

CLAIBORNE ELECTRIC COOPERATIVE, INC.
BOARD CONFERENCE CALL MINUTES
APRIL 28, 2020

- ❖ **Call to Order** – Mr. Elkins called the meeting to order at 6:34 pm.
- ❖ **Invocation** – Mr. Richard Noles offered an invocation on behalf of the group.
- ❖ **Attendance**
 - Hez Elkins, President
 - Richard Noles, Secretary/Treasurer
 - Phillip Fincher
 - Rand Killgore
 - Lane Davidson
 - Scott Jones
 - Leroy Perritt
 - Butch Sensley
 - Others in attendance
 - Mark Brown, CEO
 - Bill Dye, CFO
 - Paul E. Kitchens, Corporate Counsel
 - Lisa Ledbetter, Administrative Assistant
- ❖ **Request for Items to be Added to the Agenda** – Mr. Butch Sensley made a motion that was seconded by Mr. Richard Noles that “Customer Complaints During Loss of Power” be added to the agenda.
- ❖ **Customer Complaints During Loss of Power** – Mr. Sensley began an extensive discussion regarding the protocol for responding to members’ questions during the loss of power.
- ❖ **Consent Agenda** – Mr. Elkins entertained a motion by Mr. Davidson that was seconded by Mr. Noles to approve the Consent Agenda as presented. The motion carried unanimously.
 - Approve March 17th and March 31, 2020 Regular Meeting Minutes
 - Approve Expense Reports
 - Accept New Members
 - Approve Capital Credits – Withhold payments for Sam Gregory and Theon Butler while we await further information.
 - Approve Monthly Loss Control & Safety Report
 - Approve Homer & Farmerville Operations Report
- ❖ **Attorney Report** – Mr. Kitchens made a brief report on the legal matters currently facing the Cooperative. Mr. Kitchens report was then approved on a motion made by Mr. Jones and seconded by Mr. Sensley.

- ❖ **ALEC Report** – Mr. Davidson stated the ALEC meeting was held by conference call this month. He stated Ms. Armato reported the Youth Tour scheduled for this year has been cancelled and they are working toward allowing those selected to attend with the group next year. Mr. Davidson’s report was approved on a motion made by Mr. Perritt that was seconded by Dr. Fincher.

- ❖ **1803 Power Supply Cooperative** – Dr. Fincher stated the 1803 meeting was held by conference call this month. Dr. Fincher reported the bid process for power supply contractors has been extended to May 29th deadline. He indicated that the contract for our power supply was discussed extensively during the call. Mr. Mark Brown reported that most of the changes recommended to the contract had been incorporated into the contract that was presented to the group during this call. His report was approved on a motion made by Mr. Davidson and seconded by Mr. Killgore.

- ❖ **Financial Report** – Mr. Dye made his monthly financial report.
 - March 2020 Financial Report – This report was approved on a motion made by Mr. Noles and seconded by Mr. Davidson.

- ❖ **CEO’s Report** – Mr. Brown called attention to his written report presented to the Directors’ and invited any questions on the following subject matter:
 - COVID19
 - Outage Restoration Efforts
 - Rural Digital Opportunity Fund (RDOF)
 - May Meeting Logistics
 - In person or Via Conference Call
 - Board Candidate Interviews
 - CEO Evaluation Process

A brief discussion followed regarding the Rural Digital Opportunity Fund. The Directors’ authorized Mr. Brown to continue researching the options of CEC receiving grants through the RDOF. The Directors’ agree to continue meeting via conference call through the May 2020 meeting and to re-evaluate the June meeting at that time. They also agreed to postpone the District 5 candidate interviews until June. After brief discussion, the Directors requested that the CEO Evaluation Form as well as CEO goals and accomplishments for 2019 be mailed out to them for review. Mr. Brown’s report was approved on a motion made by Mr. Killgore and seconded by Mr. Jones.

- ❖ **Approve Meeting Expenses** – Mr. Elkins then accepted a motion made by Mr. Noles and seconded by Mr. Killgore to approve the expenses associated with this meeting. The motion carried.

- ❖ **Confirm Next Meeting Date** – Mr. Elkins confirmed the date of our next Board meeting.
Regular Board Meeting, Tuesday, May 26th, 2020 via conference call at 6:30 pm.

- ❖ **Adjourn** – The meeting was then adjourned upon a motion made by Mr. Jones and seconded by Dr. Fincher.

The minutes above were approved by the board of directors during its regularly scheduled meeting held on May 26, 2020.

Hez Elkins, President

Richard Noles, Secretary -Treasurer