75 per transmitted location request via email.**

- A member utility owner/operator being billed at a per transmission rate will switch to the per cent of transmission calculation when a full year's history is established.
- For a Member Utility Owner/Operator receiving fewer than 25 tickets during the preceding fiscal year, the Member Utility Owner/Operator will receive an annual assessment of \$50.00.
- For a Member Utility Owner/Operator receiving between 25 to 100 tickets during the preceding fiscal year, the Member Utility Owner/Operator will receive an annual assessment of \$100.00.
- For a Member Utility Owner/Operator receiving 101 to 200 tickets during the preceding fiscal year, the Member Utility Owner/Operator will receive an annual assessment of \$150.00.

Benefits of Joining

North Carolina 811, Inc. can be a lifesaver for its members. Anyone performing any excavation work is required to notify the utility owners in the area of the proposed excavation, 3 full business days prior to beginning. That's the law in North Carolina (GS 87-115). Requests for locations are immediately sent to our members, giving them time to mark or flag the site to prevent damage to their facilities. Since only North Carolina 811, Inc. members are notified; the cost of joining is far outweighed by what it could cost not to.

Prevents Service Interruption

North Carolina 811, Inc. helps protect its members from the legal and safety problems associated with service interruptions. For example, a severed telephone line could prevent a heart attack victim from reaching 911. A broken electric cable might shut down a business for hours. Cutting a signal light line could cause an automobile accident. All of which could result in catastrophic lawsuits.

Supports Job Safety for Contractor/Equipment Operators

Each year, thousands of accidents happen on job sites. That's why calling North Carolina 811, Inc. before digging is an effective form of prevention against construction mishaps. North Carolina 811, Inc. membership supports current OSHA requirements.

Saves you costly repairs

Since all North Carolina 811, Inc. members are notified before any excavation begins; you'll have time to mark or flag your utilities at the proposed site and help prevent expensive damage to lines.

Prevents damage to your reputation

Your lines aren't the only things that can be hurt during digging. Service interruptions can be a major source of consumer irritation and bad press.

Corresponds with the state law

The required documentation of notification is recorded and maintained at North Carolina 811, Inc.

The Center currently has 765 Members.

Member Categories:

Associations	50	Design Engineers	13
Electric Membership Co-op	32	Excavation Contractor	11
Liquid Pipe/Nat Gas Transmission	14	Locate Contractor	16
Municipals w/ Power and/or Gas	58	Natural Gas Company	6
NCDOT	1	Other	103
Plumbing/Irrigation Contractor	1	Power Company	6
Road Builder	1	Telecommunications	86
Telephone Membership Co-op	6	Water/Sewer Authority	361

North Carolina 811, Inc. Staff Directory

Administrative Office	336-855-5760
Operations Manager	336-217-5527
Member Services	336-854-8597
Remote Ticket Entry	336-316-0359

Louis Panzer	Executive Director	louis@nc811.org
Stephanie Brown	Operations Manager	stephanie@nc811.org
Angela Ashburn	Center Operations Manager	angela@nc811.org
Tammy Hewitt	Center Operations Manager	tammy@nc811.org
Sonia Level	Accounting Manager	sonia@nc811.org
Tonya Johnson	Payroll/Benefits/AR Specialist	tonya@nc811.org
Lesley Brouillard	Member Services Manager	lesley@nc811.org
Dana Stamey	Member Services Facilitator	dstamey@nc811.org
Donna Jones	Member Services Facilitator	donna@nc811.org
Jennifer Penland	Member Services Facilitator	jpenland@nc811.org
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Howard Corey	Education Liaison	howard@nc811.org
Tami Groves	Education Liaison	tami@nc811.org
Parrish Reddick	Education Liaison	parrish@nc811.org
Rory Phipps	Education Liaison	rory@nc811.org
Steve Moore	Media Relations Specialist	smoore@nc811.org
Chris Creed	IT Manager	christopher@nc811.org
Dan Adams	Assistant IT Manager	danadams@nc811.org
Wendy Fisher	Remote Ticket Entry Manager	wendy@nc811.org
Daune Ashburn	RTE Technician	dashburn@nc811.org
Michelle Jones	RTE Technician	mjones@nc811.org
Stacey Alley	RTE Technician	skinlaw@nc811.org
Sarah Gerometta	RTE Technician	rgerometta@nc811.org

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AT&T

Doug Hayes

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(919) 413-1289

dh6809@att.com

Brightspeed

Larry Smith

184 Davis Cove Rd
Taylorsville, NC 28681

(828) 851-6092

larry.d.smith.jr@brightspeed.com

Charter Communications

Jody Kiker

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Charlotte, NC 28217

(704) 731-3159

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City of Charlotte/Charlotte Water

J. Carl Wilson

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Charlotte, NC 28216

(704) 336-1083

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Colonial Pipeline

Kyle Boyan

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(336) 662-4355

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Dominon NC Power

Andrew Brooks

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Richmond, VA 23219

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Keith Napier

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Enbridge Gas of NC

Scott Swindler

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Frontier Natural Gas Company

Jeff Whitaker

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Greenville Utilities Commission

Durward Tyson

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(252) 551-2048

tysonfd@guc.com

Huntsapes

Chris Hunt

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(919) 266-0081

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Metropolitan Sewerage District of

Ronald "R.L." Haynes

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(828) 225-8244

RLHaynes@msdbc.org

NC Dept of Transportation

Keith Garry

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Raleigh, NC 27699-1555

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ktgarry@ncdot.gov

NC League of Municipalities

Allen Turnage

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aturnage@townofclaytonnc.org

Sanford Contractors

Donnie Oldham

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South River EMC

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Dunn, NC 28335

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Stewart, Inc.

Craig Silvanic

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Surry Telephone Membership Corp

Richie Parker

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(336) 374-4546

parkerr@surrytel.com

USIC, LLC.

Chris Russ

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Windstream Communications

Sarah Hardin

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sarah.hardin@windstream.com



The Databases & How They Work

North Carolina 811 uses a set of databases to determine which utilities are notified when a location is requested. The different types of databases are explained below in the order that they are executed by the computer system. A flowchart follows to give a visual representation of the computer's operation.

Grids/Gridlets

If a utility only serves a portion of a county/city, the grids/gridlets allow them to choose specific areas, which reduce over notification. Members will be sent an instruction manual on how to use the Member Grid Maintenance Program, and training is available as needed. Member Grid Maintenance is an executable program that is downloaded to a computer from the Internet. It allows the member to choose grids/gridlets from a digital map on the computer screen. The member chooses the grids/gridlets that correspond to where their facilities lie. Grids are 1/4 minute square and gridlets are smaller grids inside the larger grids. There are 25 gridlets in a grid and they are 264 feet by 264 feet square.

- A ticket is gridded based on the polygon drawn by the Customer Service Representative (CSR) in the Ticket Entry mapping. The polygon size and shape is based on information given by the caller at the time the locate request is given. When a polygon is drawn, the computer automatically generates grids/gridlets covering the polygon area. Notifications are then determined by the computer based on whether or not the member chose any of the grids/gridlets on the ticket for their service area; members are notified when a grid/gridlet for the dig site corresponds with one chosen by the member.
- If a ticket cannot be gridded, the computer switches to the County/Place database to determine notification. There are various reasons for ungridded tickets; including, but not limited to:
 - The caller gave the incorrect street name.
 - The caller gave the incorrect county/place of where the street is found.
 - The street is not found in the NC811 Ticket Entry map.
 - The locate area could not be determined because of insufficient caller information.

Polygons

If a utility only serves a portion of a county/city, polygons allow them to choose specific areas, which reduce over notification. Polygons are multisided geometric shapes representing a buffered area surrounding the service lines of the member utility. Members will be sent an instruction manual on how to use the Member Polygon Maintenance Program, and training is available as needed. Member Polygon Maintenance is an executable program that is downloaded to a computer from the Internet. It allows the member to draw polygons on a digital map on a computer screen. The member draws the polygons to correspond with where their facilities lie.

Instead of manually drawing polygons, those members with a Geographic Information Systems (GIS) may submit a shapefile of the polygons for their service area. The shapefile must be in the North American Datum 1983 projection. The polygons should not have closed loops because the loops will be filled in when loaded into the database, which could cause a larger than desired notification area. The Member Polygon Maintenance program may be used to view, adjust or draw additional polygons into the uploaded shapefile.

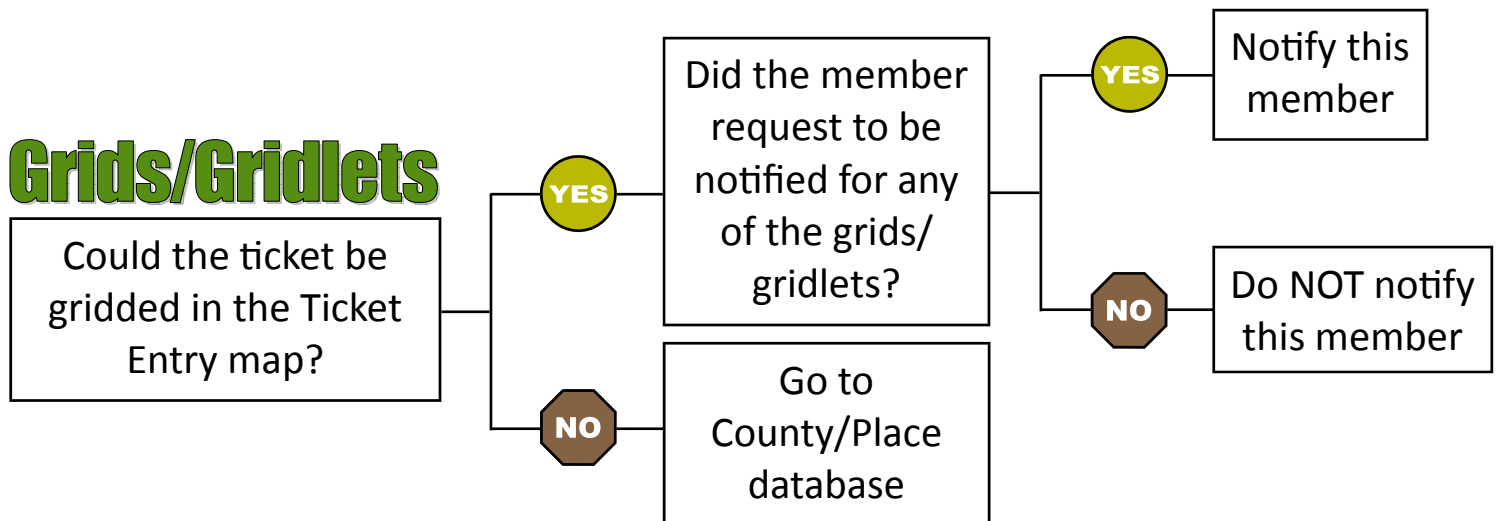
- When a CSR draws a polygon on the Ticket Entry map for a location, the member is notified if the drawn polygon intersects the member polygon.
- Just as with the grid database, if a dig site polygon cannot be drawn, the computer switches to the County/Place database to determine notification.
- All members are encouraged to use the polygon database because it the most precise method for creating a notification area and gives the greatest reduction of unwanted transmissions.

County/Place

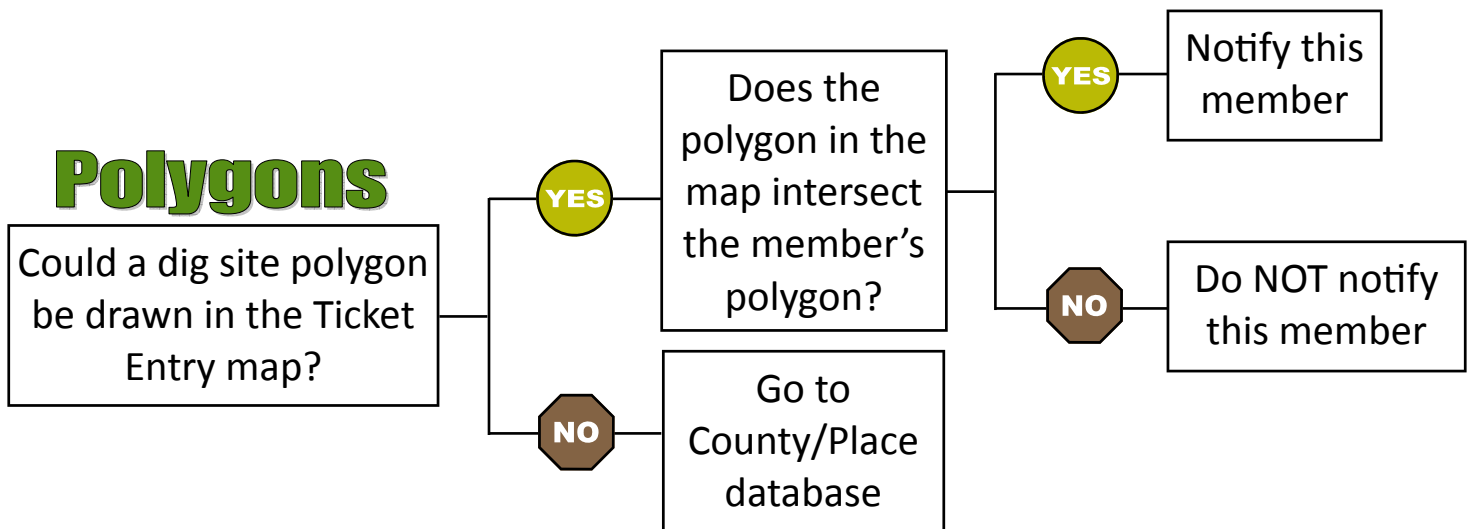
Members are sent a Place Report - one for each county in which they have service. The member chooses the places where their service is in or near. They will receive all notifications in all places that are chosen for any tickets not having a dig site polygon. When there are no grids/gridlets or polygon for the computer to cross-reference, it will use the County/Place as a backup notification method.

North Carolina 811 Database Flowchart

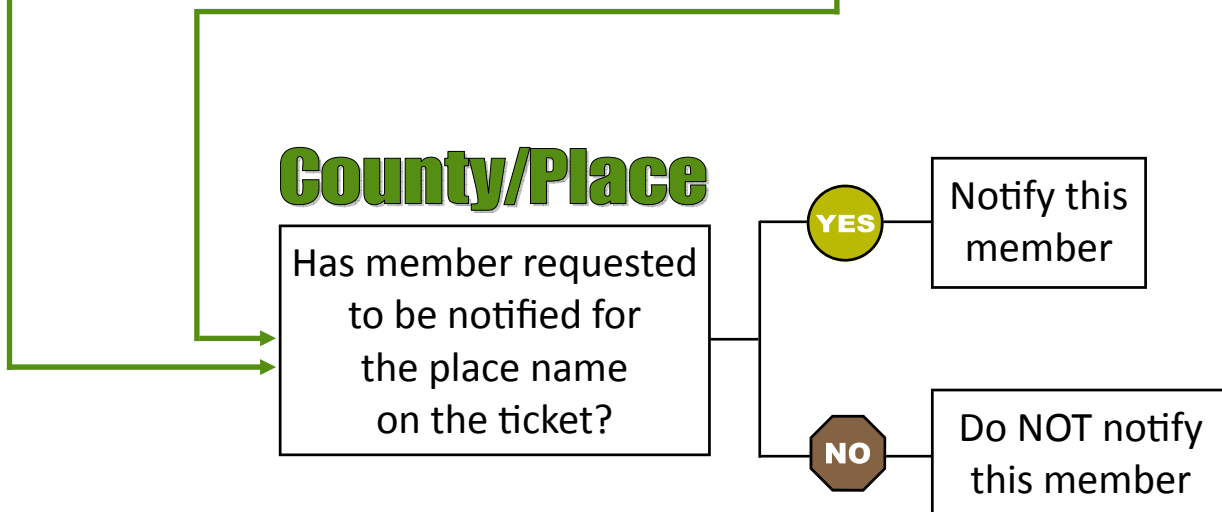
Grids/Gridlets



Polygons



County/Place



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FINANCE COMMITTEE

300	ANNUAL AUDIT
301	BILLING/COLLECTION
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MEMBERSHIP AND NOMINATIONS COMMITTEE

400	MEMBERSHIP DEVELOPMENT & ORIENTATION
401	BOARD MEMBER DEVELOPMENT POLICY
402	TERMINATION OF MEMBERSHIP
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405	MULTI-LOCATION COMPANIES

EXECUTIVE COMMITTEE POLICIES

POLICY 100 – 01/21/2000 – BOARD MEETING ATTENDANCE

A member of the Board of Directors is expected to attend all, but not less than 75%, of the scheduled, quarterly meetings during each calendar year in which he or she is a member. Failure to do so will result in an automatic termination from the Board unless excused absences are granted by the President of the Board. Circumstances that qualify as an excused absence (granted at the discretion of the Board President) include: death or severe illness in the family, short-term personal illness, corporate crisis, or natural disaster. If possible, a member should notify the Board President in advance when unable to attend a meeting of the Board. Board members who cannot meet attendance requirements for reasons other than those defined as excused absences, shall advise the Board President of their resignation, and if appropriate, recommend a replacement from their organization to complete his or her term.

POLICY 101 – 10/17/08 – PARTICIPATION IN BOARD DISCUSSIONS BY NON-BOARD MEMBERS

Persons attending any quarterly meeting or special meeting of the Board of Directors who are not members of the Board, the Executive Director or an employee of North Carolina 811 may not participate in any discussion by the Board unless a member of the Board of Directors or the Executive Director requests that a certain person be allowed to address the Board regarding the matter under discussion.

This policy shall not apply to any attendee at a Board meeting who is serving in an official liaison role established by the Board such as NCDOT representative or NC League of Municipality representative. This policy does not apply to the annual meeting.

POLICY 102 – 01/19/2024 – BOARD MEMBER EXPENSES

Certain Board member expenses relative to attending the regular quarterly Board meetings each year will be funded and paid for from the NC811 annual expense budget, these expenses include:

- 1) Lodging and dinner accommodations provided by NC811 for the evening before the day of the Board meeting.
- 2) Breakfast accommodations provided by NC811 for the morning of the Board meeting.
- 3) NC811 will assume the cost for one preregistered guest per Board Member attending the quarterly Board dinners. Any additional travel costs are the responsibility of the Board Member or their guest.

All other transportation, meal, lodging and any other miscellaneous travel expense of Board members (to include any Board member's guest) associated with attending regular quarterly Board meetings or pre-meeting activities, special Board meetings and various Board committee meetings shall be the responsibility of the Board member unless otherwise deemed by the Board to be an element of the NC811 annual expense budget.

Significant, yet reasonable, travel and miscellaneous expenses of a Board member resulting from attendance at related NC811 "special event" sessions other than those noted above, either inside or outside the state of North Carolina, shall be reimbursed from the NC811 general expense budget when such expenses meet the following criteria:

- 1) Attendance at the event is deemed pivotal to the ongoing success of NC811 or critical to the ongoing functions of the Board;
- 2) The NC811 Executive Director has had opportunity for input as to the potential value of a Board member attending the event;
- 3) Attendance has been approved by the Board in advance of the event;
- 4) Only Board member expenses are covered; and
- 5) The related expense reimbursement voucher submitted to the NC811 director is supported with appropriate receipts.

POLICY 103 – 07/22/11 – BOARD GOVERNANCE

It is the intent of the Board to provide a more diverse makeup of the stakeholders that utilize North Carolina 811, Inc. A Board made up of members of different industry types will provide greater benefit to the operation of NC811, Inc. The Board of Directors will be no more than twenty three Directors.

There will be six (6) “Designated Seat Directors”:

- Five (5) directors shall be appointed by the five (5) members that receive the largest number of Transmissions during the twelve (12) months ended June 30 of the calendar year (“Fiscal Year”) preceding the year in which the terms of office of such directors begin. These directors shall be employees of the member who appointed them, shall serve a term of one (1) year, and may be reappointed for any number of successive terms so long as the appointing member remains one of the five (5) members that are sent the largest number of Transmissions during the Fiscal Year preceding appointment.
- One (1) director shall be appointed by the member that is a Municipality that receives the largest number of Transmissions during the Fiscal Year preceding the year in which the term of office of such director begins. This director shall be an employee of the appointing Municipality, shall serve a term of one (1) year, and may be appointed to any number of successive terms so long as the appointing Municipality continues to be the Municipality that is sent the largest number of Transmissions during the Fiscal Year preceding appointment.

There will be thirteen (13) “Elected” directors that will be elected by the members. The thirteen defined directors are as follows:

- TELECOMMUNICATIONS – An investor owned entity that provides local telephone service and/or long distance telephone service and/or cellular telephone service and/or broadband internet service and/or video service. They must be licensed or authorized to provide services in the state of North Carolina and must be a member in good standing with North Carolina 811, Inc.
- WATER/SEWER CORPORATION/AUTHORITY – A municipality that provides water/sewer service and/or a privately owned association that provides water service to its membership and/or a public body that owns or operates facilities for the treatment and disposal of the sewerage generated by the political subdivisions comprising its district authority. The entity must be licensed or authorized to provide services in North Carolina and must be a member in good standing with North Carolina 811, Inc.
- MUNICIPALITY – A municipal is an incorporated entity that is composed of a clearly defined territory and commonly denotes a city, town or village. For this purpose a municipal must provide services such as water/sewer and/or natural gas and/or power to its population and must be a member in good standing with North Carolina 811, Inc.
- ELECTRIC MEMBERSHIP COOPERATIVE - A consumer owned cooperative that distributes power services to its members. They must be licensed or authorized to provide services in the state of North Carolina and must be a member in good standing with North Carolina 811, Inc.
- ELECTRIC INVESTOR OWNED POWER COMPANY – An investor owned entity that transmits, distributes and or generates power for its consumer base. They must be licensed or authorized to provide services in the state of North Carolina and must be a member in good standing with North Carolina 811, Inc.
- TELEPHONE MEMBERSHIP COOPERATIVE – A consumer owned cooperative that provides local telephone service and/or long distance telephone service and/or cellular telephone service and/or broadband internet service and/or video service to its members. They must be licensed or authorized to do business in the state of North Carolina and must be a member in good standing with North Carolina 811, Inc.
- NATURAL GAS COMPANY – A Public Utility Company that operates as both a local distribution company and/or a transporter of natural gas to industrial, commercial and residential customers. They must be licensed or authorized to do business in the state of North Carolina and must be a member in good standing with North Carolina 811, Inc.
- LIQUID OR NATURAL GAS PIPELINE COMPANY – A privately held company that transports liquid petroleum products or natural gas and/or treats these products during its transportation. They must be licensed or authorized to do business in the state of North Carolina and must be a member in good standing with North Carolina 811, Inc.
- DESIGN/ ENGINEERING COMPANY – A company that provides professional design and/or engineering services. They must be licensed or authorized to do business in the state of North Carolina and must be a member in good standing with North Carolina 811, Inc. The Nominations Committee will seek the recommendation of the

American Council of Engineering Companies of North Carolina or the Professional Engineers of North Carolina or the North Carolina Section of the American Society of Civil Engineers.

- PLUMBING OR IRRIGATION CONTRACTOR – A company that plans and/or constructs and/or installs and/or maintains, plumbing, sewer, water, water conditioning, wells, irrigation systems, and lawn irrigation systems. They must be licensed or authorized to do business in the state of North Carolina and must be a member in good standing with North Carolina 811, Inc. The Nominations Committee will seek the recommendation of the North Carolina Landscape Contractors Association or the North Carolina Chapter of Plumbing Heating Cooling Contractors Association.
- ROAD BUILDER – A privately owned company that is in the business of planning and building roads. They must be licensed or authorized to do business in the state of North Carolina and must be a member in good standing with North Carolina 811, Inc.
- EXCAVATION CONTRACTOR – A privately owned company that utilizes manual and/or mechanized equipment to disturb the ground. They must be licensed or authorized to do business in the state of North Carolina and must be a member in good standing with North Carolina 811, Inc.
- CONTRACT LOCATOR – A privately owned company that performs underground utility locate services to a member of North Carolina 811, Inc.

There will be two (2) “Appointed” Directors:

- One (1) director shall be an employee of the North Carolina Department of Transportation appointed by the Highway Administrator.
- One (1) director shall be a representative of the North Carolina League of Municipalities appointed by its Executive Director.

The Elected and Appointed directors noted above will serve a 3 year term. Any member can nominate a candidate for an elected Board position.

The utilization of two (2) at-large seats on the Board of Directors will be at the discretion of the Board and may be filled at any time to a term whose length is at the discretion of the Board, but not to exceed three (3) years. An at-large position(s) recommendation may be made by any member, and shall be elected to the Board by the Board of Directors. Action by the Board of Directors to fill an at-large seat will be conducted by secret ballot.

All potential candidates must be reviewed and approved by the process and procedures of the Nominations Committee (see Job Descriptions Board Officers Policy – VP of Nominations)

To allow for stability and continuity on the Board, there will be staggered elections – each year 1/3 of the elected and appointed Director’s positions will be up for (re)election to serve a term of three years.

POLICY 104 – 10/18/2019 – JOB DESCRIPTIONS – BOARD OFFICERS

Attached are the job functions for the officers of the Board and committee responsibilities for the Board committees:

Vice President – Operations and Long Range Planning Committee
Vice President – Finance and Treasurer and Finance Committee
Vice President – Public Affairs/Legislation and Legislation Committee
Vice President – Membership and Nominations Committee Secretary

This will also be the order of ascension should the President be unable to perform his duties. The Board will elect officers at the annual meeting.

Each committee chairperson is allowed to select their committee members. The immediate past President shall serve on the Executive Committee and Membership Nominations Committee for 1 year.

JOB FUNCTIONS FOR PRESIDENT

I. PRESIDENT

- a. This position is elected by the Board of Directors of North Carolina 811, Inc. at the annual meeting of each calendar year and shall be in accordance with the policy for BOARD OFFICER EXPERIENCE AND QUALIFICATIONS unless otherwise agreed to by the Board of Directors.
- b. This position shall be the Chief Executive Office of the Corporation and shall have all the duties and authority normally incident to that office.
- c. This position shall, when present, preside at all meetings of the Board of Directors and members.
- d. This position shall also have such other duties and authority as may be prescribed from time to time by the Board of Directors.
- e. This position is a member of the Executive Committee of the Board of Directors.
- f. This position shall chair the Executive Committee and report any actions taken by the Executive Committee during Executive Session of the next scheduled Board meeting.

JOB FUNCTIONS FOR VICE PRESIDENT-OPERATIONS AND LONG RANGE PLANNING COMMITTEE

I. VICE PRESIDENT-OPERATIONS

- a. This position is elected by the Board of Directors of North Carolina 811, Inc. at the annual meeting of each calendar year and shall be in accordance with the policy for BOARD OFFICER EXPERIENCE AND QUALIFICATIONS unless otherwise agreed to by the Board of Directors.
- b. This position is a member of the Executive Committee of the Board of Directors.
- c. This position shall chair any scheduled or called meetings of the Board of Directors when the President of the Board is absent.
- d. This position shall chair the Long Range Planning Committee for North Carolina 811, Inc.
- e. This position is the point of contact for the Executive Director to the Board of Directors.
- f. This position shall, with the assistance of the Executive Director, monitor the operations/results of North Carolina 811, Inc.
- g. This position shall, in conjunction with the Executive Director, establish annual operational objectives for North Carolina 811, Inc.
- h. This position, including the Vice President-Finance shall be the "second signature" for checks exceeding \$25,000.

II. LONG RANGE PLANNING COMMITTEE

- a. The Long Range Planning Committee shall develop and present to the Board of Directors for their approval, a long range plan of operations for North Carolina 811, Inc.
- b. The committee members shall be selected by the chair of the committee.
- c. The President and Vice President-Finance and Executive Director shall be members of the committee.
- d. This committee shall, from time to time, meet for the purpose of monitoring or adjusting the plan.
- e. A report of the status of the current long range plan shall be presented at each regularly scheduled meeting of the Board of Directors of North Carolina 811, Inc. This report shall be presented by the chair of the committee or his designee.

JOB FUNCTIONS FOR VICE PRESIDENT-FINANCE AND TREASURER AND FINANCE COMMITTEE

I. VICE PRESIDENT-FINANCE AND TREASURER

- a. This position is elected by the Board of Directors of North Carolina 811, Inc. at the annual meeting of each calendar year and shall be in accordance with the policy for BOARD OFFICER EXPERIENCE AND QUALIFICATIONS unless otherwise agreed to by the Board of Directors.
- b. This position is a member of the Executive Committee of the Board of Directors.
- c. This position shall chair any meeting of the Finance Committee.
- d. This position selects members of the Finance Committee.
- e. This position including the Vice President-Operations shall be the "second signature" for checks exceeding \$25,000.
- f. The Treasurer is the legal custodian of all funds and securities of the Corporation and receives, disburses and deposits them as directed by the Board of Directors.

- g. The Treasurer is responsible to ensure that accurate financial books are maintained and year end reports of assets and liabilities including returns required by the Federal, State and local laws are completed.
- h. The Treasurer is responsible for obtaining a licensed accountant to perform an annual audit of the corporation books.

II. FINANCE COMMITTEE

- a. The Finance Committee shall develop a proposed budget annually and present to the Board of Directors for their approval.
- b. The Finance Committee monitors the progress of the budget each year and reports their findings at the regularly scheduled meetings of the Board of Directors.
- c. The committee is responsible for proposing revenue increases/decreases.
- d. The committee is responsible for determining the transmissions prices in conjunction with the development of a proposed annual budget.
- e. The committee is responsible for assisting the Treasurer to assist in meeting his/her individual responsibilities.
- f. The President and Vice President-Operations shall be members of this committee.

JOB FUNCTIONS/COMMITTEE RESPONSIBILITIES FOR VICE PRESIDENT-PUBLIC AFFAIRS/LEGISLATION AND LEGISLATIVE COMMITTEE

I. VICE PRESIDENT-PUBLIC AFFAIRS/LEGISLATION

- a. This position is elected by the Board of Directors of North Carolina 811, Inc. at the annual meeting of each calendar year and shall be in accordance with the policy for BOARD OFFICER EXPERIENCE AND QUALIFICATIONS unless otherwise agreed to by the Board of Directors.
- b. This position shall chair any meetings of the Public Affairs/Legislation Committee.
- c. This position is a member of the Executive Committee.

II. PUBLIC AFFAIRS/LEGISLATION COMMITTEE

- a. The primary mission of this committee is to monitor, develop and recommend changes to applicable state law(s) and promote safety in the utility and excavating industries in North Carolina. The inclusion of as many stakeholders as practical from the excavator, utility and general public sectors in fulfilling this mission is encouraged.
- b. The committee members shall be selected by the chair of the committee.
- c. Other essential duties include;
 - 1) promotion of communication among the stakeholders of the various groups with direct or indirect interest in subsurface installations of utilities in the state of North Carolina,
 - 2) monitoring the activities of the various stakeholder groups in the state with regard to potential proposed changes in legislation affecting the safety involved in the placement of underground facilities, locating underground facilities and excavation in the proximity of underground facilities,
 - 3) participating with other stakeholder groups in gathering positions with regard to underground utility safety as well as providing the Boards position to those stakeholder groups,
 - 4) and, monitoring national trends in underground utility safety as well as individual state statutes affecting underground utility safety.
- d. This committee shall present the status of its activities as appropriate at each regularly scheduled meeting of the Board of Directors of North Carolina 811, Inc.

JOB FUNCTIONS/COMMITTEE RESPONSIBILITIES FOR VICE PRESIDENT-MEMBERSHIP AND NOMINATIONS COMMITTEE

I. VICE PRESIDENT-MEMBERSHIP

- a. This position is elected by the Board of Directors of North Carolina 811, Inc. at the annual meeting of each calendar year and shall be in accordance with the policy for BOARD OFFICER EXPERIENCE AND QUALIFICATIONS unless otherwise agreed to by the Board of Directors.
- b. This position is a member of the Executive Committee.
- c. This position shall chair any Membership or Nominations Committee meetings.
- d. This position calls meetings of the Committee as necessary to fulfill the responsibilities of the committee and

makes reports to the Board of Directors as required.

II. NOMINATIONS COMMITTEE

- a. The mission of the Nominations Committee is to evaluate and seek qualified candidates to nominate for the Board of Directors of North Carolina 811, Inc. to ensure the members have an opportunity to elect candidates who are competent and committed to representing the collective interest of the membership.
- b. It is the responsibility of the committee to identify and select qualified candidates to stand for election or to fulfill an unexpired term created by the loss of a duly elected member of the Board of Directors.
- c. It is the responsibility of the Nominations Committee to obtain the appropriate documentation and biographies of prospective candidates for a seat on the Board of Directors of North Carolina 811, Inc. and to present them as appropriate for election or to fulfill an unexpired term.
- d. The Nominations Committee shall present a slate of qualified candidates at the third quarter meeting of the Board of Directors for terms due to expire in January of the upcoming calendar year.
- e. It is the responsibility of the Nominations Committee to ensure that a true and accurate ballot and proxy is developed and presented or mailed to each voting member for the annual election of members of the Board of Directors of North Carolina 811, Inc.
- f. It is the responsibility of the Nominations Committee to audit the results of the annual election of members of the Board of Directors of North Carolina 811, Inc.
- g. The Nominations Committee shall recommend a slate of candidates to the Board of Directors for the Executive positions for their consideration at the annual meeting.
- h. A member of the Nominations Committee should participate with the Executive Director in providing an orientation session with any new Board members.
- i. Prior to seeking candidates for election, the Nominations Committee will meet to review the representation and skills of the Board of Directors.
- j. During the 3Q Board Meeting, the list of candidates whose terms expire by the next election will be presented.
- k. In conjunction with the staff of North Carolina 811, the Nominations Committee will prepare a bio of each candidate, ballots, assist in the mailing, counting and certifying the election results.
- l. When a Board Member leaves the position while seated on the Board, the Nominations Committee will evaluate and recommend a replacement for the unexpired term.

III. MINIMUM REQUIREMENTS FOR CANDIDACY

- a. Employee of a member company of North Carolina 811, Inc.
- b. Experience with underground damage prevention for at least a year. The experience may include overseeing the underground damage prevention for a company, served on a Board similar to North Carolina 811, Inc., and/or participated on committees associated with underground damage prevention.
- c. Mid-Level Manager or higher in his/her company.
- d. A letter of support from CEO, COO, City Manager, General Manager, etc.
- e. Experience serving on various committees in his/her community.

The mission of the Nominations Committee is to evaluate and seek qualified candidates to nominate for the Board of Directors of North Carolina 811, Inc. to ensure the members have an opportunity to elect candidates who are competent and committed to representing the collective interest of the membership. This committee is charged with presenting a slate of candidates at the third quarter Board Meeting for terms that are due to expire in January of the upcoming calendar year. The job functions/committee responsibilities for the Vice President-Membership and Nominations Committee are outlined in the Board Policy Manual, page 9 (Policy 104, Job Descriptions-Board Officers).

The Board of Directors of North Carolina 811 approved a change in the make-up of the Board on October 17, 2008. This change limits to number of directors to “no more than twenty-three (23), (Section 4.2) excepting a transition period as defined in Section 4.2. These twenty-three seats are defined as six (6) designated seats (Section 4.2, a and b); fifteen (15) elected seats who shall be from certain membership categories (Section 4.2, c); two (2) “appointed seats” (Section 4.2 d and e). Two (2) of the elected seats are designated for “at-large” members and by agreement will be filled at the discretion of the Board of Directors.

The following is intended to define certain processes and guidelines for the Vice-President-Membership and Nominations and his/her committee.

TIME FRAME FOR DECLARATION OF INTENT TO SEEK ELECTION/RE-ELECTION TO THE BOARD OF DIRECTORS.

Any member that wishes to seek election or re-election to the Board of Directors must advise the Vice President-Nominations no later than October 1st of the year before the seat is to be filled by the electoral process and provide the required documentation for the committee's review. This will allow the committee to perform the required "due diligence" to determine if a candidate meets the requirements.

TIME FRAME FOR PRESENTING SLATE OF CANDIDATES FOR ELECTION/RE-ELECTION TO THE BOARD OF DIRECTORS AND DEFINING WHEN THE NOMINATIONS PROCESS IS CLOSED.

The Vice-President (or his designated representative) will present a slate of candidates at the third quarter Board of Directors Meeting for election/re-election for seats that expire at the conclusion of the annual meeting that is held in January of the following year (the fourth quarter/annual meeting). At such time this slate of candidates is presented to the Board of Directors for their approval, the nominations process for those available seats is closed.

AT-LARGE MEMBERSHIP SEATS

The utilization of the two (2) at-large seats on the Board of Directors is at the discretion of the Board and may be filled at any time to a term whose length is at the discretion of the Board, but not to exceed 3 years. An At-Large position(s) recommendation may be made by any member and shall be processed, provided that the Vice-President-Membership and Nominations and his/her committee is provided the required documentation and given sufficient time to perform the required due diligence to present a recommendation to the Board of Directors at a regularly scheduled or called Board meeting. Action by the Board of Directors to fill an at-large seat will be conducted by secret ballot.

JOB FUNCTIONS FOR SECRETARY

I. SECRETARY

- a. This position is elected by the Board of Directors of North Carolina 811, Inc. at the annual meeting of each calendar year and shall be in accordance with the policy for BOARD OFFICER EXPERIENCE AND QUALIFICATIONS unless otherwise agreed to by the Board of Directors.
- b. This position is a member of the Executive Committee of the Board of Directors.
- c. This position shall have the responsibility and authority to maintain and authenticate the records of the corporation;
- d. This position shall ensure accurate records are kept of the acts and proceedings of all meetings of members, directors and committees.
- e. This position shall sign instruments requiring the signature of the Secretary of the Corporation.

POLICY 105 – 04/20/2007 – EXECUTIVE DIRECTOR ANNUAL EVALUATION

The Executive Committee shall be responsible for the preparation and presentation of the Executive Directors annual evaluation. The Vice President of Operations will survey the full Board prior to the completion of the written evaluation for their input. The Executive Committee will summarize this input and include it in the final evaluation.

POLICY 106 – 07/16/10 – BOARD MEETING AND ANNUAL MEETING MINUTES

Board meeting and annual meeting minutes should be prepared and distributed within thirty (30) days of the adjournment of a scheduled Board meeting.

POLICY 107 – 10/17/2024 – BOARD MEETINGS

The Board of Directors of North Carolina 811, Inc. conducts four (4) regularly scheduled quarterly meetings per year. These meetings are open to all members and guests that have an interest in North Carolina 811, Inc. safety and damage prevention. The meetings are held in the months of April, July, October and January of the following year. The January meeting is considered the annual meeting in accordance with the bylaws of the corporation.

OPERATIONS AND LONG RANGE PLANNING COMMITTEE

POLICY 200 - 04/15/1993 – RECORD RETENTION

Each and every record (written or electronic, or by whatever means received or transmitted) having to do with transmissions concerning excavation shall be retained by the company for a period of forty-eight (48) months from the date of receipt or transmission of such record.

POLICY 201 – 03/01/2025 – HOURS OF OPERATION

North Carolina 811, Inc. will be open for regular hours between ~~7:00 a.m. and 7:00 p.m.~~ 7:00 a.m. and 6:00 p.m. Monday through Friday for the purpose of receiving underground utility locate requests and transmitting them to its appropriate members. During the time outside these hours and Saturdays and on Sundays, only emergency requests, 3 hour notices and damage reports will be taken. Any changes to the aforementioned will be subject to Board of Director approval.

POLICY 202 – 04/14/2000 -- OBSERVED HOLIDAYS

The holidays recognized and observed by North Carolina 811, Inc. will be as follows:

- a. New Year's Day
- b. Good Friday
- c. Memorial Day
- d. Independence Day
- e. Labor Day
- f. Thanksgiving Day
- g. Friday after Thanksgiving (center open with skeletal staffing)
- h. Christmas Eve Day
- i. Christmas Day
- j. One (1) optional holiday (with management's approval)

If any NC811 holiday falls on a Saturday, observance of that holiday will be Friday, the preceding day. If the NC811 holiday falls on a Sunday, observance of the holiday will be on Monday, the next day

POLICY 203 – 01/22/1994 – SAFETY AND DAMAGE PREVENTION POLICY

In the interest of public safety, North Carolina 811, Inc. will strive to promote "call before you dig" at every opportunity.

North Carolina 811, Inc. will also in the interest of its members establish safety and damage prevention programs that can be disseminated at member locations, contractor safety meetings, as well as public events. North Carolina 811, Inc. will also pro-actively seek out opportunities to partner with appropriate other organizations and associations to educate the digging public with regard to "call before you dig". It is through these activities that reduced damages to member facilities will be achieved as well as public safety enhanced.

North Carolina 811, Inc. will make an effort to notify all members in a geographic area of any upcoming events, sponsored or orchestrated by North Carolina 811, that it will be participating in. Any member who wishes to have input or participation at such an event will be allowed to as long as it is within good business practices, and is in the interest of the total membership.

POLICY 204 – 01/20/1995 – MEMBER EQUIPMENT

Any member originating or receiving 100 or more tickets per month will have North Carolina 811, Inc. approved receiving equipment. Each member is responsible for keeping the equipment in good working order and supplying an alternate means of contact when the equipment is out of service.

POLICY 205 – 04/14/2000– RTE (REMOTE TICKET ENTRY) Updated 1/19/2018

North Carolina 811, Inc. encourages the use of the web based remote ticket entry (RTE) process to both members and excavators who meet and abide by the standards established by North Carolina 811, Inc. Members and Excavators who utilize RTE will be required to enter into an RTE Agreement. The authorized user designated by the Member/Excavator will also be required to enter into an RTE User Agreement. North Carolina 811, Inc. may suspend an RTE user account at any time for failure to comply with standards established by North Carolina 811, Inc. or as otherwise deemed reasonably necessary.

POLICY 206 – 01/22/1994 – COMPUTER MODERNIZATION

North Carolina 811, Inc. will stay abreast of current technology in computer and computer programs pertaining to the one call industry. North Carolina 811, Inc. will supply such equipment as the membership requires for efficient and effective service.

POLICY 207 – 01/22/1994 TELEPHONE SYSTEM MODERNIZATION

North Carolina 811, Inc. will utilize a telephone system as required for efficient and effective service of the center. The system must provide the necessary management tools to ensure monitoring effectiveness.

POLICY 208 – 07/15/2020 – TRADE SECRET/CONFIDENTIAL/PROPRIETARY INFORMATION POLICY

Due to technology, the form of information frequently changes the nature and exact scope of the terms “Confidential, Proprietary and Trade Secret” Information. In general, these terms include the following types of information concerning North Carolina 811, Inc., as well as information acquired by North Carolina 811, Inc. concerning or regarding its members:

1. Any “trade secret” which is defined under the federal Uniform Trade Secrets Act (18 U.S. Code § 1839) to mean all forms and types of financial, business, scientific, technical, economic or engineering information, including patterns, plans, data compilations, program devices, formulas, designs, prototypes, methods, techniques, processes, procedures, programs, or codes, whether tangible or intangible, and whether or how stored, compiled, or memorialized physically, electronically, graphically, photographically, or in writing, if (a) the owner thereof has taken reasonable measures to keep such information secret, and (b) the information derives independent value, actual or potential, from not generally being known to, and not being readily ascertainable through, proper means, by the public;
2. Any “trade secret” which is defined under the North Carolina Trade Secrets Protection to N.C. Gen. Stat. § 66-152 et seq. mean any information, including formula, pattern, program, device, compilation of information, method, technique, or process that (a) derives independent actual or potential value from not being generally known or readily ascertainable through independent development or reverse engineering by persons who can obtain economic value from its disclosure or use; and (b) is the subject of efforts that are reasonable under the circumstances to maintain in secrecy; and
3. Any and all information disclosed to any director, officer, employee or agent of North Carolina 811, Inc. in the regular course of their duties to North Carolina 811, Inc. that is not generally known to the general public, which includes North Carolina 811 Inc.’s entire data base, as well as other information about North Carolina 811 Inc.’s members, strategic plans, finances, processes, computer programs, research projects, financial data, personnel information, accounts, billing methods, data security methods, internal affairs, legal affairs, operating procedures, budgets, and detailed member information.
4. Any trade secret, confidential or proprietary information which is acquired by any employee, vendor, officer or director of North Carolina 811, Inc. in the ordinary course of performance of their duties on behalf of North Carolina 811, Inc. shall be held in the strictest confidence by such individual. Such individual shall only disclose such trade secret, confidential or proprietary information to the specific officer, director, and/or employees of North Carolina 811, Inc. as required to perform their specified duties. Any other disclosure is strictly prohibited. No employee, vendor, officer, or director of North Carolina 811, Inc. shall reproduce, summarize or copy any Confidential, Proprietary or Trade Secret information of North Carolina 811, Inc. or of its members, except as expressly authorized by North Carolina 811, Inc.’s Executive Director.

5. North Carolina 811, Inc. may only disclose detailed member information to the respective member, or with the respective member's prior written authorization.
6. Nothing contained in this Policy 210 prevents North Carolina 811, Inc. from disclosing aggregate data or trends that does not contain specific member information.
7. Nothing contained in this Policy 208 prevents North Carolina 811, Inc. from responding to a court order or a valid and effective subpoena, provided that North Carolina 811, Inc. will take all reasonable efforts to limit disclosure to the minimum amount of information required, if any, and to seek recovery of associated costs, per Policy 210. North Carolina 811, Inc. reserves the right to notify members prior to disclosure in the event specific member information is sought *via* court order, subpoena or through other legal process.

POLICY 209 – 01/01/2001 – TERM OF A LOCATE

The term of a locate shall be defined by the existing N.C. underground damage prevention act. In the absence of specificity in current legislation, the general industry standard of 15 days shall prevail (15 working days from the date of initial notification).

POLICY 210 – 07/15/2020 – INFORMATION DISBURSEMENT

1. Members of North Carolina, 811 are entitled to information concerning their own data free of charge, unless the request involves information concerning other members or requires assistance from North Carolina 811, Inc.'s legal counsel.
2. North Carolina 811, Inc. will provide information to third parties, including non-members, that pertains to services required by N.C. Gen. Stat. § 87-120 and the public policy set forth in N.C. Gen. Stat. § 87-116 upon proper service of valid subpoena or court order. North Carolina 811, Inc. will require third parties to reimburse for all reasonable costs incurred in providing the requested information, including attorneys' fees, as appropriate, including an hourly rate of staff members, as determined from time to time by the Board of Directors.
3. North Carolina 811, Inc. will take all reasonable efforts to limit disclosure to the minimum amount of information required, and to prohibit disclosure of information for commercial purposes.

POLICY 211 – 10/17/08 – LOCATE CONTRACTOR MEMBERS LOCATING FOR NON-MEMBERS UTILIZING A MEMBERS TRANSMITTED DATA

A locate contractor member may not locate facilities for a non-member by using a member transmission received by the locate contractor member on behalf of a member. Failure to comply with this policy, at the discretion of the Board, may result in (a) interruption of transmission delivery or (b) termination of membership.

Nor can a member provide to a non-member a copy of a locate notification for the purpose of a non-member locating their lines.

POLICY 212 – 07/21/1995 – SURVEY LOCATE REQUESTS *Eliminated, 10/18/2013*

~~It is the policy of North Carolina 811, Inc. to take any and all request for underground facility locates. For those that are for survey activity, the caller will be advised that the member utilities affected will be notified and should respond within 10 working days.~~

POLICY 213 – 10/17/08 – SUSPENSION OF TRANSMISSION DURING DISASTERS

Any member may request NC811 to suspend transmissions to all or any portion of its service area due to emergencies such as natural or man-made disasters. Such a request may be made by any form of communication available to the member at the time of the request but shall be followed up with a written confirmation to the Executive Director of NC811 within 24 hours. If transmissions for the member are sent to a locate contractor, a request for suspension shall be made only by the member utility and shall not be accepted from the locate contractor. The member utility company shall also advise the

Executive Director of NC811 when to resume sending transmissions to the original location, which shall likewise be confirmed in writing within 24 hours of the resumption request.

POLICY 214 – 01/15/1999 – VOICE RECORD OF CALLS

A voice recording shall be maintained of all incoming calls concerning notifications to locate underground facilities.

POLICY 215 – 01/15/1999 – DOCUMENTED OWNER/OPERATOR VERIFICATION OF DATA SUBMITTED BY FACILITY OWNER/OPERATORS

North Carolina 811 shall return the geographic description database documentation to the member facility owner/operator annually and after each change for verification and approval prior to inclusion to the database.

POLICY 216 – 01/15/1999 – SINGLE TOLL FREE STATEWIDE NUMBER WITH NATIONWIDE ACCESS

North Carolina 811 shall have a single toll free statewide number with nationwide access.

POLICY 217 – 01/15/1999 – DOCUMENTED OPERATING PROCEDURES AND TRAINING MANUAL

North Carolina 811 shall have documented operating procedures and training manuals on file in the center and they shall be available for all employees and members.

POLICY 218 – 01/15/1999 – DATABASE

The participating members of North Carolina 811 shall be responsible for indicating the areas of the state, by place or grid or street that they wish to receive locate notifications from North Carolina 811.

POLICY 219 – 01/15/1999 – ADVISE CALLER OF MEMBER NOTIFICATION

North Carolina 811 will provide the caller with the ticket number and names of the facility owners/operators who will be notified for each locate request.

POLICY 220 – 10/20/2000 – AFTER-THE-FACT LOCATE REQUESTS

After-the-fact locate requests will not be accepted by North Carolina 811, Inc. except in the case of emergency excavations.

~~POLICY 221 – 07/01/2008 – TICKET START TIME~~ Eliminated, 07/15/2015

~~It is the policy of North Carolina 811, Inc. that all notices of intent to excavate received by it are deemed to have been received at 12:01 A.M. on the next working day following the day of actual receipt (the "ticket start time"), and that the 2-day and 10-day statutory periods are calculated from the ticket start time.~~

POLICY 222 – 01/19/2018- USE OF ARTIFICIAL INTELLIGENCE BY MEMBERS FOR PURPOSE OF NOTIFICATION REQUEST

North Carolina 811, Inc. will establish and document guidelines and procedures governing the introduction and use of artificial intelligence ("AI") by members and other excavators utilizing AI to generate notification requests.

Any member or other excavator choosing to utilize AI to generate notification requests must provide written notice to North Carolina 811, Inc.'s Executive Director with notice of intent to use AI and to commence AI testing with North Carolina 811, Inc. in a controlled environment for a period of time designated by North Carolina 811. Such members/excavators further agree to enter into an agreement with North Carolina 811, Inc. concerning the use of AI to generate notification requests, which includes, but is not limited to hold harmless and indemnification of North Carolina

811, Inc. for the member/excavator's use of AI to generate notification requests, absorption of any additional costs above and beyond the operational costs allocated for other methods of online notification request creation, and compliance with North Carolina law and North Carolina 811, Inc.'s policies, guidelines and procedures. North Carolina 811, Inc. may suspend a member/excavator's use of AI to generate notification requests at any time for failure to comply with standards and/or guidelines established by North Carolina 811, Inc. or as otherwise deemed reasonably necessary.

POLICY 223 – 7/19/19 – POSITIVE RESPONSE CODES

Changes or additions to Positive Response Codes shall be brought before the Board of Directors and must be approved by simple majority vote. Requests for changes or additions shall be accompanied by written explanation of the purpose/intent for the changes or additions and will be documented with date approved.

The following codes marked PP (pre Policy), which have been used prior to this policy's creation, were formally approved by the Board of Directors on July 19th 2019 for use by the Notification Center.

Code	Date Approved	Description
10	PP	No conflict
20	PP	Marked
30	PP	Not complete
32	PP	Locate not complete, additional communication with the excavator required. Unable to contact excavator.
40	PP	Could not gain access to property, locator will contact excavator
45	4/26/19	Railroad Facility Not Marked. Any excavation, access, construction, or installations on railroad property require appropriate railroad permit(s) from railroad owner/operator.
50	PP	Critical facility not marked. The utility owner or their designated representative have contacted the excavator and have agreed to a period that the owner representative must be present during the excavation to identify the unmarked facility and / or monitor the excavation
55	PP	Critical facility marked. The Utility owner or their designated representative have contacted the excavator and have agreed that an owner representative must be present during excavation Facility Operator must be on site during excavation
60	PP	Excavator and Locator have agreed and documented marking schedule.
70	PP	Excavator completed work prior to the due date
80	PP	Member's Master Contractor is responsible for locating facilities.
90	PP	SURVEY DESIGN REQUEST – Facility has been marked in the field.
92	PP	SURVEY DESIGN REQUEST – No Facilities in the area.
94	PP	SURVEY DESIGN REQUEST- Facility records provided
98	PP	SURVEY DESIGN REQUEST – Access to facility Records Provided.
100	PP	Location request denied due to homeland security concern. Member utility operator needs to confirm legitimacy for the proposed excavation and may need additional information.
110	PP	Subaqueous Facilities Present. Member utility owner will locate facilities within 10 full working days.
888	PP	Extraordinary Circumstances Exist member utility owner unable to complete location request until (Date / Time).
999	PP	Member has not responded by the required time.

FINANCE COMMITTEE

POLICY 300 – 04/15/1993 – ANNUAL AUDIT

An audit will be conducted annually after the close of the fiscal year by an independent certified public accountant using general accounting procedures consistently applied. The Treasurer will be responsible for employing the services of an accountant, and for providing or cause to be provided to accountant all necessary financial records and transactions needed to perform a thorough and accurate audit of the corporations' finances.

POLICY 301 – 01/22/1994 – BILLING/COLLECTION

Monthly billing shall be prepared and distributed out within 5 business days after the close of a calendar month.

A summary sheet of the monthly billing invoices shall be maintained by the Executive Director. Deposits shall be made at a minimum of twice a week.

The Executive Director of North Carolina 811, Inc. shall be solely responsible for collection and methods of collection.

POLICY 302 – 02/07/2020 – RATES

The fee structure, formulas, and rates charged for services to the members of North Carolina 811, Inc., will be at the discretion of the Board of Directors. The structure, any formulas used, and rates will be reviewed annually for economic soundness and reasonableness.

MEMBERSHIP FEE

Member utility owner/operators shall not be subject to membership fees. The membership fee for non-utility owner/operators shall be the following: locate contractors shall be \$1200.00 per year; associate members shall be \$250.00 per year.

USER FEES

Non-utility owner/operators shall not be subject to user fees.

Each utility owner/operator will pay a pro-rated share of each year's approved operating annual budget. A determination will be made of the percent of notifications received by each member of the total notifications transmitted during the time frame of July 1st of the past year through June 30th of the current year. This percent will be applied to the approved operating budget for the upcoming calendar year. This amount divided by 12 will be the monthly amount billed to each utility owner/operator. The calculation will be made each year at the time the annual operating budget is approved by the Board of Directors for the upcoming year (January 1st through December 31st).

For any member utility owner/operator that does not have a complete fiscal year's transmission history, they will be billed at a per transmission rate determined by dividing the approved upcoming year's annual operating budget by the total of transmissions received during the period of July 1st of the prior year to June 30th of the current year.

- a. For a Member Operator receiving fewer than 25 tickets during the preceding fiscal year*, the Member Operator will receive an annual assessment of \$50.00;
- b. For a Member Operator receiving between 25 to 100 tickets during the preceding fiscal year, the Member Operator will receive an annual assessment of \$100.00;
- c. For a Member Operator receiving 101 to 200 tickets during the preceding fiscal year, the Member Operator will receive an annual assessment of \$150.00;
- d. The revised cost allocation became effective January 1, 2020. All minimum assessments will be due and

payable from affected member Operators within 30 days of invoicing.

A member utility owner/operator being billed at a per transmission rate will switch to the percent of transmission calculation when a full year's history is established.

REGISTRATION FEES *Eliminated 10/20/2017*

~~N.C. Law requires utility services to be registered with the county register of deeds. The appropriate fee, as determined by the state of North Carolina, will be billed to the member.~~

POLICY 303 – 01/20/1995 – LATE PENALTY CHARGES FOR OVERDUE ACCOUNTS

Members' accounts shall be due within 30 days of the date of billing. A late penalty charge of 1.5% will be applied to balances in excess of 60 days. Any accounts in arrears in excess of 90 days will be brought to the attention of the Board of Directors. The Board may impose: (a) an interruption of their transmission delivery or (b) have their membership terminated.

POLICY 304 – 10/27/1998 – CASH-ON-HAND *Suspended 04/17/09, Reactivated 7/19/2013*

It shall be the policy of the North Carolina 811 to retain cash equal to a minimum of three (3) months (25% of annual budget) of operating expense in hand.

POLICY 305 – 09/21/2006 – APPROVAL AUTHORITY

Upon adoption of the budget by the Board of Directors, the Executive Director is appointed the authority for approving expenses and purchases consistent with that budget on behalf of North Carolina 811.

Checks issued in amounts equal to or exceeding \$25,000, shall require a second signature. The second signature may be either the Vice President-Operations or the Vice President-Finance.

In the case of an emergency, the Executive Director has the authority to approve expenses needed to ensure the safe and efficient operation of NC811 after he has notified the Vice President of Operations (if the Vice President of Operations is not available, the Executive Director will contact the President.)

In the event that funding is required from a line of credit, access to that funding shall require two signatures. The signatures shall be from two of the following; The Executive Director, The Board President, or the Vice President of Finance.

MEMBERSHIP AND NOMINATIONS COMMITTEE

POLICY 400 – 01/22/1994 – MEMBERSHIP DEVELOPMENT & ORIENTATION

It is the intent of North Carolina 811, Inc. to cause each new member to become familiar with the policies and requirements of the organization. Upon the action of the Board of Directors accepting a new member, the President will direct the Executive Director and Vice President of Membership meet with each new member representative for the purpose training and orientation of that new member. The following items shall be issued in writing as a minimum amount of information:

1. Fully Executed Contract
2. Current set of Bylaws
3. Articles of Incorporation
4. Current rate structure
5. Set of most current policies
6. Promotional handouts
 - a. Stickers/Decals
 - b. Posters
 - c. North Carolina 811, Inc. Membership brochure
7. Current slate of Officers and addresses
8. Regular Board Meeting schedule for that calendar year
9. Tour of the Operations Center upon request of that new member

POLICY 401 – 01/22/1994 – BOARD MEMBER DEVELOPMENT POLICY

It is the policy of North Carolina 811, Inc. to provide for a smooth transition of its members into the role of Board member. The members elected to the Board of Directors of North Carolina 811, Inc. shall be given at least one hour of orientation by the President and Executive Director, or whoever the President deems appropriate. The purpose of this orientation is to primarily provide for, but not limited to, the following:

1. Responsibilities of Office
2. Attendance Requirements (See Attendance Policy)
3. Board Member Development Resources
 - a. Training Tapes
 - b. Training Resources
 - c. Development Retreats
4. Issuance of important documents and information.
 - a. Bylaws
 - b. Articles of Incorporation
 - c. Copy of most recent policies
 - d. List of Names, Addresses of all Board Members
 - e. Copy of last four quarters minutes
 - f. Copy of current rate structure
 - g. Copy of current year's budget

POLICY 402 – 01/15/2016 – TERMINATION OF MEMBERSHIP

The Board of Directors, through the staff of North Carolina 811, Inc., shall send to all Members regular monthly invoices reflecting all amounts owed. Invoices shall be due and payable by the Member under Net 30 terms from the date of the invoice and shall be considered past due 30 days from the date of the invoice.

Invoices which become 120 days or more past due from the original invoice date shall be grounds for the North Carolina 811, Inc.'s Board of Directors to terminate the Member's membership in North Carolina 811, Inc.

The staff of North Carolina 811, Inc. shall distribute past due notices to members reflecting any amounts past due to North Carolina 811, Inc. All invoices and past due notices to Members for membership fees, and/or other approved fees / expenses shall clearly state the above terms and conditions and shall state the Member's current and past due balance, shall indicate the number of calendar days a Member's account balance is past due, and shall state that failure to pay amounts owed to North Carolina 811, Inc. within 120 days of the date of the original invoice may subject the Member to termination of membership by the Board of Directors.

A Member may avoid termination of membership by paying all outstanding amounts owed to North Carolina 811, Inc. to a zero balance within fifteen (15) calendar days of date of the 120-day past due notice to the Member.

Invoices and past due notices shall be sent to the Member's address and authorized representative as listed in the Member's Membership Agreement with North Carolina 811, Inc., or any amendments thereto. Invoices and past due notices are "Notice" per the Bylaws and Membership Agreement. Notice is effective when sent by United States mail, first-class, postage pre-paid; facsimile, hand-delivery; and/or electronic mail.

The Board of Directors may terminate a Member's membership by vote of a simple majority at its regularly scheduled meetings or any meeting properly noticed.

The Board of Directors, acting directly or through its duly authorized agents, may extend the time set forth in this Policy for good cause shown, or as required by law.

North Carolina 811, Inc. is not liable for any damages, costs, fees, or fines that any terminated Member may incur or are proximately caused as a result of termination of membership. Upon termination of membership, North Carolina 811, Inc. will remove a former member's facilities information from North Carolina 811, Inc.'s database and will notify the former

member and the North Carolina Underground Damage Prevention Review Board accordingly.

POLICY 403 – 10/17/08 – BOARD MEMBER MID TERM VACANCY REPLACEMENT

If for any reason, a mid-term vacancy, or vacancies, shall occur on the Board of Directors the vacancy or vacancies shall be filled in accordance with the following procedure:

The member, by whom the former Board member was employed, shall be given an opportunity to nominate a replacement to fill the unexpired term of the vacating Board member. The member shall be given notice of such opportunity. The notice, prepared by the Nominations Committee shall be in writing, and for all purposes herein, shall be accomplished by depositing this notice in a depository for the United States mail, first class postage prepaid, addressed to the member at said member's address as same appears on the records of the company. In this notice, the member shall be notified of the member's opportunity to nominate a replacement director. The member shall have thirty (30) days from the date of the notice, to nominate such replacement, which nomination shall be in writing. If at the expiration of the thirty (30) day period, the member has not responded, then the Board of Directors, based on the Nominations Committee's due process and recommendation, may fill the unexpired period of this vacancy from any member of the same category as the Board, in its sole discretion, determines.

POLICY 404 – 10/18/2019 – BOARD OFFICER EXPERIENCE AND QUALIFICATIONS

It is the intent of the Board of Directors of North Carolina 811, Inc. to establish guidelines identifying desired levels of experience, commitment, and involvement for those directors who are nominated and elected to serve as a Board officer. It is recognized however that deviation from these guidelines might be required when necessary or warranted by circumstances and will be at the discretion of the Board of Directors.

GUIDELINES

It is required that Board members complete a minimum of one (1) year of service on the Board prior to serving as a Board officer.

Before serving as the President of the Board of Directors, it is preferred that a Board member has completed at least one (1) year of service as either the Vice-President of Membership, the Vice-President of Legislation, or as Board Secretary. Additionally, before serving as the President of the Board of Directors, it is required that a Board member has also completed a minimum of one (1) year of service as either the Vice-President of Operations or the Vice-President of Finance.

POLICY 405 – 07/15/2005 – MULTI-LOCATION COMPANIES

At times, due to acquisitions, mergers, and other possible causes, separate members of North Carolina 811, Inc. may become part of the same company or corporation. When this occurs, the combined entity shall be considered as one for purposes of voting in general membership elections and for purposes of occupying seats on the North Carolina 811, Inc. Board recommendation of candidates for Board seats will come from and proxies will be sent to a level of management who is over all the various locations.

Approved by the Board of Directors (April 21, 2023)

**AMENDED AND RESTATED BYLAWS
OF
NORTH CAROLINA 811, INC.**

ARTICLE I: PURPOSES

The corporation is a not-for-profit corporation. Its purposes shall include: (a) operation of a “Notification Center” as such term is described in the Underground Utility Safety and Damage Prevention Act of Chapter 87 of the North Carolina General Statutes or the corresponding provision of any future law adopted in the State of North Carolina (the “Act”); (b) operation of damage prevention training for members; and (c) any other lawful activity related to operation of such a Notification Center.

ARTICLE II: OFFICES

Section 2.1 Principal Office. The principal office of the corporation shall be located at such place as the Board of Directors may fix from time to time.

Section 2.2 Registered Agent/Registered Office. The registered agent of the corporation in the State of North Carolina required to be designated by law and the registered office of the corporation required by law to be maintained in the State of North Carolina shall be as determined from time to time by the:

- a. Board of Directors; or
- b. subject to the authority of the Board of Directors, the President; or
- c. subject to the authority of the Board of Directors and the President, the Executive Director,

and such registered office may be, but need not be, identical with the principal office.

Section 2.3 Other Offices. The corporation may have offices at such other places, either within or without the State of North Carolina, as the Board of Directors may designate or as the affairs of the corporation may require from time to time.

ARTICLE III: MEMBERSHIP

Section 3.1 Qualifications for Membership. The following persons and entities shall be eligible to be members of the corporation:

- a. any person or entity that owns or operates a “facility” as defined in N.C. Gen .Stat. §87-117(12) or the corresponding provision of any future law adopted in

the State of North Carolina (such facility is hereafter referred to as a “Facility”) (such person or entity is hereafter referred to as an “Operator”);

- b. any person or entity that locates and marks Facility lines for one (1) or more owners of Facilities in the State of North Carolina (a “Contract Locator”); and
- c. any person or entity, other than a Contract Locator, that provides goods and/or services to one (1) or more owners or operators of Facilities and/or to Contract Locators, and any other person or entity, that has an interest in the prevention of damage to Facilities and the promotion of safe excavation practices (an “Associate”).

Section 3.2 Categories of Members. Members shall be divided into three (3) categories, as follows:

- a. Member Operators;
- b. Contract Locator Members; and
- c. Associate Members.

Section 3.3 Application and Admission of Members. Any person or entity that desires to become a member of the corporation shall submit a written application to the corporation in such form as the corporation specifies. The Membership and Nominations Committee of the Board of Directors shall determine whether the applicant meets the qualifications for membership and report its determination and any recommendation regarding admission of the applicant as a member of the corporation to the Board of Directors, or, if there is no such Membership and Nominations Committee or if such Committee fails to act, then the Board of Directors shall make such determination itself. The decision whether to admit an applicant as a member of the corporation shall be made by lawful action of the Board of Directors.

Section 3.4 Voting Rights of Members. Each Member Operator shall be entitled to one (1) vote on each matter upon which members of the corporation have voting rights. Contract Locator Members and Associate Members shall not have voting rights as members of the corporation except as otherwise required by a provision of applicable law that cannot be modified or waived by a duly adopted Bylaw.

Section 3.5 Withdrawal and Termination of Membership. Under the Act, certain Member Operators are required to be members of the corporation and to remain members of the corporation, so long as they meet the criteria described in the Act. Other members of the corporation may, if permitted by the Act, withdraw from membership at any time by giving written notice to the corporation and paying, in full, all sums owed to the corporation. The membership of any member of the corporation may be terminated at any time, with or without cause, by lawful action of the Board of Directors.

Section 3.6 Membership Fees. Each Member Operator shall pay fees to the corporation in an amount which is determined from time to time by the Board of Directors in conformity with N.C. Gen .Stat. §87-120(b) or the corresponding provision of any future law adopted in the State of North Carolina . Contract Locator Members and Associate Members shall pay an annual membership fee in the amount and at the time determined from time to time by lawful action of the Board of Directors.

ARTICLE IV: MEETINGS OF MEMBERS

Section 4.1 Place of Meetings. All meetings of the members of the corporation shall be held at the principal office of the corporation or at such other place, either within or without the State of North Carolina, as shall be designated in the notice of the meeting or agreed upon by not less than ten percent (10%) of the members entitled to vote at the meeting.

Section 4.2 Annual Meeting. The annual meeting of members of the corporation shall be held in the month of January of each year on any day (except Saturday, Sunday or a legal holiday in the State of North Carolina) in such month determined by the Board of Directors, or, subject to the authority of the Board of Directors, the President, or subject to the authority of the Board of Directors and the President, the Secretary, for the purpose of electing Directors of the corporation and for the transaction of such other business as may be properly brought before the meeting. The date so selected shall be designated in any required notice of the meeting.

Section 4.3 Substitute Annual Meeting. If the annual meeting shall not be held on the date designated by these Bylaws, then a substitute annual meeting of members of the corporation may be called in accordance with the provisions of Section 4.5 of this ARTICLE IV: of these Bylaws. A meeting so called shall be designated and treated for all purposes as the annual meeting.

Section 4.4 Regular Meetings. The Board of Directors may determine a time or times for the holding of regular meetings of members of the corporation.

Section 4.5 Special Meetings. Special meetings of members of the corporation may be called at any time by the President, the Secretary, the Board of Directors or not less than ten percent (10%) of the members entitled to vote at the meeting and shall be called by the Secretary, pursuant to a written request of not less than ten percent (10%) of the members entitled to vote at the meeting that is delivered to the corporation, and held within thirty (30) days after such delivery occurs.

Section 4.6 Notice of Meetings. Written notice stating the date, time and place of each annual, substitute annual, regular or special meeting of members of the corporation shall be given to each member not less than ten (10) nor more than sixty (60) days before the date of the meeting, either by personal delivery, by telegraph, teletype, facsimile transmission, e-mail or other form of electronic communication or by mail or private carrier, by or at the direction of the Board of Directors, the President, the Secretary or other person calling the meeting. If mailed, such notice shall be deemed to have been

given when deposited in the United States mail, correctly addressed to the member at the member's address as it appears on the current record of members of the corporation, first class postage prepaid.

In the case of a special meeting, the notice of meeting shall include a description of the purpose or purposes for which the meeting is called but, in the case of an annual, substitute annual or regular meeting, the notice of meeting need not include a description of the purpose or purposes for which the meeting is called unless such a description is required by a provision of applicable law that cannot be modified or waived by a duly adopted Bylaw.

When a meeting of members of the corporation is adjourned to a different date, time or place, notice of the new date, time and place of the meeting need not be given if the new date, time and place are announced at the original meeting before adjournment occurs and if a new record date is not, and is not required to be, fixed for the adjourned meeting. If the new date, time and place are not announced at the original meeting before adjournment or if a new record date is, or is required to be, fixed for the adjourned meeting, then written notice of the adjourned meeting must be given as provided in this Section 4.6 of this ARTICLE IV: of these Bylaws to each member.

Section 4.7 Non-Voting Members. Contract Locator Members and Associate Members are entitled to, and shall, receive any notice of an annual, substitute annual, regular or special meeting of members of the corporation that is given to members and they are entitled to, and may, attend any such meeting without regard to whether they are entitled to vote at the meeting.

Section 4.8 Record Date. The Board of Directors may fix a date as the record date for determining members entitled to notice of a members' meeting, vote at a members' meeting or any rights in respect of any other lawful action. Unless a different date is fixed by the Board of Directors:

- a. members at the close of business on the business day preceding the day on which notice of a meeting is given are entitled to notice of the meeting;
- b. members on the date of the meeting who are otherwise eligible to vote are entitled to vote at the meeting; and
- c. members at the close of business on the day on which the Board of Directors approves any lawful action or the sixtieth (60th) day prior to the date of such action, whichever is later, are entitled to any rights in respect of such action.

A record date may not be more than seventy (70) days prior to the meeting or action for which a determination of members is required.

The record date for members entitled to notice of or to vote at a members' meeting is effective for any adjournment of the meeting unless the Board of Directors fixes a new

record date, which it shall do if the meeting is adjourned to a date more than one hundred twenty (120) days after the date fixed for the original meeting.

Section 4.9 Waiver of Notice. Any member may waive any notice of a meeting that is required by applicable law, the Articles of Incorporation or these Bylaws either before or after the meeting. The waiver must be in writing, signed by the waiving member and delivered to the corporation for inclusion in the minutes of the associated meeting or filing with the corporate records. A member's attendance at a meeting in person or by proxy waives objection to:

- a. lack of notice or defective notice of the meeting unless the member or such member's proxy objects at the beginning of the meeting, or, if the member or such member's proxy is not present at the beginning of the meeting, promptly upon arrival at the meeting, to holding the meeting or to transacting business at the meeting; and
- b. consideration of a particular matter at the meeting that is not within the purpose or purposes described in the meeting notice unless the member or such member's proxy objects to consideration of the matter before it is voted on.

Section 4.10 Members' List. The corporation shall, before each meeting of its members, prepare a list of the members entitled to notice of the meeting that sets forth, in addition to the names of all such members listed in alphabetical order, the address and category of membership of each listed member and the number of votes, if any, that each listed member is entitled to cast at the meeting. The corporation shall further prepare, on a current basis through the time of the meeting, a list of the members, if any, who are entitled to vote at, but were not entitled to receive notice of, the meeting, which list shall be prepared on the same basis as, and be a part of, the list of members entitled to notice of the meeting. Beginning not more than two (2) business days after notice of the meeting is given and continuing through the meeting, the list of members shall be maintained at the principal office of the corporation, or at a reasonable place in the city where the meeting will take place that is identified in the meeting notice, and available for inspection there at any time during normal business hours by any member, either personally or by or with such person's representatives, upon written demand for such inspection and for the purpose of communicating with other members regarding the meeting. The list of members shall also be available at the meeting and subject to inspection there by any member, personally or by or with such person's representatives, at any time during the meeting or any adjournment thereof upon written demand for such inspection.

Section 4.11 Quorum. Ten percent (10%) of the number of members entitled to vote at a meeting of members of the corporation, regardless of membership category, present in person or by proxy at such meeting shall constitute a quorum for the transaction of business there. Once a member is represented for any purpose at a meeting, the member is deemed present for quorum purposes for the remainder of the meeting and for any

adjournment of that meeting unless a new record date is, or is required to be, set for that adjourned meeting.

In the absence of a quorum at the opening of any meeting of members of the corporation, such meeting may be adjourned from time to time by the vote of a majority of the votes cast on the motion to adjourn and, subject to the provisions of Section 4.6 of this ARTICLE IV: of these Bylaws, any business may be transacted at any adjourned meeting that might have been transacted at the original meeting if a quorum is present at the adjourned meeting.

Unless one-third (1/3) or more of the votes entitled to be cast in the election of Directors are represented in person or by proxy at an annual or regular meeting of members of the corporation, the only matters that may be voted upon at such meeting are those described in the notice of the meeting.

Section 4.12 Proxies. At any meeting of members of the corporation, a member entitled to vote at such meeting may do so by proxy. A proxy shall be in writing and signed by the member granting the proxy. A proxy is effective when received by the corporation and is valid for the meeting for which it is given and any adjournment(s) of such original meeting. Proxies may confer general voting rights or they may be limited to prescribed action on a particular issue. A proxy given by an entity member must be signed on behalf of the entity by the President, a Vice President, the Secretary or the Treasurer of such entity or by the individual designated in writing by such entity as the person to whom notices of meetings of members of the corporation are to be addressed or delivered.

Section 4.13 Voting. Each member entitled to vote shall have one (1) vote on each matter submitted to a vote at a meeting of members of the corporation. Except as provided in Section 5.3 of ARTICLE V: of these Bylaws, if a quorum exists, action on a matter is approved if the votes cast in favor of the action exceed the votes cast opposing the action unless a greater vote is required by applicable law, the Articles of Incorporation or these Bylaws.

Section 4.14 Informal Action by Members. Any action that is required or permitted to be taken at a meeting of members of the corporation may be taken without a meeting if one (1) or more written consents, describing the action so taken, shall be signed by all of the members who would be entitled to vote on such action at a meeting and shall be delivered to the corporation for inclusion in the minutes of any associated meeting or filing with the corporate records, whether done before or after the action so taken. A member's consent to action taken without a meeting may be in electronic form and/or delivered by electronic means. If not otherwise established, the record date for determining members entitled to take such action without a meeting is the date on which the first member signs a written consent. A written consent signed as provided in this Section 4.14 of this ARTICLE IV: of these Bylaws shall have the effect of a vote at a duly called and held meeting and may be so described in any document.

Section 4.15 Action by Written Ballot. Without regard to the requirements set forth in Section 4.14 of this ARTICLE IV: of these Bylaws, any action that is required or permitted to be taken at a meeting of members of the corporation, including the election of

Directors, may be taken without a meeting if the corporation delivers a written ballot to every member entitled to vote on the matter. Such a written ballot shall set forth each proposed action and provide a space thereon for the member to note, by mark, a vote for or against each of them. Approval by written ballot shall be valid only when the number of votes cast by such ballot equals or exceeds the quorum required to be present at a meeting at which the approval of such action was voted on and the number of approvals equals or exceeds the number of votes that would be required to approve the matter at such a meeting at which the same total number of votes was cast. All solicitations for votes by written ballot shall indicate the time by which a ballot must be returned to the corporation in order to be counted. A written ballot may be in electronic form and/or delivered/returned by electronic means. The Board of Directors may adopt policies and impose requirements with respect to member actions taken by written ballot as set forth in this Section 4.15 of this ARTICLE IV: of these Bylaws that are not inconsistent with applicable law, the Articles of Incorporation or these Bylaws.

ARTICLE V: BOARD OF DIRECTORS

Section 5.1 General Powers. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors. In furtherance and without limitation of the foregoing, the Board of Directors is specifically authorized to adopt written policies with respect to the business of the corporation, not inconsistent with applicable law, the Articles of Incorporation or these Bylaws, which shall govern interactions between the corporation and members of the corporation incident to the corporation's conduct of its business and be binding upon the corporation and such members.

Section 5.2 Number and Qualifications. The total number of Directors constituting the Board of Directors shall be not less than twenty-one (21) and not more than twenty-three (23), as may be determined from time to time by lawful action of the Board of Directors of the corporation. Directors need not be residents of the State of North Carolina. All Directors shall be entitled to vote upon all matters submitted to the Board of Directors for a vote. Subject to the limitation that in no event may two (2) or more employees of a single member of the corporation serve as Directors at the same time, the Board of Directors shall be composed as follows:

- a. One (1) Director shall be appointed by each of the five (5) Member Operators of the corporation, other than Member Operators that are a city, town or village incorporated under the laws of the State of North Carolina ("Municipalities"), to which (or to whose Contract Locator) the corporation sent the largest number of transmissions concerning excavation ("Transmissions") during the twelve (12) months ending on June 30 of the calendar year ("Fiscal Year") preceding the year in which the term of office of such Director begins. This will be a total of five (5) appointed Directors. Each such Director shall be an employee of the Member Operator of the corporation that appoints such Director, shall serve a term as provided in Section 5.4 of this ARTICLE V: of these Bylaws, and may be reappointed for

any number of successive terms so long as the appointing Member Operator of the corporation remains one of the five (5) Member Operators, other than a Municipality, to which (or to whose Contract Locator) the corporation sent the largest number of Transmissions during the Fiscal Year preceding appointment and so long as the Director remains an employee of such appointing Member Operator.

- b. One (1) Director shall be appointed by the Member Operator that is a Municipality to which (or to whose Contract Locator) the corporation sent the largest number of Transmissions during the Fiscal Year preceding the year in which the term of office of such Director begins. Such Director shall be an employee of the Member Operator of the corporation that appoints such Director, shall serve a term as provided in Section 5.4 of this ARTICLE V: of these Bylaws, and may be appointed to any number of successive terms so long as the appointing Member Operator of the corporation remains the Municipality to which (or to whose Contract Locator) the corporation sent the largest number of Transmissions during the Fiscal Year preceding appointment and so long as the Director remains an employee of such appointing Member Operator.

Any of the Directors appointed as provided in either of Section 5.2a or Section 5.2b of this ARTICLE V: of these Bylaws is sometimes hereafter referred to as a “Designated Seat Director” and any two (2) or more of them are sometimes hereafter referred to as “Designated Seat Directors”.

- c. Thirteen (13) Directors shall be elected by the members of the corporation, subject to the following (“Membership Categories”):
 - (i) one (1) of such Directors shall be an employee of a member of the corporation that is engaged in the telecommunications business;
 - (ii) one (1) of such Directors shall be an employee of a member of the corporation that is engaged in the business of distributing and selling natural gas;
 - (iii) one (1) of such Directors shall be an employee of a member of the corporation that is an investor-owned electric power company;
 - (iv) one (1) of such Directors shall be an employee of a member of the corporation that is a Municipality which sells natural gas or electric power to its residents;
 - (v) one (1) of such Directors shall be an employee of a member of the corporation that is a telephone membership corporation organized under Chapter 117 of the North Carolina General Statutes or the corresponding provision of any future law adopted in the State of North Carolina;

- (vi) one (1) of such Directors shall be an employee of a member of the corporation that is an electric membership corporation organized under Chapter 117 of the North Carolina General Statutes or the corresponding provision of any future law adopted in the State of North Carolina;
 - (vii) one (1) of such Directors shall be an employee of a member of the corporation engaged in the business of transmission of natural gas or liquid petroleum by underground pipelines;
 - (viii) one (1) of such Directors shall be an employee of a member of the corporation engaged in the business of providing design and engineering services to the utility industry;
 - (ix) one (1) of such Directors shall be an employee of a member of the corporation engaged in the business of constructing roads and highways and shall be a current Licensed Qualifier holding a Highway License Classification in the State of North Carolina under Chapter 87 of the North Carolina General Statutes or the corresponding provision of any future law adopted in the State of North Carolina;
 - (x) one (1) of such Directors shall be an employee of a member of the corporation that is an excavation contractor and shall be a current Licensed Qualifier holding a Public Utilities License Classification in the State of North Carolina under Chapter 87 of the North Carolina General Statutes or the corresponding provision of any future law adopted in the State of North Carolina;
 - (xi) one (1) of such Directors shall be an employee of a member of the corporation that is either a plumbing contractor licensed under Article 2 of Chapter 87 of the North Carolina General Statutes, or the corresponding provision of any future law adopted in the State of North Carolina, or an irrigation contractor licensed under Chapter 89G of the North Carolina General Statutes or the corresponding provision of any future law adopted in the State of North Carolina;
 - (xii) one (1) of such Directors shall be an employee of a member of the corporation that is a water and/or sewer authority organized under Article 1 of Chapter 162A of the North Carolina General Statutes or the corresponding provision of any future law adopted in the State of North Carolina; and
 - (xiii) one (1) of such Directors shall be an employee of a member of the corporation that is a Contract Locator which performs work for a member utility.
- d. If it is determined, as provided above in this Section 5.2 of this ARTICLE V: of these Bylaws, that there shall be either twenty-two (22) or twenty-three

(23) Directors, then such twenty-second (22nd) Director or each of such twenty-second (22nd) and twenty-third (23rd) Directors, as may be applicable, shall be elected by the members of the corporation as an “at large” Director subject to the following Membership Category requirement: each such Director shall be an employee of a member of the corporation.

Any of the Directors elected as provided in either of Section 5.2c or Section 5.2d of this ARTICLE V: of these Bylaws is sometimes hereafter referred to as an “Elected Director” and any two (2) or more of them are sometimes hereafter referred to as “Elected Directors”.

The Membership and Nominations Committee of the Board of Directors, or, if there is no such Membership and Nominations Committee or if such Committee fails to act, then the Board of Directors, shall solicit all members of the corporation to recommend persons to serve as the Elected Director(s) for each of the Membership Categories. The Membership and Nominations Committee shall consider the responses received and then recommend, to the Board of Directors, persons to be presented by it to the members of the corporation for election to the Elected Director positions.

- e. One (1) Director who is an employee of the North Carolina Department of Transportation shall be appointed by the Highway Administrator.
- f. One (1) Director who is a representative of the North Carolina League of Municipalities shall be appointed by its Executive Director.

Either of the Directors appointed as provided in either of Section 5.2e or Section 5.2f of this ARTICLE V: of these Bylaws is sometimes hereafter referred to as an “Appointed Director” and both of them are sometimes hereafter referred to as “Appointed Directors”.

Section 5.3 Election and Appointment. All Directors shall, except as provided in Section 5.8 of this ARTICLE V: of these Bylaws, be elected or appointed, as the case may be, at the annual meeting of members of the corporation. Members do not have the right to cumulate their votes for the seats held by Elected Directors. The person(s) who receive(s) the highest number of votes for a seat as an Elected Director that are cast by the members entitled to vote in the election shall be deemed to have been elected.

Section 5.4 Term of Office. Each Designated Seat Director shall serve until the first annual meeting of the members of the corporation following the Director’s appointment (provided that the term of such Director shall continue thereafter until a successor is duly appointed and qualified or until there is a decrease in the number of Directors of the corporation) or until such person’s earlier death, resignation, retirement, removal or disqualification. Each Elected Director and Appointed Director shall serve until the third annual meeting of the members of the corporation following the Director’s election or appointment, whichever is applicable (provided that the term of such Director shall continue thereafter until a successor is duly elected or appointed, whichever is applicable, and qualified or until there is a decrease in the number of Directors of the corporation) or until such person’s earlier death, resignation, retirement, removal or disqualification. The term of office of all Directors shall begin immediately following the annual meeting at

which the Director is elected or appointed, whichever is applicable. A Director may serve any number of successive terms as long as such person remains qualified for the particular seat.

Section 5.5 Resignation. Any Director may resign at any time by giving written notice of such resignation to the Board of Directors, the President or the corporation. A resignation takes effect upon receipt of such written notice of resignation by the Board of Directors, the President or the corporation or at a later date, or upon the occurrence of a later event, if so specified in the notice. Acceptance of such resignation shall not be necessary for it to be effective.

Section 5.6 Removal. Any Director may be removed from office at any time, with or without cause, by lawful action of the Board of Directors. A Director may not be removed by the Board of Directors at a meeting unless notice of the meeting is given to all Directors and such notice states that a purpose of the meeting is removal of the Director.

Section 5.7 Staggered Terms. It is the intent of the corporation to arrange the election and appointment of Directors other than Designated Seat Directors as follows so that the terms of office of such Directors shall be staggered. The Elected Directors and Appointed Directors shall be divided into three (3) groupings, as nearly equal in number as possible, and Elected Directors and Appointed Directors in one (1) of such groupings shall be elected each year. In the event of any increase or decrease in the number of Elected Directors or Appointed Directors, the additional or eliminated directorships shall be classified or chosen so that all groupings of Elected Directors and Appointed Directors shall remain or become as nearly equal in number as possible.

Section 5.8 Vacancies. Any vacancy on the Board of Directors shall be filled for the unexpired portion of the term by lawful action of the Board of Directors. In filling any such vacancy, the Board of Directors shall appoint a person who meets the qualifications for election or appointment to the vacant seat as set forth in Section 5.2 of this ARTICLE V: of these Bylaws.

Section 5.9 Compensation. No Director shall receive any compensation for such person's service in such capacity, except that the Board of Directors may provide for the reimbursement of actual travel and lodging expenses incurred by a Director in the performance of such person's duties.

Section 5.10 Executive, Operations and Long Range Planning, Finance, and Membership and Nominations Committee, and Other Committees. Unless otherwise provided in the Articles of Incorporation or these Bylaws, the Board of Directors, by resolution adopted by the greater of a majority of the total number of Directors then in office or the number of Directors required by the Articles of Incorporation or these Bylaws to take action, shall designate or provide for the designation of, from among its members, an Executive Committee, an Operations and Long Range Planning Committee, a Finance Committee and a Membership and Nominations Committee and may designate or provide for the designation of, from among its members, other committees, each consisting of two (2) or more Directors and each of which, to the extent specified and authorized by the Board

of Directors or in the Articles of Incorporation or these Bylaws, may exercise the authority of the Board of Directors in directing the management of the business and affairs of the corporation except as to the following matters:

- a. authorization of distributions;
- b. recommendation that the members of the corporation approve its dissolution, merger or sale, pledge or transfer of all or substantially all of its assets;
- c. election, appointment or removal of Directors or filling of vacancies on the Board of Directors or any committee of the Board of Directors;
- d. adoption, amendment or repeal of the Articles of Incorporation or these Bylaws; or
- e. any other matters that are specifically excepted from the authority of such committees by a provision of applicable law that cannot be modified or waived by a duly adopted Bylaw.

Any such committee or any member thereof may be discharged by lawful action of the Board of Directors or as provided by applicable law, the Articles of Incorporation or these Bylaws. A majority of the total number of members of any such committee that is composed of more than two (2) members may determine how such committee can act, when and where its meetings shall be held and how such meetings shall be conducted. Subject to the foregoing and except as otherwise provided in the Articles of Incorporation or these Bylaws or as otherwise determined by the Board of Directors, the provisions in these Bylaws governing meetings of the Board of Directors, action of the Board of Directors without a meeting, notice of meetings of the Board of Directors, waiver of such notice and quorum/voting requirements for meetings of the Board of Directors shall apply to committees established hereunder.

ARTICLE VI: MEETINGS OF DIRECTORS

Section 6.1 Regular Meetings. A regular meeting of the Board of Directors shall be held immediately prior to, and at the same place as, the annual meeting of members of the corporation. The Board of Directors may further provide the time and place, either within or without the State of North Carolina, for the holding of additional regular meetings.

Section 6.2 Special Meetings. Special meetings of the Board of Directors may be called at any time by the President or the Secretary or by that number of Directors which is not less than twenty percent (20%) of the number of Directors then in office and shall be called by the Secretary upon delivery, to the corporation, of the written request of that number of Directors which is not less than twenty percent (20%) of the number of Directors then in office.

Section 6.3 Place of Meetings. All meetings of the Board of Directors shall be held at the principal office of the corporation or at such other place, either within or

without the State of North Carolina, as shall be designated in the notice of the meeting or agreed upon by not less than a majority of the number of Directors fixed by or pursuant to these Bylaws or, if no number is so fixed, then agreed upon by a majority of the number of Directors in office immediately before the meeting begins.

Section 6.4 Notice of Meetings. Regular meetings of the Board of Directors may be held without notice except as otherwise provided in Section 5.6 of ARTICLE V: of these Bylaws and in Section 10.3 and Section 10.4 of ARTICLE X: of these Bylaws or unless otherwise required by any other provision of these Bylaws or by applicable law or the Articles of Incorporation.

The person or persons calling a special meeting of the Board of Directors shall, at least two (2) days before the meeting, give notice thereof to all Directors by any usual means of communication. Such notice need not specify the purpose for which the meeting is called except as otherwise provided in Section 5.6 of ARTICLE V: of these Bylaws and in Section 10.3 and Section 10.4 of ARTICLE X: of these Bylaws or unless otherwise required by any other provision of these Bylaws or by applicable law or the Articles of Incorporation. Any duly convened regular or special meeting may be adjourned by the Board of Directors to a later time without further notice.

Section 6.5 Waiver of Notice. Any Director may waive notice of any meeting of the Board of Directors or any committee of the Board of Directors, either before or after the meeting is held. Except as hereafter provided in this Section 6.5 of this ARTICLE VI: of these Bylaws, any such waiver must be in writing, signed by the Director entitled to the notice and delivered to the corporation for inclusion in the minutes of the associated meeting of the Board of Directors or filing with the corporate records.

The attendance by a Director at, or participation in, a meeting shall constitute a waiver of notice of such meeting except where a Director, at the beginning of the meeting, or, if the Director is not present at the beginning of the meeting, promptly upon that Director's arrival at the meeting, objects to holding the meeting or to the transaction of any business there because the meeting is not lawfully called or convened and does not thereafter vote or assent to action taken at the meeting.

Section 6.6 Quorum. A majority of the number of Directors fixed by or pursuant to these Bylaws constitutes a quorum for the transaction of business at a meeting of the Board of Directors or, if no number is so fixed, then a majority of the number of Directors in office immediately before the meeting begins shall constitute a quorum.

Section 6.7 Manner of Acting. The affirmative vote of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. If, during a meeting, a sufficient number of Directors leaves the meeting such that a quorum is no longer present, then any action taken thereafter shall not be considered to be an act of the Board of Directors unless it is approved pursuant to Section 6.9 of this ARTICLE VI: of these Bylaws.

The Board of Directors may determine that any vote at a meeting shall be taken by ballot or secret ballot and, where some Directors participate in the meeting by telephone conference call as contemplated by Section 6.9 of this ARTICLE VI: of these Bylaws, such ballot may be in electronic form and/or it may be delivered and/or returned by electronic means, which delivery and/or return may occur either during or promptly after the meeting.

Section 6.8 Presumption of Assent. A Director who is present at a meeting of the Board of Directors or a committee of the Board of Directors when action is taken is deemed to have assented to the action taken unless the:

- a. Director objects at the beginning of the meeting, or, if the Director is not present at the start of the meeting, promptly upon that Director's arrival, to holding the meeting or to transacting business at the meeting;
- b. Director's dissent or abstention from the action taken is entered in the minutes of the meeting; or
- c. Director files written notice of dissent or abstention from the action taken with the presiding officer of the meeting before its adjournment or with the corporation immediately after the adjournment of the meeting, but such right of dissent or abstention is not available to a Director who votes in favor of the action taken.

Section 6.9 Action without Meeting; Attendance by Telephone. Action required or permitted to be taken at a meeting of the Board of Directors may be taken without a meeting if a written consent to the action in question, describing the action taken, is signed by each of the Directors and filed in the minutes of the proceedings of the Board of Directors or with the corporate records, whether done before or after the action so taken. A Director's consent to action taken without a meeting may be in electronic form and/or delivered by electronic means.

The Board of Directors may permit any or all Directors to participate in a regular or special meeting of the Board by, or the Board may conduct the meeting through the use of, any means of communication by which all Directors participating may simultaneously hear each other during the meeting, such as a telephone conference call. A Director participating in a meeting by this means shall be deemed to be present in person at such meeting.

ARTICLE VII: OFFICERS

Section 7.1 Officers. The officers of the corporation shall consist of a President, an Executive Director, a Secretary, a Treasurer and such Vice Presidents, Assistant Secretaries, Assistant Treasurers and other officers as may be appointed from time to time by the Board of Directors. Any two (2) or more offices may be held by the same person, but no officer may act in more than one (1) capacity where action of two (2) or more officers is required. All officers of the corporation other than the Executive Director shall be Directors of the corporation.

Section 7.2 Appointment and Term. All officers shall be appointed by the Board of Directors. Each officer shall hold office until such person's successor is duly appointed and qualified or until such person's earlier death, resignation, retirement, removal or disqualification.

Section 7.3 Removal. Any officer may be removed at any time by lawful action of the Board of Directors, with or without cause.

Section 7.4 Resignation. An officer may resign at any time by providing written notice of such resignation to the corporation. A resignation is effective when such notice is received by the corporation or, except as hereafter provided in this Section 7.4 of this ARTICLE VII: of these Bylaws, at a later date, or upon the occurrence of a later event, if so specified in the notice. Acceptance of such resignation shall not be necessary for it to be effective. If a notice of resignation provides that such resignation becomes effective at a later date or upon the occurrence of a later event, the Board of Directors may fill the pending vacancy before such effective date by providing that the successor does not take office until the effective date. Notwithstanding anything to the contrary contained in the foregoing, the Board of Directors may accelerate a later effective date of a resignation that is specified in the written notice thereof to any earlier time, including the immediate time.

Section 7.5 President. The President shall be the chief executive officer of the corporation and, subject to the authority of the Board of Directors, shall have all of the duties and authority normally incident to that office. The President shall, when present, preside at all meetings of the Board of Directors and all meetings of members of the corporation. The President shall have such other duties and authority as may be prescribed from time to time by the Board of Directors.

Section 7.6 Executive Director. The Executive Director shall be the chief operating officer of the corporation and, subject to the authority of the Board of Directors and the President, shall have all of the duties and authority normally incident to that office. The Executive Director shall supervise and control the operations of the corporation and perform such other duties as may be prescribed from time to time by the Board of Directors or the President.

Section 7.7 Vice Presidents. In case of the absence or death of the President or such person's inability or refusal to act, any Vice Presidents, in the order of their length of service as such unless otherwise determined by the Board of Directors, shall have the authority and perform the duties of the President. Each Vice President shall perform such other duties and have such other powers as are normally incident to the office of Vice President or as shall be prescribed by the President or the Board of Directors.

Section 7.8 Secretary. The Secretary shall have the responsibility and authority to maintain and authenticate the records of the corporation, shall keep accurate records of the acts and proceedings of all meetings of members, Directors and committees of the Board of Directors, shall give all notices required by applicable law, the Articles of Incorporation and these Bylaws, shall have general charge of the corporate records and seal, shall keep all records of members that are required by applicable law, the Articles of

Incorporation or these Bylaws, shall sign such instruments as may require the signature of the Secretary and affix the seal of the corporation to any document required to be executed by the corporation under seal and, in general, shall perform all duties incident to the office of Secretary and such other duties as may be assigned to such person from time to time by the President or the Board of Directors.

Section 7.9 Treasurer. The Treasurer shall have custody of all funds and securities belonging to the corporation and shall be responsible for their receipt, deposit and disbursement, shall keep full and accurate accounts of the finances of the corporation in books provided for that purpose, shall generally have charge over the corporation's accounting and financial records, shall cause a true statement of the corporation's assets and liabilities as of the close of each fiscal year, and of the results of its operations and cash flows for such fiscal year, all in reasonable detail, to be prepared as soon as practicable after the end of such fiscal year, shall cause to be prepared and filed all reports and returns of the corporation that are required by applicable law and, in general, shall perform all other duties incident to the office of Treasurer and such other duties as may be assigned to such person from time to time by the President or the Board of Directors.

Section 7.10 Assistant Secretaries and Treasurers. Any Assistant Secretaries and Assistant Treasurers, in the order of their length of service as such unless otherwise determined by the Board of Directors, shall, in the absence or disability of the Secretary or the Treasurer, respectively, have all of the powers and perform all of the duties of those offices and shall, in general, perform such other duties as shall be assigned to them by the Secretary or the Treasurer, respectively, or by the President or the Board of Directors.

Section 7.11 Other Officers. The duties of any other officers appointed as provided in Section 7.1 of this ARTICLE VII: of these Bylaws shall be as prescribed by the Board of Directors from time to time.

Section 7.12 Bond. The Board of Directors may require any officer to give bond to the corporation, with sufficient surety as determined by the Board of Directors, conditioned on the faithful performance of the duties of such office and may further require any officer to comply with such other conditions as the Board of Directors may determine from time to time.

Section 7.13 Compensation of Officers. No officer except the Executive Director shall receive any compensation, excluding reimbursement of amounts actually expended on behalf of, or in service to, the corporation and according to policies authorized by the Board of Directors. The Executive Director shall be compensated in such amounts as are determined from time to time by the Executive Committee of the Board of Directors, or, if there is no such Executive Committee or if such Committee fails to act, then as determined by the Board of Directors.

**ARTICLE VIII:
CONTRACTS, LOANS, CHECKS AND DEPOSITS**

Section 8.1 Contracts. The Board of Directors may authorize any officer(s) or agent(s) to enter into any contract, or execute and deliver any instrument or agreement, in the name and on behalf of the corporation and such authority may be general or confined to specific instances.

Section 8.2 Loans. No “loan” (as this term is hereafter defined) shall be contracted on behalf of the corporation, and no evidence of a “loan” shall be issued in its name, unless authorized by the Board of Directors, which authority may be general or confined to specific instances. For purposes of this Section 8.2 of this ARTICLE VIII: of these Bylaws, “loan” means an indebtedness for borrowed money and does not include, without limitation, accounts payable or accrued expenses incurred in the ordinary course of the corporation’s business operations.

Section 8.3 Checks and Drafts. All checks, drafts or other orders for the payment of money issued in the name of the corporation shall be signed by such officer(s) or agent(s) of the corporation and in such manner as shall from time to time be determined by or under the authority of the Board of Directors.

Section 8.4 Deposits. All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such depositories as may be selected by or under the authority of the Board of Directors.

ARTICLE IX: INDEMNIFICATION

Section 9.1 Indemnification and Advancing of Expenses. Any person who at any time serves or has served as a Director, officer or employee of the corporation or who, while serving in such capacity, serves or has served, at the request of the corporation, as a Director or officer (or the comparable position that is applicable) for any other corporation, partnership, joint venture, trust or other enterprise, or as a trustee or administrator under an employee benefit plan, shall be indemnified by the corporation to the fullest extent permitted by applicable law (but only to the extent not paid or reimbursed by insurance or any other third party) against:

- a. all reasonable expenses, including attorneys’ fees, actually and necessarily incurred by such person in connection with any threatened, pending or completed action, suit or proceeding (and any appeal therein), whether civil, criminal, administrative or investigative and whether or not brought by or on behalf of the corporation (a “proceeding” for purposes of this ARTICLE IX: of these Bylaws), seeking to hold such person liable by reason of the fact of such capacity or the fact that such person is or was acting or failed to act in such capacity; and

- b. all payments made by such person in satisfaction of any judgment, money decree, fine, penalty or settlement for which such person may have become liable in any such proceeding.

To the fullest extent permitted by applicable law (but only to the extent not paid or reimbursed by insurance or any other third party), the corporation may pay reasonable expenses (including attorneys' fees) which are incurred by any person who at any time serves or has served as a Director, officer or employee of the corporation or who, while serving in such capacity, serves or has served, at the request of the corporation, as a Director or officer (or the comparable position that is applicable) for any other corporation, partnership, joint venture, trust or other enterprise, or as a trustee or administrator under an employee benefit plan, in defending a proceeding (and any appeal therein) in advance of the final disposition of such proceeding (or any appeal therein) upon receipt from such person of a written affirmation of such person's good faith belief that such person has acted or omitted to act in good faith and receipt of an undertaking by or on behalf of such person to reimburse the corporation for such advanced amounts if it shall not ultimately be determined that such person is entitled to be indemnified by the corporation against such expenses.

Section 9.2 Limitation on Indemnification. Notwithstanding the provisions of Section 9.1 of this ARTICLE IX: of these Bylaws, the corporation shall not be required to indemnify or agree to indemnify any person against reasonable expenses or other liabilities incurred by such person on account of any activities or omissions if:

- a. such activities were not taken or such omissions were not made in good faith;
- b. such person did not reasonably believe:
 - (i) in the case of conduct in such person's "official capacity" (as this term is hereafter defined) with the corporation, that such conduct was in the best interests of the corporation; or
 - (ii) in the case of conduct not in such person's "official capacity" (as this term is hereafter defined) with the corporation, that such conduct was at least not opposed to the best interests of the corporation; or
- c. such person:
 - (i) is adjudged liable to the corporation in connection with a proceeding by or in the right of the corporation; or
 - (ii) is adjudged liable, in connection with a proceeding not by or in the right of the corporation charging such person with improper personal benefit, whether or not involving action in such person's "official capacity" (as this term is hereafter defined), on the basis that personal benefit was improperly received by such person,

nor shall the corporation indemnify or agree to indemnify such person, incident to any criminal action or proceeding, with respect to actions or omissions of such person which such person had reasonable cause to believe were unlawful. Indemnification hereunder in connection with a proceeding by or in the right of the corporation that is concluded without a final adjudication on the issue of liability is limited to reasonable expenses incurred in connection with the proceeding.

Notwithstanding any other provision of this ARTICLE IX: of these Bylaws, the corporation shall neither indemnify any person nor purchase any liability insurance on behalf of any person in any manner or to any extent that would jeopardize or be inconsistent with qualification of the corporation as an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States internal revenue law) or that would result in imposition of tax or liability under Section 4941 of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States internal revenue law).

Section 9.3 Other Indemnification Rights. The indemnification provided by this ARTICLE IX: of these Bylaws shall not be deemed exclusive of any other rights to which any indemnified person may be entitled under any applicable law, Bylaw, agreement, vote of members of the corporation, vote of disinterested Directors of the corporation or otherwise and of any other procedure provided for by any of the foregoing, both as to action in such indemnified person's official capacity and as to action in another capacity while holding such office. In addition to the indemnification rights granted in this ARTICLE IX: of these Bylaws, and not in lieu hereof, any person indemnified hereunder shall be entitled to the same rights with respect to indemnification as are provided by the North Carolina Nonprofit Corporation Act or the corresponding provisions of any future nonprofit corporation law adopted in the State of North Carolina.

Section 9.4 Period of Indemnification. Any indemnification pursuant to this ARTICLE IX: of these Bylaws shall be applicable to acts or omissions which occurred prior to the adoption of such Article, shall continue as to any indemnified person who has ceased to be a Director, officer or employee of the corporation or to serve in another capacity while holding such office and shall inure to the benefit of the heirs and personal representatives of such indemnified person. No repeal or amendment of all or any portion of this ARTICLE IX: of these Bylaws shall affect any right of indemnification of a person with respect to any acts or omissions that occurred prior to such repeal or amendment.

Section 9.5 Reliance. Any person who at any time after the adoption of these Bylaws serves or has served as a Director, officer or employee of the corporation or who, while serving in such capacity, serves or has served, at the request of the corporation, as a Director or officer (or the comparable position that is applicable) for any other corporation, partnership, joint venture, trust or other enterprise, or as a trustee or administrator under an employee benefit plan, shall be deemed to be doing or to have done so in reliance upon, and as consideration for, the right of indemnification provided in this ARTICLE IX: of these Bylaws.

Section 9.6 Insurance. The Board of Directors may authorize the corporation to purchase and maintain insurance on behalf of any person who at any time serves or has served as a Director, officer or employee of the corporation or who, while serving in such capacity, is or was serving, at the request of the corporation, as a Director or officer (or the comparable position that is applicable) for any other corporation, partnership, joint venture, trust or other enterprise, or as a trustee or administrator under an employee benefit plan, against liability asserted against such person and incurred by such person in any such capacity or arising out of such person's status as such or acts or omissions in such capacity, whether or not the corporation would have had the obligation or power to indemnify the person against such liability under the provisions of these Bylaws or pursuant to applicable law.

Section 9.7 Definition. For purposes of this ARTICLE IX: of these Bylaws, "official capacity" means:

- a. when used with respect to a Director of the corporation, such person's said office; and
- b. when used with respect to an officer or employee of the corporation, the office in the corporation held by the officer or the employment relationship with the corporation undertaken by the employee.

"Official capacity" does not include service for any other corporation or any partnership, joint venture, trust, employee benefit plan or other enterprise.

ARTICLE X: GENERAL PROVISIONS

Section 10.1 Fiscal Year. The fiscal year of the corporation shall be fixed by the Board of Directors.

Section 10.2 Corporate Seal. The official seal of the corporation shall have inscribed thereon the name of the corporation and shall otherwise be as determined by the Board of Directors. It may be used by placing, by any process whatsoever, an impression, facsimile or other reproduction thereof.


Section 10.3 Amendment of Bylaws. These Bylaws may be amended, repealed or restated and new Bylaws may be adopted with approval of the Board of Directors as hereafter provided and without approval of the members of the corporation except as such members' approval is otherwise expressly required by the Articles of Incorporation or by any provision of applicable law that cannot be modified or waived by a duly adopted Bylaw. Such approval of the Board of Directors may occur by the affirmative vote of a majority of the Directors then in office taken at a duly constituted meeting, provided that written or printed notice of the meeting at which such proposed action is to be taken specifying that the purpose, or, if applicable, one (1) of the purposes, of the meeting is to consider an amendment to, or the repeal or restatement of, the Bylaws or the adoption of new Bylaws, as may be applicable, and containing, or being accompanied by a copy, summary or statement of the general nature of, the proposed amendment or containing, or being accompanied by a copy of, the proposed restated or new Bylaws, as may be applicable, is given to all Directors

by personal delivery, United States mail, private delivery service, e-mail, facsimile transmission or other form of wire or wireless communication not less than five (5) days before the meeting by or at the direction of the Board of Directors, President, Secretary or other person(s) calling the meeting. In lieu of the holding of a meeting, the approval by the Board of Directors contemplated by this Section 10.3 of this ARTICLE X: of these Bylaws may occur without a meeting pursuant to the provisions of Section 6.9 of ARTICLE VI: of these Bylaws. Any Director may waive notice of any such meeting pursuant to the provisions of Section 6.5 of ARTICLE VI: of these Bylaws, provided that such waiver is in a writing signed by the Director which specifies that the purpose, or, if applicable, one (1) of the purposes, of the meeting is or was, as may be applicable, to consider an amendment to, or the repeal or restatement of, the Bylaws or the adoption of new Bylaws, as may be applicable, and which contains, or is accompanied by a copy, summary or statement of the general nature of, the proposed amendment or contains, or is accompanied by a copy of, the proposed restated or new Bylaws, as may be applicable.

Section 10.4 Amendment of Articles of Incorporation. The Articles of Incorporation may be amended or restated with approval of the Board of Directors as hereafter provided and without approval of the members of the corporation except as such members' approval is otherwise expressly required by the Articles of Incorporation or by any provision of applicable law that cannot be modified or waived by a duly adopted Bylaw. Such approval of the Board of Directors may occur by the affirmative vote of a majority of the Directors then in office taken at a duly constituted meeting, provided that written or printed notice of the meeting at which such proposed action is to be taken specifying that the purpose, or, if applicable, one (1) of the purposes, of the meeting is to consider an amendment to or the restatement of, as may be applicable, the Articles of Incorporation and containing, or being accompanied by a copy, summary or statement of the general nature of, the proposed amendment or containing, or being accompanied by a copy of, the proposed restated Articles of Incorporation, as may be applicable, is given to all Directors by personal delivery, United States mail, private delivery service, e-mail, facsimile transmission or other form of wire or wireless communication not less than five (5) days before the meeting by or at the direction of the Board of Directors, President, Secretary or other person(s) calling the meeting. In lieu of the holding of a meeting, the approval by the Board of Directors contemplated by this Section 10.4 of this ARTICLE X: of these Bylaws may occur without a meeting pursuant to the provisions of Section 6.9 of ARTICLE VI: of these Bylaws. Any Director may waive notice of any such meeting pursuant to the provisions of Section 6.5 of ARTICLE VI: of these Bylaws, provided that such waiver is in a writing signed by the Director which specifies that the purpose, or, if applicable, one (1) of the purposes, of the meeting is or was, as may be applicable, to consider an amendment to or the restatement of, as may be applicable, the Articles of Incorporation and which contains, or is accompanied by a copy, summary or statement of the general nature of, the proposed amendment or contains, or is accompanied by a copy of, the proposed restated Articles of Incorporation, as may be applicable.

The undersigned Secretary of NORTH CAROLINA 811, INC., does hereby certify that the foregoing are the Bylaws of the Corporation as amended and restated on April 21, 2023, by lawful action of the Board of Directors of the corporation taken at a duly called and held regular meeting held on April 21, 2023.

This the 21st day of July, 2023.


Signature

Name: Jeff Whitaker

Title: Secretary

(CORPORATE SEAL)

FILED

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ARTICLES OF INCORPORATION

OF

UTILITIES LOCATING COMPANY, INC.

THAD EURE
SECRETARY OF STATE
NORTH CAROLINA

the undersigned natural person, being of the age of eighteen (18) years or more, do make and acknowledge these Articles of Incorporation for the purpose of forming a non-profit corporation under and by virtue of the laws of the State of North Carolina as contained in Chapter 55A of the General Statutes of North Carolina, entitled "Non-Profit Corporation Act" and the several amendments thereto, and to that end do hereby set forth:

ARTICLE I

The name of the corporation is Utilities Locating Company, Inc.

ARTICLE II

The period of duration of the corporation shall be perpetual.

ARTICLE III

The purposes for which the corporation is organized are:

a. To provide an improved communications service to enable contractors, utilities, authorities and the general public to notify participating members of the corporation prior to excavation by said parties in the service areas of said participating members of the corporation; to provide further and additional notice and information to such contractors, other utilities, authorities and the general public with regard to the location of underground facilities; to encourage all owners of underground facilities and other interested parties involved in construction activities to utilize said communications service in order to prevent customer outages by disruption of service and possible damage to public and

private property; to encourage the use of the communications service through various methods; to cooperate with local, state and federal agencies having need to know the location of underground facilities of participating members of the corporation; to promote the full discussion and exchange of ideas regarding the planning and conduct of the activities of the corporation; to disseminate the significant results of all the efforts and activities of the corporation.

b. To engage in any lawful activity including, but not limited to, manufacturing, processing, selling, brokering, factoring, distributing, lending, borrowing, or investing in, any type of property whether real or personal, tangible or intangible; acquiring, owning, mortgaging, leasing, operating, selling, and otherwise disposing of any type of property whether real or personal tangible or intangible; performing personal services of any nature, entering into or serving in any type of management, investigative, advisory, promotional, protective, insurance, guarantyship, suretyship, fiduciary or representative capacity or relationship for any person or corporations whatsoever; borrowing money, issuing bonds, debentures, notes or obligations of the corporation and to secure the same by mortgage, pledge, deed of trust, or other forms of security, and to sell or otherwise dispose of any or all of such bonds, debentures, notes or obligations in such manner and upon such terms as the Board of Directors may deem advisable; to engage in any manufacturing, distributing, transportation, shipping, financial, or mercantile business or businesses of any kind, and to do all things incidental thereto; to do any and all of the acts and things herein set forth, as principal, factor, agent, contractor, or otherwise, either alone or in company with others; and to carry on any other similar business which is incidental or conducive or

convenient or proper to the attainment of the foregoing purposes of any or them, and which is not forbidden by law; and to engage in any other act or activity for which corporations may be organized under Chapter 55A of the General Statutes of North Carolina, and the several amendments thereto.

ARTICLE IV

The corporation shall have two (2) classes of members, Class ONE Members and Class TWO Members. The designation and qualifications of Class ONE Members shall be made according to the By-Laws of the corporation. The following corporations are designated as the initial Class ONE Members:

- (1) Carolina Power & Light Company
- (2) Carolina Telephone and Telegraph Company
- (3) Central Telephone Company
- (4) Western Carolina Telephone Company
(Westco Telephone Company)
- (5) Duke Power Company
- (6) General Telephone Company of the Southeast
- (7) Heins Telephone Company
- (8) North Carolina Natural Gas Corporation
- (9) Norfolk Carolina Telephone Company
- (10) Piedmont Natural Gas Company, Inc.
- (11) Public Service Company of North
Carolina, Incorporated
- (12) Southern Bell Telephone and Telegraph
Company

ARTICLE V

All members of the corporation who are not designated and qualified as Class ONE Members shall be Class TWO Members. The designation and qualification of Class TWO Members shall be made according to the By-Laws of the corporation. Class TWO Members shall have the right to vote for the election of such number of Directors as shall be specified by the By-Laws and

ARTICLE VI

The address of the initial registered office of the corporation is 1400 Wachovia Building, Greensboro, Guilford County, North Carolina, and the name of the initial registered agent at such address is T. Carlton Younger, Jr.

ARTICLE VII

The number of directors of the corporation and the method of election of directors shall be fixed by the By-Laws, but shall not be less than nine (9). The number of directors constituting the initial Board of Directors shall be fifteen (15) and the name and address of each person who is to serve as director until the first meeting of members or until his successor is elected and qualified is:

<u>Name</u>	<u>Address</u>
L. J. Spaanbroek	Carolina Power & Light Company 411 Fayetteville Street Raleigh, North Carolina ✓
E. F. Dozier	Carolina Telephone and Telegraph Company 122 East St. James Street Tarboro, North Carolina ✓
Paul Beasley	Central Telephone Company 106 Second Street, NW Hickory, North Carolina ✓
Robert Slankard	Western Carolina Telephone Company 124 West Main Street Sylva, North Carolina ✓
George Sweet	Duke Power Company 422 South Church Street Charlotte, North Carolina ✓
Ben Brown	General Telephone Company of the Southeast 104 City Hall Plaza Durham, North Carolina ✓
Guy Warrick	Heins Telephone Company 119 North Moore Street Sanford, North Carolina ✓

<u>Name</u>	<u>Address</u>
Paul Sobczak	North Carolina Natural Gas Corporation 150 Rowan Street Fayetteville, North Carolina ✓
H. B. Houtz	Norfolk Carolina Telephone Company 103 South Road Street Elizabeth City, North Carolina ✓
E. L. Manning	Piedmont Natural Gas Company, Inc. 4301 Yancey Road Charlotte, North Carolina ✓
J. W. Brown	Public Service Company of North Carolina, Incorporated 400 Cox Road Gastonia, North Carolina ✓
W. F. Weston	Greenville Utilities Commission 200 East Fifth Street Greenville, North Carolina
Edward Thomas	Piedmont Electric Membership Corporation 129 East Tryon Street Hillsborough, North Carolina
Robert Sink	Gas Department, City of Lexington City Hall Lexington, North Carolina ✓
Ted Thompson	Mid-Carolina Telephone Company 600 Highway 51 Matthews, North Carolina

ARTICLE VIII

The name and address of the incorporator is:

T. Carlton Younger, Jr.
1400 Wachovia Building
Post Office Drawer U
Greensboro, North Carolina 27402

IN TESTIMONY WHEREOF, the incorporator has here-
unto set his hand and seal, this 16th day of February, 1978.

T. Carlton Younger, Jr. (SEAL)
T. Carlton Younger, Jr.

STATE OF NORTH CAROLINA

COUNTY OF GUILFORD

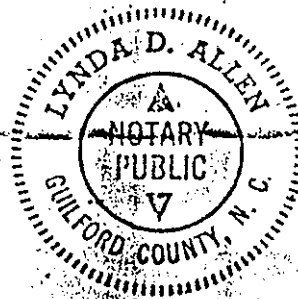
This is to certify that on the 11th day of February, before me, a Notary Public, personally appeared T. Carlton Younger, Jr., who I am satisfied is the person named in and who executed the foregoing Articles of Incorporation, and I having first made known to him the contents thereof, did acknowledge that he signed and delivered the same as his voluntary act and deed for the uses and purposes therein expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, this the 11th day of February, 1972

Lynda D. Allen
Notary Public

My Commission Expires:

September 30, 1981



ARTICLES OF AMENDMENT
OF
UTILITIES LOCATING COMPANY, INC.

The undersigned nonprofit corporation hereby submits these Articles of Amendment for the purpose of amending its Articles of Incorporation.

1. The name of the corporation is **UTILITIES LOCATING COMPANY, INC.**

2. The following amendment to the Articles of Incorporation of the Corporation was adopted by the voting members of the Corporation on the 22nd day of January, 1993, in the manner prescribed by law:

(a) Articles IV and V are stricken in their entirety and in lieu thereof the new Article IV is:

The Corporation shall have members which may be divided into such classes as provided in the Bylaws. All members shall be accepted, appointed, elected, or designated in the manner provided in the Bylaws.

(b) Article VI is stricken in its entirety and in lieu thereof the following new Article IV is:

The address of the registered office of the Corporation is Suite 215, 1 Centerview Drive, Greensboro, NC 27407, Guilford County, NC, and the name of the registered agent at such address is George Glenn.

(c) Article VII is stricken in its entirety and in lieu thereof the following new Article V is:

The number of directors of the Corporation, the terms of said directors, and their method of election or appointment shall be as provided in the Bylaws.

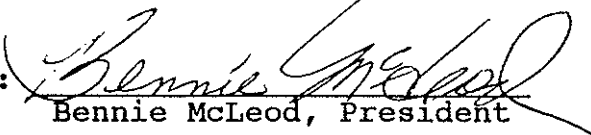
3. The number of voting members of the Corporation at the time of the adoption of the above amendment was **one hundred twenty (120)**; the number of votes entitled to be cast thereon was **one hundred twenty (120)**; and the number of votes indisputably represented at the meeting in person or by proxy was **forty one (41)**.

4. The number of votes cast for the amendment was **forty one (41)** and the number of votes cast against the amendment was **-0-**

This the 22nd day of January, 1993.

UTILITIES LOCATING COMPANY, INC.

By:


Bennie McLeod, President

94 035 9012

C - 0154386
FILED
9:00 AM

FEB 03 1994

EFFECTIVE
RUFUS L. EDMISTEN
SECRETARY OF STATE
NORTH CAROLINA

ARTICLES OF AMENDMENT
OF
UTILITIES LOCATING COMPANY, INC.

The undersigned nonprofit corporation hereby submits these ARTICLES OF AMENDMENT for the purpose of amending its Articles of Incorporation.

1. The name of the Corporation is UTILITIES LOCATING COMPANY, INC.

2. The following amendment to the Articles of Incorporation was adopted by the voting members of the Corporation on the 21st day of January, 1994, and in the manner prescribed by law:

THE NAME OF THE CORPORATION IS CHANGED FROM UTILITIES LOCATING COMPANY, INC. TO THE NORTH CAROLINA ONE-CALL CENTER, INC.

3. The address of the registered office of the Corporation is changed to: 2300 WEST MEADOWVIEW DRIVE, SUITE 227, GREENSBORO 27407, GUILFORD COUNTY, NC.

4. The number of voting members of the Corporation at the time of the adoption of the Amendment was ONE HUNDRED AND FIFTY-THREE (153), and the number of votes entitled to be cast thereon was ONE HUNDRED AND FIFTY-THREE (153); and the number of votes indisputably represented at the meeting in person or by proxy was ONE HUNDRED AND FIFTY-THREE (153).

5. The number of votes cast for the Amendment was ONE HUNDRED AND FORTY-FIVE (145) and the number of votes cast against the Amendment was EIGHT (8).

This the 21st day of January 1994.

THE NORTH CAROLINA ONE-CALL CENTER, INC.

By: Wiley Cruise
WILEY CRUISE, PRESIDENT

STATE OF NORTH CAROLINA



Department of The
Secretary of State

To all whom these presents shall come, Greetings:

I, Rufus L. Edmisten, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF AMENDMENT

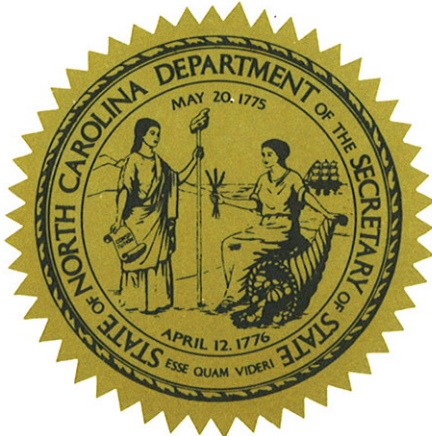
OF

UTILITIES LOCATING COMPANY, INC.

**Which changed its name to:
THE NORTH CAROLINA ONE-CALL CENTER, INC.**

the original of which was filed in this office on the 3rd day of February, 1994.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 3rd day of February, 1994.



Rufus L. Edmisten

Secretary of State

ARTICLES OF RESTATEMENT
OF
THE NORTH CAROLINA ONE-CALL CENTER, INC.

The undersigned Nonprofit Corporation hereby submits these ARTICLES OF RESTATEMENT for the purpose of integrating into one document its original Articles of Incorporation and all amendments thereto:

1. The name of the Corporation is THE NORTH CAROLINA ONE-CALL CENTER, INC.
2. Attached hereto as an exhibit are the Restated Articles of Incorporation.
3. The Restated Articles of Incorporation do not contain any amendments to the Articles of Incorporation requiring member approval, as the Bylaws provide that the Articles of Incorporation may be amended by action of the Board of Directors, and the Restated Articles of Incorporation have been duly adopted by the Board of Directors in accordance with the pertinent provisions of the Bylaws.

This the 7 day of ~~November~~, 1994.
DECEMBER

THE NORTH CAROLINA ONE-CALL CENTER, INC.

By: _____

Wiley Cruise
WILEY CRUISE, PRESIDENT


RESTATED ARTICLES OF INCORPORATION
OF
THE NORTH CAROLINA ONE-CALL CENTER, INC.

The undersigned, being of the age of eighteen years or more, does hereby make and acknowledge these Articles of Incorporation for the purpose of forming a nonprofit corporation under and by virtue of the laws of the State of North Carolina.

1. The name of the Corporation is: THE NORTH CAROLINA ONE-CALL CENTER, INC.
2. The period of duration of the Corporation is perpetual.
3. The purposes for which the Corporation is organized are as more fully set forth and defined in North Carolina General Statute 87-100, et seq, and/or any amendments, replacements, or substitutions thereof.
4. The Corporation shall have members which may be divided into such classes as shall be provided in the Bylaws. All members shall be accepted, appointed, elected, or designated in the manner provided in the Bylaws.
5. The Directors of the Corporation shall be elected or appointed in the manner and for the terms provided in the Bylaws.
6. No part of the net earnings of the Corporation shall inure to the benefit of any officer, director, or member of the Corporation, and upon dissolution the Corporation, the assets thereof shall be distributed in accordance with Articles 13 and/or 14 of North Carolina General Statute 55A, or any substitutions, replacements, or amendments thereto.
7. To the full extent from time to time permitted by law, no person who is serving or who has served as a Director of the Corporation shall be personally liable for any action for monetary damages for breach of his or her duty as a Director. Neither the amendment or repeal of this Article, nor the adoption of any provision of these Articles inconsistent with this Article, shall eliminate or reduce the protection afforded by this Article to a Director of this Corporation with respect to any matter which occurred, or any cause of action, suit or claim which but for this Article would have accrued or arisen prior to such amendment, repeal or adoption.

8. The address of the registered office of the Corporation in the State of North Carolina is: 2300 West Meadowview Drive, Suite 227, Greensboro 27407, Guilford County, NC, and the name of the initial registered agent at such address is: GEORGE W. GLENN.

This the 7 day of DECEMBER, 1994.



WILEY CRUISE/PRESIDENT

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

I, _____, a notary public, do hereby certify that WILEY CRUISE personally appeared before me this the _____ day of _____, 1994, and acknowledged the due execution of the foregoing Restated Articles of Incorporation.

NOTARY PUBLIC

My Commission expires: _____

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE NORTH CAROLINA ONE-CALL CENTER, INC.

The undersigned *nonprofit corporation* hereby submits these AMENDED and RESTATED ARTICLES of INCORPORATION for the purpose of amending and restating its Articles of Incorporation and previous amendments thereto.

1. The name of the corporation is *THE NORTH CAROLINA ONE-CALL CENTER, INC.*
2. The text of the *Amendment and Restatement* is as follows:



1. The name of the corporation is *THE NORTH CAROLINA ONE-CALL CENTER, INC.*
2. The corporation has members with such designations, rights, powers, and privileges as provided in the bylaws.
3. The address of the registered office of the corporation in the State of North Carolina is *2300 WEST MEADOWVIEW DRIVE, SUITE 227, GREENSBORO, 27407, GUILFORD COUNTY, NC.*; and the name of its registered agent at such address is *GEORGE L. GLENN*.
4. The street address and the mailing address of the principal office of the corporation is the same as set forth in paragraph 3, *supra*.
5. Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, scientific, testing for public safety, purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.
6. The purposes for which the corporation is organized are: to provide an organization to comply with the mandated provisions of Article 8 of Chapter 87 of the North Carolina General Statutes (*UNDERGROUND DAMAGE PREVENTION*), that is an association sponsored by utility owners that will provide for receipt of notification of excavation operations in a defined geographical area, and that will maintain the records of notifications all in order to enable contractors, utilities, public bodies, and the general public to notify participating members of the corporation prior to the excavation by parties in the servicing areas of said parties in order to prevent damage to underground utilities (as defined in the Statute paragraph (12) of same. For all purposes of organization of the corporation, Article 8 of Chapter 87 of the North Carolina General Statutes is incorporated herein by reference as if fully copied.
7. To the fullest extent permitted by the North Carolina Nonprofit Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director of the corporation shall be personally liable for monetary damages for breach of duty as a director. No amendment or repeal of this Article, nor the adoption of

any other amendment to these Articles inconsistent with this Article, shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal or adoption.

8. Approval by a sufficient vote of the Board of Directors of the corporation was obtained, and approval of the members was not required because the Bylaws of the corporation specifically set forth that the Articles may be amended by action of the majority of the Board of Directors without membership approval of the amendment.

This the ____ day of March, 1996.

t
THE NORTH CAROLINA ONE-CALL CENTER, INC.

By: _____


RODNEY M. TART
PRESIDENT

STATE OF NORTH CAROLINA



Department of The
Secretary of State

To all whom these presents shall come, Greetings:

I, JANICE H. FAULKNER, *Secretary of State of the State of North Carolina*, do hereby certify the following and hereto attached to be a true copy of

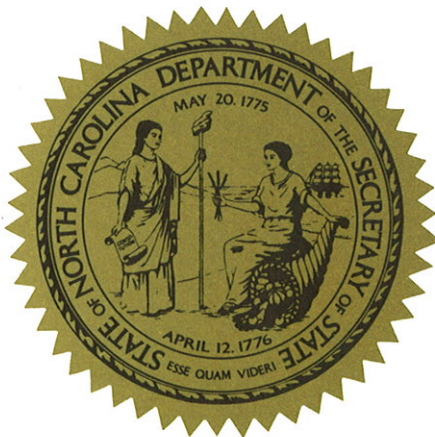
**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

OF

THE NORTH CAROLINA ONE-CALL CENTER, INC.

the original of which was filed in this office on the 12th day of April, 1996.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 12th day of April, 1996.



Janice H. Faulkner
Secretary of State

FILED
10:21 A.M.
APR 12 1996

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE NORTH CAROLINA ONE-CALL CENTER, INC.

EFFECTIVE
JANICE H. FAULKNER
SECRETARY OF STATE
NORTH CAROLINA

The undersigned *nonprofit corporation* hereby submits these AMENDED and RESTATED ARTICLES of INCORPORATION for the purpose of amending and restating its Articles of Incorporation and previous amendments thereto.

1. The name of the corporation is *THE NORTH CAROLINA ONE-CALL CENTER, INC.*

2. The text of the *Amendment and Restatement* is as follows:



1. The name of the corporation is *THE NORTH CAROLINA ONE-CALL CENTER, INC.*

2. The corporation has members with such designations, rights, powers, and privileges as provided in the Bylaws.

3. The address of the registered office of the corporation in the State of North Carolina is *2300 WEST MEADOWVIEW DRIVE, SUITE 227, GREENSBORO, 27407, GUILFORD COUNTY, NC.*; and the name of its registered agent at such address is *GEORGE L. GLENN*. The principal office address of the corporation is the same as the registered office address.

4. The street address and the mailing address of the principal office of the corporation is the same as set forth in paragraph 3, *supra*.

5. Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, scientific, testing for public safety, purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

6. The purposes for which the corporation is organized are: to provide an organization to comply with the mandated provisions of Article 8 of Chapter 87 of the North Carolina General Statutes (*UNDERGROUND DAMAGE PREVENTION*), that is an association sponsored by utility owners that will provide for receipt of notification of excavation operations in a defined geographical area, and that will maintain the records of notifications all in order to enable contractors, utilities, public bodies, and the general public to notify participating members of the corporation prior to the excavation by parties in the servicing areas of said parties in order to prevent damage to underground utilities (as defined in the Statute paragraph (12) of same. For all purposes of organization of the corporation, Article 8 of Chapter 87 of the North Carolina General Statutes is incorporated herein by reference as if fully copied.

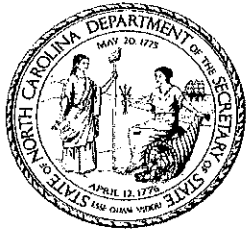
7. To the fullest extent permitted by the North Carolina Nonprofit Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director of the corporation shall be personally liable for monetary damages for breach of duty as a director. No amendment or repeal of this Article, nor the adoption of any other amendment to these Articles inconsistent with this Article, shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal or adoption.

8. Approval by a sufficient vote of the Board of Directors of the corporation was obtained, and approval of the members was not required because the Bylaws of the corporation specifically set forth that the Articles may be amended by action of the majority of the Board of Directors without membership approval of the amendment.

This the 29th day of March, 1996.

THE NORTH CAROLINA ONE-CALL CENTER, INC.

By: 
RODNEY M. TART
PRESIDENT



NORTH CAROLINA

Department of The Secretary of State

To all whom these presents shall come, Greetings:

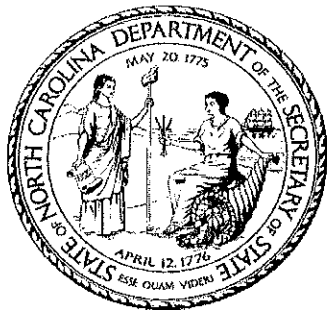
I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF AMENDMENT

OF

**THE NORTH CAROLINA ONE-CALL CENTER, INC.
WHICH CHANGED ITS NAME TO
NORTH CAROLINA 811, INC.**

the original of which was filed in this office on the 20th day of April, 2010.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 20th day of April, 2010

Elaine F. Marshall
Secretary of State

SOSID: 0154386
Date Filed: 4/20/2010 2:18:00 PM
Elaine F. Marshall
North Carolina Secretary of State
C201011000337

**ARTICLES OF AMENDMENT
OF
THE NORTH CAROLINA ONE-CALL CENTER, INC.**

Pursuant to §55A-10-05 of the General Statutes of North Carolina, as amended, the undersigned non-profit corporation hereby submits the following Articles of Amendment for the purpose of amending its Amended and Restated Articles of Incorporation:

1. The name of the Corporation is The North Carolina One-Call Center, Inc.
2. The text of the amendment adopted is as follows:

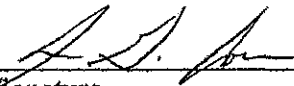
RESOLVED, that Paragraph 1 of the Amended and Restated Articles of Incorporation of the Corporation be and it hereby is deleted in its entirety and the following is substituted in its place and stead:

“1. The name of the Corporation is North Carolina 811, Inc.”

3. The amendment was adopted on April 16, 2010.
4. The amendment was approved by lawful action of the Board of Directors of the Corporation. The amendment did not require approval by the Members of the Corporation because the Bylaws of the Corporation so provide.
5. The amendment did not require approval by some other person(s) pursuant to §55A-10-30 of the General Statutes of North Carolina, as amended.
6. These Articles of Amendment are effective upon filing in the office of the North Carolina Secretary of State.

IN WITNESS WHEREOF, these Articles of Amendment are signed in the name of the Corporation by its authorized officer, this the 16 day of April, 2010.

THE NORTH CAROLINA ONE-CALL
CENTER, INC.

By: 
Signature

Name: Roger G. Jones
Please Print

Title: President, Board of Directors



NORTH CAROLINA

Department of The Secretary of State

To all whom these presents shall come, Greetings:

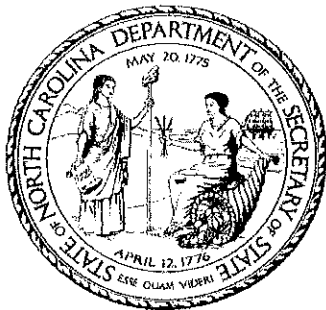
I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF ORGANIZATION

OF

NORTH CAROLINA ONE-CALL CENTER LLC

the original of which was filed in this office on the 27th day of April, 2010.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 27th day of April, 2010

Elaine F. Marshall
Secretary of State

**ARTICLES OF ORGANIZATION
OF
NORTH CAROLINA ONE-CALL CENTER LLC**

Pursuant to Section 57C-2-20 of the General Statutes of North Carolina, the undersigned does hereby submit these Articles of Organization for the purpose of forming a limited liability company.

1. The name of the limited liability company is NORTH CAROLINA ONE-CALL CENTER LLC.

2. The name and address of the organizer executing these Articles of Organization are:

Name

Address

Tram N. Rattavong

300 North Greene Street, Suite 200
Greensboro, NC 27401

The organizer shall not be a member of the limited liability company by virtue of being the organizer.

3. The street address, mailing address, and county of the initial registered office of the limited liability company in the State of North Carolina are:

2300 W. Meadowview Drive, Suite 227
Greensboro, NC 27407
Guilford County

4. The name of the initial registered agent of the limited liability company in the State of North Carolina is George L. Glenn.

5. The street address, mailing address, and county of the principal office of the limited liability company are:

2300 W. Meadowview Drive, Suite 227
Greensboro, NC 27407
Guilford County

6. The limited liability company shall be member-managed; thus, all of the members of the limited liability company shall be managers of the limited liability company by virtue of their status as members.

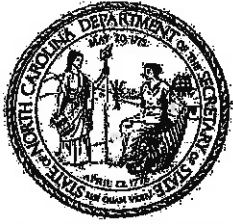
7. To the fullest extent permitted by the North Carolina Limited Liability Company Act as it currently exists or may be subsequently amended, no person who is serving or who has served as a manager of the limited liability company shall be personally liable to the limited liability company, to any of its members or to any third parties for monetary damages for breach of duty as a manager. No amendment or repeal of this article, nor the adoption of any provision to these Articles of Organization inconsistent with this article, shall eliminate or reduce the

protection granted by this provision with respect to any matter that occurred prior to such amendment, repeal or adoption.

8. These Articles of Organization shall be effective upon filing.

This the 26th day of April, 2010.

Signature: Tiam N. Rattanaavong
Name: Tiam N. Rattanaavong
Capacity: Organizer



NORTH CAROLINA

Department of The Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF AMENDMENT

OF

NORTH CAROLINA 811, INC.

the original of which was filed in this office on the 27th day of January, 2011.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 27th day of January, 2011

Elaine F. Marshall

Secretary of State

**ARTICLES OF AMENDMENT
OF
NORTH CAROLINA 811, INC.**

Pursuant to §55A-10-05 of the General Statutes of North Carolina, as amended, the undersigned non-profit corporation hereby submits the following Articles of Amendment for the purpose of amending its Amended and Restated Articles of Incorporation, as previously amended:

1. The name of the Corporation is North Carolina 811, Inc.
2. The texts of the first, second, third and final amendments adopted are as set forth on **EXHIBIT A, EXHIBIT B, EXHIBIT C** and **EXHIBIT D**, respectively, attached hereto and made a part hereof by reference.
3. The amendments were adopted on January 21, 2011.
4. The amendments were approved by lawful action of the Board of Directors of the corporation and by lawful action of the members of the Corporation.
5. The amendments did not require approval by some other person(s) pursuant to §55A-10-30 of the General Statutes of North Carolina, as amended.
6. These Articles of Amendment are effective upon filing in the office of the North Carolina Secretary of State.

IN WITNESS WHEREOF, these Articles of Amendment are signed in the name of the corporation by its authorized officer, this the 21st day of January, 2011.

NORTH CAROLINA 811, INC.

By: [Signature]
Signature

Name: Roger G. Jones
Please Print

Title: President

EXHIBIT A

NOW, THEREFORE, IT IS RESOLVED THAT Paragraphs 3 through 8 of the Amended and Restated Articles of Incorporation of the corporation, as previously amended, be and they hereby are re-numbered as Paragraphs 6 through 11 thereof, respectively.

EXHIBIT B

IT IS FURTHER RESOLVED THAT the following new Paragraph 3 is hereby added to the Amended and Restated Articles of Incorporation of the corporation, as previously amended:

"3. The Articles of Incorporation of the corporation may be amended and/or restated with approval of the Board of Directors and without approval of the members of the corporation except as such members' approval is otherwise expressly required by a provision of applicable law that cannot be modified or waived by a duly adopted provision of the Articles of Incorporation and subject to compliance with any applicable provisions of the Bylaws of the corporation that are not inconsistent herewith. For purposes of this Paragraph, the term 'Articles of Incorporation' includes original articles of incorporation, amendments to articles of incorporation, restatements of articles of incorporation and articles of merger."

EXHIBIT C

IT IS FURTHER RESOLVED THAT the following new Paragraph 4 is hereby added to the Amended and Restated Articles of Incorporation of the corporation, as previously amended:

"4. The Bylaws of the corporation may be amended, repealed and/or restated and new Bylaws may be adopted with approval of the Board of Directors and without approval of the members of the corporation except as such members' approval is otherwise expressly required by a provision of applicable law that cannot be modified or waived by a duly adopted provision of the Articles of Incorporation and subject to compliance with any applicable provisions of the Bylaws of the corporation that are not inconsistent herewith. For purposes of this Paragraph, the term 'Articles of Incorporation' includes original articles of incorporation, amendments to articles of incorporation, restatements of articles of incorporation and articles of merger."

EXHIBIT D

IT IS FURTHER RESOLVED THAT the following new Paragraph 5 is hereby added to the Amended and Restated Articles of Incorporation of the corporation, as previously amended:

"5. Any Director may be removed from office at any time, with or without cause, by lawful action of the Board of Directors, subject to compliance with any applicable provisions of the Bylaws of the corporation that are not inconsistent herewith."



NORTH CAROLINA

Department of The Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

CHANGE OF REGISTERED OFFICE AND/OR REGISTERED AGENT

OF

NORTH CAROLINA 811, INC.

the original of which was filed in this office on the 18th day of June, 2012.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 18th day of June, 2012

Elaine F. Marshall

Secretary of State

C201216600023

STATEMENT OF CHANGE
OF
REGISTERED OFFICE AND REGISTERED AGENT
OF
NORTH CAROLINA 811, INC.

The undersigned corporation hereby submits the following for the purpose of changing its Registered Office and its Registered Agent in the State of North Carolina:

1. The name of the corporation is North Carolina 811, Inc.
2. The street address and the county of the current Registered Office of the corporation in the State of North Carolina are 2300 W. Meadowview Drive, Suite 227, Greensboro, NC 27407, and Guilford County, respectively. The mailing address of the current Registered Office of the corporation in the State of North Carolina is 2300 W. Meadowview Drive, Suite 227, Greensboro, NC 27407.
3. The name of the current Registered Agent of the corporation in the State of North Carolina is George W. Glenn.
4. The street and mailing address and the county of the new Registered Office of the corporation in the State of North Carolina are 300 North Greene Street, Suite 200, Greensboro, NC 27401, and Guilford County, respectively.
5. The name of the new Registered Agent of the corporation in the State of North Carolina is HD Business Services LLC which, by its signature below through its authorized representative, hereby consents to such appointment.

HD Business Services LLC, a North Carolina
limited liability company

By: Henry B Mangum, Jr.
Henry B Mangum, Jr., Manager

6. The address of the new Registered Office of the corporation in the State of North Carolina and the address of the business office of the new Registered Agent of the corporation in the State of North Carolina are identical.

This the 5th day of June, 2012.

North Carolina 811, Inc.

By: Louis Panzer
Louis Panzer, Executive Director



NORTH CAROLINA

Department of the Secretary of State

To all whom these presents shall come, Greetings:

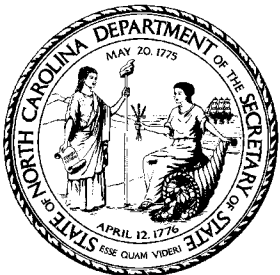
I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

CHANGE OF REGISTERED OFFICE AND/OR REGISTERED AGENT

OF

NORTH CAROLINA 811, INC.

the original of which was filed in this office on the 23rd day of April, 2019.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 23rd day of April, 2019.

Elaine F. Marshall

Secretary of State

STATE OF NORTH CAROLINA
DEPARTMENT OF THE SECRETARY OF STATE

STATEMENT OF CHANGE OF REGISTERED
OFFICE AND/OR REGISTERED AGENT

Pursuant to §55D-31 of the General Statutes of North Carolina, the undersigned entity submits the following for the purpose of changing its registered office and/or registered agent in the State of North Carolina.

INFORMATION CURRENTLY ON FILE

The name of the entity is: North Carolina 811, Inc.

The street address and county of the entity's registered office currently on file is:

Number and Street: 300 North Greene Street, Ste 200

City: Greensboro State: NC Zip Code: 27401 County: Gulford

The mailing address if different from the street address of the registered office currently on file is:

Number and Street: _____

City: _____ State: NC Zip Code: _____ County: _____

The name of the current registered agent is: HD Business Services LLC

NEW INFORMATION

1. The street address and county of the new registered office of the entity is:
(complete this item only if the address of the registered office is being changed)

Number and Street: 2000 Renaissance Plaza, 230 N. Elm Street

City: Greensboro State: NC Zip Code: 27401 County: Gulford

2. The mailing address if different from the street address of the now registered office is:
(complete this item only if the address of the registered office is being changed)

Number and Street: PO Box 26000

City: Greensboro State: NC Zip Code: 27420 County: Gulford

3. The name of the new registered agent and the new agent's consent to appointment appears below:
(complete this item only if the name of the registered agent is being changed)

D. Beth Langley

Type or Print Name of New Agent

D. Beth Langley
Signature & Title

4. The address of the entity's registered office and the address of the business office of its registered agent, as changed, will be identical.

5. This statement will be effective upon filing, unless a date and/or time is specified: _____

This is the 26th day of March, 2019

North Carolina 811, Inc.

Entity Name

LOUIS PANZER
Signature
EXECUTIVE DIRECTOR

Type or Print Name and Title

Notes: Filing fee is \$5.00. This document must be filed with the Secretary of State.

* Instead of signing here, the new registered agent may sign a separate written consent to the appointment, which must be attached to this statement.

BUSINESS REGISTRATION DIVISION

P. O. BOX 29622

RALEIGH, NC 27626-0622

Revised July 2017

Form BB-06



NORTH CAROLINA

Department of the Secretary of State

To all whom these presents shall come, Greetings:

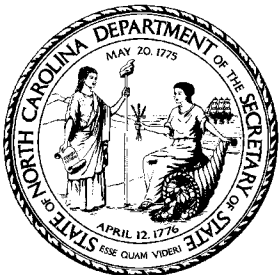
I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF RESTATEMENT

OF

NORTH CAROLINA 811, INC.

the original of which was filed in this office on the 9th day of August, 2023.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 9th day of August, 2023.

Elaine F. Marshall

Secretary of State

SOSID: 0154386
 Date Filed: 8/9/2023 2:49:00 PM
 Elaine F. Marshall
 North Carolina Secretary of State
 C2023 216 00183

**State of North Carolina
 Department of the Secretary of State**

**ARTICLES OF RESTATEMENT
 FOR NONPROFIT CORPORATION**

Pursuant to §55A-10-06 of the General Statutes of North Carolina, the undersigned corporation hereby submits the following for the purpose of restating its Articles of Incorporation.

1. The name of the corporation is: North Carolina 811, Inc.

2. The text of the Restated Articles of Incorporation is attached.

3. (Check a, b, c, and/or d, as applicable.)

- a. ☐ These Restated Articles of Incorporation were adopted by the board of directors and do not contain an amendment.
- b. ☒ These Restated Articles of Incorporation were adopted by the board of directors and contain an amendment not requiring member approval. (*Set forth a brief explanation of why member approval was not required for such amendment.*) This is an amendment adopted by the Board of Directors that does not require member approval, per Section 3 of Amendment and Restated Articles of Incorporation.
- c. ☐ These Restated Articles of Incorporation contain an amendment requiring member approval, and member approval was obtained as required by Chapter 55A of the North Carolina General Statutes.
- d. ☐ These Restated Articles of Incorporation contain an amendment requiring approval by a person whose approval is required pursuant to N.C.G.S. §55A-10-30, and such approval was obtained.

4. These articles will be effective upon filing, unless a delayed date and/or time is specified: _____

This the 3rd day of August, 2023.

North Carolina 811, Inc.

 Name of Corporation

DocuSigned by:
Chris Russ
 C241933DB725481...

 Signature

Chris Russ, President

 Type or Print Name and Title

Notes:

- Filing fee is \$10, unless the Restated Articles of Incorporation include an amendment, in which case the filing fee is \$25.
- This document must be filed with the Secretary of State.

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
NORTH CAROLINA 811, INC.
A Nonprofit Corporation**

Pursuant to §55A-2-02 of the General Statutes of North Carolina (“NCGS”), the undersigned nonprofit corporation hereby submits these Amended and Restated Articles of Incorporation for the purpose of amending and restating its Articles of Incorporation and previous amendments thereto.

1. The name of the corporation is North Carolina 811, Inc.
2. The corporation has members with such designations, rights, powers, and privileges as provided in the Bylaws.
3. The Articles of Incorporation of the corporation may be amended and/or restated with approval of the Board of Directors and without approval of the members of the corporation except as such members’ approval is otherwise expressly required by a provision of applicable law that cannot be modified or waived by a duly adopted provision of the Articles of Incorporation and subject to compliance with any applicable provisions of the Bylaws of the corporation that are not inconsistent herewith. For purposes of this Paragraph, the term “Articles of Incorporation” includes original articles of incorporation, amendments to articles of incorporation, restatements of articles of incorporation and articles of merger.
4. The Bylaws of the corporation may be amended, repealed and/or restated and new Bylaws may be adopted with approval of the Board of Directors and without approval of the members of the corporation except as such members’ approval is otherwise expressly required by a provision of applicable law that cannot be modified or waived by a duly adopted provision of the Articles of Incorporation and subject to compliance with any applicable provisions of the Bylaws of the corporation that are not inconsistent herewith. For purposes of this Paragraph, the term “Articles of Incorporation” includes original articles of incorporation, amendments to articles of incorporation, restatements of articles of incorporation and articles of merger.
5. Any Director may be removed from office at any time, with or without cause, by lawful action of the Board of Directors, subject to compliance with any applicable provisions of the Bylaws of the corporation that are not inconsistent herewith.
6. The street and mailing address of the registered agent of the corporation in the State of North Carolina is 176 Mine Lake Ct #100, Raleigh, NC 27615 (Wake County) and the name of its registered agent at such address is Paracorp Incorporated.
7. The street address of the principal office of the corporation is 5009 High Point Road, Greensboro, NC 27407. (Guilford County). The mailing address of the principal office of the corporation is PO Box 78013, Greensboro, NC 27427 (Guilford County).

8. The purposes for which the corporation is organized are: to provide an organization to comply with the mandated provisions of Article 8 of Chapter 87 of the North Carolina General Statutes (UNDERGROUND DAMAGE PREVENTION), that is an association sponsored by utility owners that will provide for receipt of notification of excavation operations in a defined geographical area, and that will maintain the records of notifications all in order to enable contractors, utilities, public bodies, and the general public to notify participating members of the corporation prior to the excavation by parties in the servicing area of said parties in order to prevent damage to underground utilities (as defined in the Statute paragraph (12) of same. For all purposes of organization of the corporation, Article 8 of Chapter 87 of the North Carolina General Statutes is incorporated herein by reference as if fully copied.

9. To the fullest extent permitted by the North Carolina Nonprofit Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director of the corporation shall be personally liable for monetary damages for breach of duty as a director. No amendment or repeal of this Article, nor the adoption of any other amendment to these Articles inconsistent with this Article, shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal or adoption.

10. Approval by a sufficient vote of the Board of Directors of the corporation was obtained, and approval of the members was not required because the Bylaws of the corporation specifically set forth that the Articles may be amended by action of the majority of the Board of Directors without membership approval of the amendment.

11. **Dissolution and Distribution of Assets.** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, the members of the corporation or its Directors, its officers or any other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to it and to make payments and distributions in furtherance of the purposes set forth herein. The corporation may be dissolved and its assets and liabilities liquidated in such manner as the Board of Directors shall determine, provided that upon dissolution, after payment of all debts, no part of the remaining assets may be distributed to any member of the corporation, or its Directors or officers, but shall be distributed in accordance with applicable laws and regulations, to another organization exempt from federal income taxation under Sections 501(c)(3) or Sections 501(c)(4) of the United States Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States internal revenue law), or to the United States, and/or any State(s) or local government(s), for a public purpose.

**GENERAL ASSEMBLY OF NORTH CAROLINA
SESSION 2013**

**SESSION LAW 2013-407
HOUSE BILL 476**

**AN ACT REWRITING THE LAWS REGULATING UNDERGROUND UTILITY DAMAGE
PREVENTION.**

The General Assembly of North Carolina enacts:

SECTION 1. Article 8 of Chapter 87 of the General Statutes is repealed.

SECTION 2. Chapter 87 of the General Statutes is amended by adding the following new Article to read:

"Article 8A.

"Underground Utility Safety and Damage Prevention Act.

"§ 87-115. Short title.

This Article may be cited as the "Underground Utility Safety and Damage Prevention Act."

"§ 87-116. Declaration of policy and purpose.

The General Assembly of North Carolina hereby declares as a matter of public policy that it is necessary to protect the citizens and workforce of this State from the dangers inherent in excavating or demolishing in areas where underground lines, systems, or infrastructure are buried beneath the surface of the ground, and it is necessary to protect from costly damage underground facilities used for producing, storing, conveying, transmitting, or distributing communication, electricity, gas, petroleum, petroleum products, hazardous liquids, water, steam, or sewage. In order to carry out this public policy and to satisfy these compelling interests, the General Assembly has enacted the provisions of this Article providing for a systematic, orderly, and uniform process to identify existing facilities in advance of any excavation or demolition in this State and to implement safe digging practices.

"§ 87-117. Definitions.

The following definitions apply in this Article:

- (1) APWA. – The American Public Works Association or its successors.
- (2) Business continuation plan. – A plan that includes actions to be taken in an effort to provide uninterrupted service during catastrophic events.
- (3) Contract locator. – A person hired by an operator to identify and mark facilities.
- (4) Damage. – The substantial weakening of structural or lateral support of a facility; penetration or destruction of protective coating, housing, or other protective device of a facility; or the partial or complete severance of a facility.
- (5) Demolish or demolition. – Any operation by which a structure or mass of material is wrecked, razed, rendered, moved, or removed by any means, including the use of any tools, equipment, or discharge of explosives.
- (6) Designer. – Any architect, engineer, or other person who prepares or issues a drawing or blueprint for a construction or other project that requires excavation or demolition work.
- (7) Design notice. – A communication to the Notification Center in which a request for identifying existing facilities for advance planning purposes is made. A design notice may not be used for excavation purposes.
- (8) Emergency. – An event involving a clear and imminent danger to life, health, or property, the interruption of essential utility services, or the blockage of transportation facilities, including highways, railways, waterways, or airways that require immediate action.



- (9) Excavate or excavation. – An operation for the purpose of the movement or removal of earth, rock, or other materials in or on the ground by use of manual or mechanized equipment or by discharge of explosives, including, but not limited to, auguring, backfilling, boring, digging, ditching, drilling, directional drilling, driving, grading, horizontal directional drilling, well drilling, plowing-in, pounding, pulling-in, ripping, scraping, trenching, and tunneling.
- (10) Excavator. – A person engaged in excavation or demolition.
- (11) Extraordinary circumstances. – Circumstances that make it impossible for the operator to comply with the provisions of this Article, including hurricanes, tornadoes, floods, ice, snow, and acts of God.
- (12) Facility. – Any underground line, underground system, or underground infrastructure used for producing, storing, conveying, transmitting, identifying, locating, or distributing communication, electricity, gas, petroleum, petroleum products, hazardous liquids, water, steam, or sewage. Provided there is no encroachment on any operator's right-of-way, easement, or permitted use, for the purposes of this Article, the following shall not be considered an underground facility: (i) swimming pools and irrigation systems; (ii) petroleum storage systems under Part 2A of Article 21A of Chapter 143 of the General Statutes; (iii) septic tanks under Article 11 of Chapter 130A of the General Statutes; and (iv) liquefied petroleum gas systems under Article 5 of Chapter 119 of the General Statutes, unless the system is subject to Title 49 C.F.R. § 192 or § 195.
- (13) Locator. – An individual who identifies and marks facilities for operators who has been trained and whose training has been documented.
- (14) Mechanized equipment. – Equipment operated by means of mechanical power, including, but not limited to, trenchers, bulldozers, power shovels, augers, backhoes, scrapers, drills, horizontal directional drills, cable and pipe plows, and other equipment used for plowing-in or pulling-in cable or pipe.
- (15) Nonmechanized equipment. – Hand tools.
- (16) Notice. – Oral, written, or electronic communication to the Notification Center from any person planning to excavate or demolish in the State that informs an operator of the person's intent to excavate or demolish.
- (17) Notification Center. – A North Carolina member-owned not-for-profit corporation sponsored by operators that will provide a system through which a person can notify operators of proposed excavations and demolitions and submit reports of alleged violations of this Article.
- (18) Operator. – Any person, public utility, communications or cable service provider, municipality, electrical utility, or electric or telephone cooperative that owns or operates a facility in this State.
- (19) Person. – Any individual, owner, corporation, partnership, association, or any other entity organized under the laws of any state, any political subdivision of a state, or any other instrumentality of a state, or any authorized representative thereof.
- (20) Positive response. – An automated information system that allows excavators, locators, operators, and other interested parties to determine the status of a locate request.
- (21) Subaqueous. – A facility that is under a body of water, including rivers, streams, lakes, waterways, swamps, and bogs.
- (22) Tolerance zone. – If the diameter of the facility is known, the distance of one-half of the known diameter plus 24 inches on either side of the designated center line or, if the diameter of the facility is not marked, 24 inches on either side of the outside edge of the mark indicating a facility or, for subaqueous facilities, a clearance of 15 feet on either side of the indicated facility.
- (23) Working day. – Every day, except Saturday, Sunday, or State legal holidays.

"§ 87-118. Reserve to the State the power to regulate.

The provisions in this Article supersede and preempt any ordinance adopted by a city or county that purports to do any of the following:

- (1) Require operators to obtain permits from a city or county in order to identify facilities.
- (2) Require premarking or marking of facilities.
- (3) Specify the types of paint or other marking devices that are used to identify facilities.
- (4) Require removal of unexpired marks. The removal of expired marks shall be the responsibility of the city or county.

"§ 87-119. Costs associated with compliance; effect of permit.

Any costs or expenses associated with an excavator's compliance with the requirements of this Article shall not be charged to any operator. Any costs or expenses associated with an operator's compliance with the requirements of this Article shall not be charged to any excavator. The Notification Center may not impose any charge on any person giving notice to the Notification Center. This section shall not affect costs related to the operation of the Notification Center apportioned to an operator pursuant to G.S. 87-120(b). This section shall not excuse an operator or excavator from liability for any damage or injury for which the operator or excavator would be responsible under applicable law.

"§ 87-120. Notification Center; responsibilities.

(a) The operators in the State shall maintain a Notification Center for the sole purpose of providing the services required by this Article. The Notification Center shall maintain information concerning receipt of notification of proposed excavation and demolition activities as provided in this Article and shall maintain information received from operators concerning the location of the operators' facilities and the operators' positive responses to marking of the facilities. The Notification Center shall also receive, maintain, and provide general administration of reports of alleged violations of this Article and responses. The Notification Center is not responsible in any way for identifying or marking facilities for operators. The Notification Center is not responsible in any way for resolving reports of alleged violations of this Article. All operators in the State shall join the Notification Center as provided in subsection (b) of this section, and they shall use the services of the Notification Center to perform the acts required by the provisions of this Article. There shall be only one Notification Center for the State of North Carolina. The Notification Center is not an agency of the State or any of the State's political subdivisions and is not subject to the provisions of Chapter 132 or Chapter 133 of the General Statutes.

(b) Operators who are members of the Notification Center by whatever name that is in existence on October 1, 2013, must remain members. Operators with more than 50,000 customers or 1,000 miles of facilities who are not members on October 1, 2013, must join no later than October 1, 2014. Operators with more than 25,000 customers or 500 miles of facilities who are not members on October 1, 2013, must join no later than October 1, 2015. All operators that do not meet one of the criteria provided in this subsection must join no later than October 1, 2016. Each engineering division of the Department of Transportation established pursuant to G.S. 136-14.1 must join no later than October 1, 2016. The board of directors of the Notification Center shall develop a reasonable method of apportioning the costs of operating the Notification Center among the member operators. Prior to adopting a method of determining such cost allocation, the board of directors shall publish the proposed method of cost allocation to the member operators, and the proposed method of cost allocation shall be approved by the member operators.

(c) The Notification Center shall have the following duties and responsibilities:

- (1) Maintain a record of the notices received under subsection (d) of this section for at least four years.
- (2) Maintain a record of reports of alleged violations of this Article received under subsection (e) of this section for at least four years, including responses to such reports.
- (3) Receive and transmit notices as provided in subsection (d) of this section.
- (4) Develop and update, as needed, a business continuation plan.
- (5) Notify those persons against whom reports of alleged violations of this Article have been made and receive and maintain information submitted from such persons in defense against the allegations.
- (6) Provide a positive response system.
- (7) Establish and operate a damage prevention training program for members of the Notification Center. No person may recover damages in any manner or

form from the Notification Center arising out of or related to the manner in which the Notification Center conducts a damage prevention training program or receives, transmits, or otherwise administers a report of an alleged violation of this Article.

(d) The Notification Center shall receive notice from any person intending to excavate or demolish in the State and shall, at a minimum, transmit the following information to the appropriate operator:

- (1) The name, address, and telephone number of the person providing the notice and, if different, the person responsible for the proposed excavation or demolition.
- (2) The starting date of the proposed excavation or demolition.
- (3) The anticipated duration of the proposed excavation or demolition.
- (4) The type of proposed excavation or demolition operation to be conducted.
- (5) The location of the proposed excavation or demolition.
- (6) Whether or not explosives are to be used in the proposed excavation or demolition.

(e) The Notification Center shall receive reports of alleged violations of this Article. The Notification Center shall contact persons against whom reports have been filed to inform them of the alleged violation within 10 days of the filing of the report. The Notification Center shall maintain the following information regarding reports of alleged violations:

- (1) The name, address, and telephone number of the person making the report;
- (2) The nature of the report, including the statute that is alleged to have been violated;
- (3) Information provided by the person making the report, including correspondence, both written and electronic, pictures, and videos; and
- (4) Information provided by the person against whom the report has been filed, including correspondence, both written and electronic, pictures, and videos.

"§ 87-121. Facility operator responsibilities.

(a) An operator shall provide to the excavator the following:

- (1) The horizontal location and description of all of the operator's facilities in the area where the proposed excavation or demolition is to occur. The location shall be marked by stakes, soluble paint, flags, or any combination thereof, as appropriate, depending upon the conditions in the area of the proposed excavation or demolition. The operator shall, when marking as provided under this subdivision, use the APWA Uniform Color Code. If the diameter or width of the facility is greater than four inches, the dimension of the facility shall be indicated at least every 25 feet in the area of the proposed excavation or demolition. An operator who operates multiple facilities in the area of the proposed excavation or demolition shall locate each facility.
- (2) Any other information that would assist the excavator in identifying and thereby avoiding damage to the marked facilities.

(b) Unless otherwise provided in a written agreement between the operator and the excavator, the operator shall provide to the excavator the information required by subsection (a) of this section within the times provided below:

- (1) For a facility, within three full working days after the day notice of the proposed excavation or demolition was provided to the Notification Center.
- (2) For a subaqueous facility, within 10 full working days after the day notice of the proposed excavation or demolition was provided to the Notification Center.
- (3) If the operator declares an extraordinary circumstance, the times provided in this subsection shall not apply.

(c) The operator shall provide a positive response to the Notification Center before the expiration of the time provided in subsection (b) of this section. The response shall indicate whether and to what extent the operator is able to provide the information required by subsection (a) of this section to respond to the notice from the excavator.

(d) If the operator determines that provisions for marking subaqueous facilities are required, the operator will provide a positive response to the Notification Center not more than three full working days after notice has been provided by the excavator.

(e) If extraordinary circumstances prevent the operator from marking the location of the facilities within the time specified in subsection (b) of this section, the operator shall either notify the excavator directly or notify the excavator through the Notification Center. When providing the notification under this subsection, the operator shall state the date and time when the location will be marked.

(f) An operator shall prepare or cause to be prepared installation records of all facilities installed on or after the date this Article becomes effective in a public street, alley, or right-of-way dedicated to public use, excluding service drops and services lines. The operator shall maintain these records in the operator's possession while the facility is in service.

(g) All facilities installed by or on behalf of operators on or after the date this Article becomes effective shall be electronically locatable using a locating method that is generally accepted by operators in the particular industry or trade in which the operator is engaged.

(h) A locator shall notify the operator if the locator becomes aware of an error or omission in the records or documentation showing the location of the operator's facilities. The operator must update its records to correct any error or omission.

(i) An operator may reject an excavation or demolition notice due to homeland security considerations based upon federal statutes or federal regulations until the operator can confirm the legitimacy of the notice. The operator shall notify the person making the notice of the denial and may request additional information through the positive response system.

(j) Gravity fed sanitary sewers installed prior to the date this Article becomes effective and all storm water facilities shall be exempt from the location requirements provided in subsection (a) of this section. Neither the excavator nor the person financially responsible for the excavation will be liable for any damage to an unmarked gravity fed sanitary sewer line or unmarked storm water facility if the person doing the excavation exercises due care to protect existing facilities when there is evidence of the existence of those facilities near the proposed excavation area.

(k) An operator who does not become a member of the Notification Center as required by G.S. 87-120(b) may not recover for damages to a facility caused by an excavator who has complied with the provisions of this Article and has exercised reasonable care in the performance of the excavation or demolition.

"§ 87-122. Excavator responsibilities.

(a) Before commencing any excavation or demolition operation, the person responsible for the excavation or demolition shall provide or cause to be provided notice to the Notification Center of his or her intent to excavate or demolish. Notice for any excavation or demolition that does not involve a subaqueous facility must be given within three to 12 full working days before the proposed commencement date of the excavation or demolition. Notice for any excavation or demolition in the vicinity of a subaqueous facility must be given within 10 to 20 full working days before the proposed commencement date of the excavation or demolition. Notice given pursuant to this subsection shall expire 15 full working days after the date notice was given. No excavation or demolition may continue after this 15-day period unless the person responsible for the excavation or demolition provides a subsequent notice which shall be provided in the same manner as the original notice required by this subsection. When demolition of a building is proposed, the operator shall be given a reasonable time in which to remove or protect the operator's facilities before the demolition commences.

(b) The notice required by subsection (a) of this section shall, at a minimum, contain all of the following:

- (1) The name, address, and telephone number of the person providing the notice.
- (2) The anticipated starting date of the proposed excavation or demolition.
- (3) The anticipated duration of the proposed excavation or demolition.
- (4) The type of proposed excavation or demolition operation to be conducted.
- (5) The location of the proposed excavation or demolition, not to exceed one-quarter mile in geographical length, or five adjoining addresses, not to exceed one-quarter mile in geographical length.
- (6) Whether or not explosives are to be used in the proposed excavation or demolition.

(c) An excavator shall comply with the following:

- (1) When the excavation area cannot be clearly and adequately identified within the area described in the notice, the excavator shall designate the route, specific area to be excavated, or both by premarking the area before the

- operator performs a locate. Premarking shall be made with soluble white paint, white flags, or white stakes.
- (2) Confirm through the Notification Center's positive response system prior to excavation or demolition that all operators have responded and that all facilities that may be affected by the proposed excavation or demolition have been marked.
 - (3) Plan the excavation or demolition to avoid damage to or minimize interference with facilities in or near the construction area.
 - (4) Begin excavation or demolition prior to the specified waiting period only if the excavator has confirmed that all operators have responded with an appropriate positive response.
 - (5) If the operator declares extraordinary circumstances, the excavator shall not excavate or demolish until after the time and date that the operator has provided in the operator's response.
 - (6) If an operator fails to respond to the positive response system, the excavator may proceed if there are no visible indications of a facility at the proposed excavation or demolition area, such as a pole, marker, pedestal, meter, or valve. However, if the excavator is aware of or observes indications of an unmarked facility at the proposed excavation or demolition area, the excavator shall not begin excavation or demolition until an additional call is made to the Notification Center detailing the facility and an arrangement is made for the facility to be marked by the operator within three hours from the time the additional call is received by the Notification Center.
 - (7) Beginning on the date provided in the excavator's notice to the Notification Center, the excavator shall preserve the staking, marking, or other designation until they are no longer required. When a mark is no longer visible or is destroyed, but the excavation or demolition continues in the vicinity of the facility, the excavator shall request a re-mark from the Notification Center to ensure the protection of the facility.
 - (8) When demolition of a building is proposed, the excavator shall give the operator a reasonable time in which to remove or protect the operator's facilities before demolition commences.
 - (9) An excavator shall not perform any excavation or demolition within the tolerance zone unless the excavator complies with all of the following conditions:
 - a. The excavator shall not use mechanized equipment, except noninvasive equipment specifically designed or intended to protect the integrity of the facility, within the marked tolerance zone of an existing facility until:
 - 1. The excavator has visually identified the precise location of the facility or has visually confirmed that no facility is present up to the depth of excavation;
 - 2. The excavator has taken reasonable precautions to avoid any substantial weakening of the facility's structural or lateral support, or both, or penetration or destruction of the facilities or their protective coatings; and
 - 3. The excavator may use mechanical means, as necessary, for the initial penetration and removal of pavement or other materials requiring use of mechanical means of excavation but only to the depth of the pavement or other materials. For parallel type excavations within the tolerance zone, the existing facility shall be visually identified at intervals not to exceed 50 feet along the line of excavation to avoid damages. The excavator shall exercise due care at all times to protect the facilities when exposing these facilities.
 - b. The excavator shall maintain clearance between a facility and the cutting edge or point of any mechanized equipment, taking into account the known limit of control of the cutting edge or point, as may be reasonably necessary to avoid damage to the facility.

- c. The excavator shall provide support for facilities in and near the excavation or demolition area, including backfill operations, as may be reasonably required by the operator for the protection of the facilities.
- (10) The excavator shall not use mechanized equipment within 24 inches of a facility that is a gas, oil, petroleum, or electric transmission line unless the facility operator has consented to the use in writing and the operator's representative is on site during the use of the mechanized equipment. For purposes of this subdivision, the term "gas, oil, petroleum transmission line" has the same meaning as the term "transmission line" in Title 49 C.F.R. § 192.3, and the term "electric transmission line" has the same meaning as the term "transmission line" in G.S. 62-100(7).

"§ 87-123. Training.

(a) Every person who is an excavator, locator, or operator under this Article by virtue of engaging in these activities in the course of a business or trade has a duty to provide education and training to employees and to document such education and training. The training shall include sufficient information, guidance, and supervision such that employees can competently and safely operate the equipment used in the course of the business or trade and complete assigned tasks in a competent and safe manner while minimizing the potential for damage.

(b) When an excavator, locator, or operator under this Article retains an independent contractor to perform activities regulated by this Article, the duty set forth in subsection (a) of this section shall not apply to the excavator, locator, or operator. Independent contractors shall provide training to their employees in accordance with this section.

(c) Excavation shall be conducted in accordance with OSHA Standard 1926 and under the direction of a competent person, as defined therein.

(d) Locators shall be properly trained. Locator training shall be documented.

"§ 87-124. Exemptions.

The notice requirements in G.S. 87-122(a) and G.S. 87-122(b) do not apply to the following:

- (1) An excavation or demolition performed by the owner of a single-family residential property on his or her own land that does not encroach on any operator's right-of-way, easement, or permitted use.
- (2) An excavation or demolition performed by the owner of a single-family residential property on his or her own land that encroaches on any operator's right-of-way, easement, or permitted use that is performed with nonmechanized equipment.
- (3) An excavation or demolition that involves the tilling of soil for agricultural or gardening purposes.
- (4) An excavation or demolition for agricultural purposes, as defined in G.S. 106-581.1, performed on property that does not encroach on any operator's right-of-way, easement, or permitted use.
- (5) An excavation by an operator or surveyor with nonmechanized equipment for the following purposes:
 - a. Locating for a valid notification request or for the minor repair, connection, or routine maintenance of an existing facility or survey pin.
 - b. Probing underground to determine the extent of gas or water migration.
- (6) An excavation or demolition performed when the Department of Transportation, a local government, special purpose district, or public service district is conducting maintenance activities within its designated right-of-way. Maintenance activities shall include resurfacing, milling, emergency replacement of signs critical for maintaining safety, or the reshaping of shoulders and ditches to the original road profile. Maintenance activities do not include the initial installation of traffic signs, traffic control equipment, or guardrails.
- (7) An excavation or demolition performed by a railroad entirely on land which the railroad owns or operates or, in the event of an emergency, on adjacent land. No provision in this Article shall apply to any railroad which owns,

operates, or permits facilities under land which the railroad owns or operates.

- (8) An excavation of a grave space, as defined in G.S. 65-48(10), the installation of a monument or memorial at a grave space, or an excavation related to the placement of a temporary structure or tent by a cemetery regulated under Chapter 65 of the General Statutes that does not encroach on any operator's right-of-way, easement, or permitted use.

"§ 87-125. Notice in case of emergency excavation or demolition.

(a) An excavator performing an emergency excavation or demolition is not required to give notice to the Notification Center as provided in G.S. 87-122. However, the excavator shall, as soon as practicable, give oral notice to the Notification Center which shall include a description of the circumstances justifying the emergency. The excavator may request emergency assistance from each affected operator in locating and providing immediate protection to the facilities in the affected area.

(b) The declaration of an emergency excavation or demolition shall not relieve any party of liability for causing damage to an operator's facilities even if those facilities are unmarked.

(c) Any person who falsely claims that an emergency exists requiring an excavation or demolition shall be guilty of a Class 3 misdemeanor.

"§ 87-126. Notification required when damage is done.

(a) The excavator performing an excavation or demolition that results in any damage to a facility shall immediately upon discovery of the damage notify the Notification Center and the facility operator, if known, of the location and nature of the damage. The excavator shall allow the operator reasonable time to accomplish necessary repairs before completing the excavation or demolition in the immediate area of the facility. The excavator shall delay any backfilling in the immediate area of the damaged facility until authorized by the operator. The operator or qualified personnel authorized by the operator shall repair any damage to the facility.

(b) An excavator who is responsible for an excavation or demolition where any damage to a facility results in the discharge of electricity or escape of any flammable, toxic, or corrosive gas or liquid, or that endangers life, health, or property shall immediately notify emergency responders, including 911 services, the Notification Center, and the facility operator. The excavator shall take reasonable measures to protect himself or herself, other persons in immediate danger, members of the general public, property, and the environment until the operator or emergency responders arrive and complete an assessment of the situation.

"§ 87-127. Design notices.

(a) A designer may submit a design notice to the Notification Center. The design notice shall describe the tract or parcel of land for which the design notice has been submitted with sufficient particularity, as defined by policies and procedures adopted by the Notification Center, to allow the operator to ascertain the precise tract or parcel of land involved.

(b) Within 10 working days, not including the day the notice was given, after a design notice for a proposed project has been submitted to the Notification Center, the operator shall respond in one of the following manners:

- (1) By designating the location of all facilities owned by the operator within the area of the proposed excavation as provided in G.S. 87-121(a).
- (2) By providing to the person submitting the design notice the best available description of all facilities in the area designated by the design notice, which may include drawings marked with a scale, dimensions, and reference points for underground utilities already built in the area or other facility records that are maintained by the operator.
- (3) Allowing the person submitting the design notice or any other authorized person to inspect the drawings or other records for all facilities within the proposed area of excavation at a location that is acceptable to the operator.

(c) An operator may reject a design notice based upon homeland security considerations pending the operator obtaining additional information confirming the legitimacy of the notice. The operator shall notify the person making the request through a design notice of the denial and may request additional information through the positive response system.

"§ 87-128. Absence of facility location.

If an operator who has been given notice as provided in G.S. 87-120(d) by the Notification Center fails to respond to that notice as provided in G.S. 87-121 or fails to properly locate the facility, the person excavating is free to proceed with the excavation. Neither the excavator nor the person financially responsible for the excavation will be liable to the nonresponding or improperly responding operator for damages to the operator's facilities if the person doing the excavating exercises due care to protect existing facilities when there is evidence of the existence of those facilities near the proposed excavation area.

"§ 87-129. Underground Damage Prevention Review Board; enforcement; civil penalties.

(a) The Notification Center shall establish an Underground Damage Prevention Review Board to review reports of alleged violations of this Article. The members of the Board shall be appointed by the Governor. The Board shall consist of the following members:

- (1) A representative from the North Carolina Department of Transportation;
- (2) A representative from a facility contract locator;
- (3) A representative from the Notification Center;
- (4) A representative from an electric public utility;
- (5) A representative from the telecommunications industry;
- (6) A representative from a natural gas utility;
- (7) A representative from a hazardous liquid transmission pipeline company;
- (8) A representative recommended by the League of Municipalities;
- (9) A highway contractor licensed under G.S. 87-10(b)(2) who does not own or operate facilities;
- (10) A public utilities contractor licensed under G.S. 87-10(b)(3) who does not own or operate facilities;
- (11) A surveyor licensed under Chapter 89C of the General Statutes;
- (12) A representative from a rural water system;
- (13) A representative from an investor-owned water system;
- (14) A representative from an electric membership corporation; and
- (15) A representative from a cable company.

(b) The Notification Center shall transmit all reports of alleged violations of this Article to the Board, including any information received by the Notification Center regarding the report. The Board shall meet at least quarterly to review all reports filed pursuant to G.S. 87-120(e). The Board shall act as an arbitrator between the parties to the report. If, after reviewing the report and any accompanying information, the Board determines that a violation of this Article has occurred, the Board shall notify the violating party in writing of its determination and the recommended penalty. The violating party may request a hearing before the Board, after which the Board may reverse or uphold its original finding. If the Board recommends a penalty, the Board shall notify the Utilities Commission of the recommended penalty, and the Utilities Commission shall issue an order imposing the penalty.

(c) A party determined by the Board under subsection (b) of this section to have violated this Article may initiate an arbitration proceeding before the Utilities Commission. If the violating party elects to initiate an arbitration proceeding, the violating party shall pay a filing fee of two hundred fifty dollars (\$250.00) to the Utilities Commission, and the Utilities Commission shall open a docket regarding the report. The Utilities Commission shall direct the parties enter into an arbitration process. The parties shall be responsible for selecting and contracting with the arbitrator. Upon completion of the arbitration process, the Utilities Commission shall issue an order encompassing the outcome of the binding arbitration process, including a determination of fault, a penalty, and assessing the costs of arbitration to the non-prevailing party. Any party may appeal an order issued by the Utilities Commission pursuant to this section to the superior court division of the General Court of Justice in the county where the alleged violation of this Article occurred or in Wake County, for trial de novo. The authority granted to the Utilities Commission within this section is limited to this section and does not grant the Utilities Commission any authority that they are not otherwise granted under Chapter 62 of the General Statutes.

(d) Any person who violates any provision of this Article shall be subject to a penalty as set forth in this subsection. The provisions of this Article do not affect any civil remedies for personal injury or property damage otherwise available to any person, except as otherwise specifically provided for in this Article. The penalty provisions of this Article are cumulative to and not in conflict with provisions of law with respect to civil remedies for personal injury or property damage. The clear proceeds of any civil penalty assessed under this section shall be

used as provided in Section 7(a) of Article IX of the North Carolina Constitution. The penalties for a violation of this Article shall be as follows:

- (1) If the violation was the result of negligence, the penalty shall be a requirement of training, a requirement of education, or both.
- (2) If the violation was the result of gross negligence, the penalty shall be a civil penalty of one thousand dollars (\$1,000), a requirement of training, a requirement of education, or a combination of the three.
- (3) If the violation was the result of willful or wanton negligence or intentional conduct, the penalty shall be a civil penalty of two thousand five hundred dollars (\$2,500), a requirement of training, and a requirement of education.

"§ 87-130. Severability.

If any provision of this Article or the application thereof to any person or circumstance is held invalid, such invalidity shall not affect other provisions or applications, and to this end the provisions of this Article are severable."

SECTION 3. This act becomes effective October 1, 2014, and applies to all activities regulated by the provisions of Article 8A of Chapter 87 of the General Statutes, as enacted by this act, that occur on or after that date.

In the General Assembly read three times and ratified this the 23rd day of July, 2013.

s/ Louis M. Pate, Jr.
Deputy President Pro Tempore of the Senate

s/ Thom Tillis
Speaker of the House of Representatives

s/ Pat McCrory
Governor

Approved 10:50 a.m. this 23rd day of August, 2013

North Carolina 811, Inc.

Membership Agreement

THIS MEMBERSHIP AGREEMENT ("Agreement") is entered into this the _____ day of _____, 2025, by and between **North Carolina 811, Inc.** ("Notification Center"), a North Carolina not-for-profit corporation, and the **Town of Stedman** ("Member").

Recitals

Notification Center is a North Carolina not-for-profit member-owned corporation. Notification Center is sponsored by facility operators to receive and transmit to its members Notices of planned excavations or demolitions, Design Notices, Emergency Notices and Damages, as contemplated by the Underground Utility Safety and Damage Prevention Act, N.C. Gen. Stat § 87-115 *et seq.* (the "Act").

DEFINITIONS:

As used in this Agreement, the following terms have the meanings indicated below:

"Notification Center" shall have the meaning set forth in N.C. Gen. Stat. § 87-117(17);

"Utility Member" and/or "Operator" shall have the meaning set forth in N.C. Gen. Stat. § 87-117 (18);

"Locator" shall have the meaning set forth in N.C. Gen. Stat. § 87-117(13);

"Facility" shall have the meaning set forth in N.C. Gen. Stat. § 87-117(12);

"Operator" shall have the meaning set forth in N.C. Gen. Stat. § 87-117(18);

"Associate Member" shall mean any person or entity that furnishes goods or services to any Operator, and other persons and entities that have an interest in the prevention of damage to any Facility and the promotion of safe excavation practices.

"Damage" shall have the meaning set forth in N.C. Gen. Stat. § 87-117(4);

"Excavate" or "Excavation" shall have the meaning set forth in N.C. Gen. Stat. § 87-117(9);

"Demolish" or "Demolition" shall have the meaning set forth in N.C. Gen. Stat. § 87-117(5);

“Transmission” shall mean the notification given by Notification Center to Member or Member’s designated Locator of an Excavation or Demolition, Design Notice, Damage and/or Emergency;

“Notice” shall have the meaning set forth in N.C. Gen. Stat. § 87-117(16);

“Design Notice” shall have the meaning set forth in N.C. Gen. Stat. § 87-117(7);
and

“Emergency” shall have the meaning set forth in N.C. Gen. Stat. § 87-117(8).

Other terms used in this Agreement, but not defined herein, shall have the meaning set forth in the Act.

Notification Center has three categories of members, as follows:

- (a) Category One members are Operators;
- (b) Category Two members are Locators;
- (c) Category Three members are Associate Members.

Member has applied to become a **Category One** member of Notification Center. Member represents herein that it is entering into this Agreement on its own behalf and that it has authority to enter into this Agreement.

In consideration of the Recitals and the mutual covenants and promises contained herein, the parties hereby agree as follows:

2. **Term.** This Agreement shall be effective from and after the date hereof and shall continue in effect until such time as either party terminates this Agreement, in accordance with the provisions regarding termination of membership contained in the Bylaws of Notification Center in effect as of the date of the execution of this Agreement.
3. **Documents.** Member acknowledges receipt of copies of the Articles of Incorporation and Bylaws of Notification Center, attached hereto, and agrees to abide by all of the terms and provisions thereof. Notification Center retains the authority to amend the Articles of Incorporation and Bylaws from time to time through lawful action of Notification Center’s duly authorized Board of Directors. Amended versions of the Notification Center’s Articles of Incorporation and Bylaws shall be posted on the Notification Center’s website, www.nc811.org, or otherwise distributed to Member.
4. **Fees and Charges.** Member agrees to timely pay either (a) the transmission fees charged by Notification Center to Category One members, or (b) the annual membership fees charged by Notification Center to Category One members, as established from time to time by the Board of Directors of Notification Center.

5. **Duties of Category One Members.** Member shall provide to Notification Center an electronic database in a format acceptable to Notification Center that contains a reasonable, detailed description of Member's Facilities located within the geographic areas in North Carolina as to which Notification Center is to provide Member notification of each Transmission ("Notification Area"). Member shall provide Notification Center with an update of the electronic database of its Notification Area on an annual basis, at a minimum. Member shall comply with all of its obligations pursuant to the Act as to Notification Center.
6. **Duties of Notification Center.** The Notification Center shall provide the necessary personnel, equipment and a toll-free telephone number for the receipt of Notice of each Transmission within the Notification Area. Notification Center will maintain records of receipt of each Transmission in the manner and duration required by the Act. Notification Center shall promptly relay to Member and/or its designated Locator each Transmission received within Member's Notification Area. Notification Center shall comply with all of its obligations pursuant to the Act as to Member.
7. **Indemnification.** To the extent permitted by North Carolina law, Member agrees to indemnify, save and hold harmless Notification Center, its officers, agents and employees, from and against any and all liabilities, claims, losses, damages, expenses (including reasonable attorneys' fees), or costs for personal injuries and/or property damage arising out of (1) any Transmission within Member's Notification Area, (2) any marking, or failure to mark, the location of any Facility of Member, (3) any Excavation or Demolition by any person which injures or damages any Facility of Member, unless such losses, damages or injuries shall be caused by the intentional wrongdoing or negligent act or omission of the Notification Center, provided further that such liability, claim, loss, damage, expense or cost for which Member is required to indemnify Notification Center arises out of acts for which the defenses of governmental immunity, statutory or common law immunity is not available. The indemnification provided by Member herein shall not be construed as a waiver of any applicable defense of governmental, statutory, or common law immunity, and shall not prevent the Member from asserting any defense of such immunity; and if a court of competent jurisdiction determines that no such immunity applies, then the indemnity provided for herein shall apply to the extent enforceable under North Carolina law.
8. **No Third-Party Beneficiaries.** This Agreement shall not confer any rights or remedies upon any person other than the Parties and their respective successors and permitted assigns.
9. **Succession and Assignment.** Member may not assign this Agreement or any of its rights, interests, or obligations hereunder without the prior written approval of Notification Center. Notwithstanding the foregoing, Member may assign its rights, interests and obligations hereunder, without approval of Notification Center to the parent, subsidiary, or affiliate of Member, or to any entity into which

Member is merged or to which Member sells all or substantially all of its assets. Notification Center may not assign, sublet, or transfer its interest, duties, or obligations hereunder, without the prior written consent of Member. This Agreement shall be binding upon and inure to the benefit of the parties and their respective successors and permitted assigns.

10. **Notices**. Any notice, request, demand, claim or other communication hereunder ("Notice") shall be in writing. The term "Notice," as used in this section, shall not include or apply to a Notice of Excavation or Demolition, Emergency, Damage and/or Design Notice. Any contractual notice may be given by any method listed below and shall be deemed received on the date stated to the right of each such method, as follows:

Personal delivery:	Upon delivery
Overnight courier service, charges prepaid:	One business day after receipt by addressee as shown on the records of the courier service
Facsimile transmission:	The next business day following the date of transmission as shown on the sender's records
Registered or Certified U.S. Mail, Return Receipt Requested, postage prepaid:	Date of delivery as shown on return receipt

Any notice shall be addressed as follows:

If to Notification Center :	5009 High Point Road Greensboro, NC 27407 Attn: Executive Director
If to Member :	<u>Town of Stedman</u> <u>5110 Front Street</u> <u>P. O. Box 220</u> <u>Stedman, NC 28391</u>

Either Party may change the address to which contractual Notices are to be delivered by giving the other Party contractual notice in the manner herein set forth to the address herein stated, or as subsequently and correctly amended per the terms of the Agreement.

11. **Governing Law**. All matters relating to this Agreement shall be governed by the laws of the State of North Carolina, without regard to its choice of law provisions, and venue for any action relating to this Agreement shall be Guilford County Civil

Superior Court or the United States District Court for the Middle District of North Carolina.

12. **Amendments and Waivers.** No amendment or waiver of any provision of this Agreement shall be valid unless the same is in writing and signed by both parties. No waiver of breach or violation of any provision shall be deemed to extend to any prior or subsequent breach or violation of the same or any other provision, or affect, in any way, any rights arising by virtue of any prior or subsequent breach of warranty or violation.
13. **Entire Agreement.** This Agreement constitutes the Entire Agreement between the Parties and supersedes any prior understandings, agreements, or representations by or between the Parties, written or oral, to the extent they relate in any way to the subject matter hereof.
14. **Severability.** If any provision of this Agreement is deemed invalid, illegal or unenforceable by a court of competent jurisdiction, such provision shall be deemed stricken and the remainder of this Agreement shall remain in full force and effect to the fullest extent permitted by law.
15. **E-Verify Compliance.** Notification Center shall comply with E-Verify, the federal E-Verify program operated by the United States Department of Homeland Security and other federal agencies, or any successor or equivalent program used to verify the work authorization of newly hired employees pursuant to federal law and as in accordance with N.C.G.S. § 64-25 *et seq.* In addition, to the best of Notification Center's knowledge, any subcontractor employed by Notification Center as a part of this Agreement, shall be in compliance with the requirements of E-Verify and N.C.G.S. § 64-25 *et seq.* Notification Center shall execute an E-Verify affidavit, which is attached hereto.

[THE REMAINDER OF THIS PAGE REMAINS BLANK INTENTIONALLY]

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed by their duly authorized representatives effective as of the date first written above.

*This instrument has been pre-audited
in accordance with N.C. Local
Government Budget and Fiscal Control
Act.*

(Signature of Finance Officer)

Name/Title

Date: _____

*Approved as to form and
legality,*

Name/Title
Date: _____

Town of Stedman (SEAL)

(Name of Member)

By: _____
(Signature)

Type or Print Name

Title _____

Date: _____

North Carolina 811, Inc. (SEAL)

By: _____
(Signature)

Louis Panzer

(Type or Print Name)

Title: Executive Director

The application of **Town of Stedman** as a **Category One** member of **North Carolina 811, Inc.** is hereby approved.

This is _____ day of _____ 2025.

On behalf of the Board of Directors
of North Carolina 811, Inc.

(Signature)

Keith Napier
(Type or Print Name)

Board President
Title



Services Contract

Project Name: 2025-Powell Map update

Project Number: _____

Requested by: Connie Veeder of Town of Stedman

Telephone: _____ Address: _____

email: _____

Project Location: Stedman, NC.

Fee: ☒ Lump Sum \$ 1,500.00 ☐ Hourly (see attached Rate Schedule)

Services Requested: ☐ See Attached Scope of Services

- **Update the Powell Map to reflect the additional streets shown in the email sent on 04-23-25.**

I hereby authorize 4D Site Solutions, Inc. to perform the services indicated either above and/or on the attached the attached Scope of Services. There are no other agreements or services to be provided except as expressly noted herein and it is understood that all payments are considered late thirty (30) days from the date of the invoice. The client authorizes 4D Site Solutions to place a service sign at the site and post a short synopsis of the project on their website. The individual signing below also has the authority to assume full payment on behalf of the Client/Company noted above.

4D Site Solutions Representative:

Name: Jimmy Holland, PLS Title: Owner/VP Survey

Signature: _____ Date: 04-24-25

Accepted by: _____

Name: _____ Title: _____

Signature: _____ Date: _____