

**CLAIBORNE ELECTRIC COOPERATIVE, INC.**  
**BOARD MEETING MINUTES**  
**JULY 1, 2020**

- ❖ **Call to Order** – Mr. Elkins called the meeting to order at 6:30 pm.
- ❖ **Invocation** – Mr. Jones offered an invocation on behalf of the group.
- ❖ **Pledge** – Mr. Elkins led the group in the pledge of allegiance.
- ❖ **Attendance**
  - Hez Elkins, President
  - Richard Noles, Secretary/Treasurer
  - Phillip Fincher
  - Rand Killgore
  - Lane Davidson
  - Scott Jones
  - Leroy Perritt
  - Butch Sensley via conference call
  - Benjamin Abshire
  - 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** – No items were added.
- ❖ **Consent Agenda** – Mr. Elkins entertained a motion by Mr. Davidson that was seconded by Dr. Fincher to approve the Consent Agenda as presented. The motion carried unanimously.
  - Approve May, 2020 Regular Meeting Minutes
  - Approve June 23, 2020 Special Meeting Minutes
  - Approve Expense Reports
  - Accept New Members
  - Approve Capital Credits (subject to Counsel approval)
  - 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. Noles and seconded by Dr. Fincher.
- ❖ **ALEC Report** – Mr. Davidson gave a brief report on progress the broadband bills. After a lengthy discussion, Mr. Davidson's report was approved on a motion made by Mr. Killgore that was seconded by Mr. Perritt.

- ❖ **1803 Power Supply Cooperative** – Dr. Fincher gave an update on the bid process for power supply contractors. Dr. Fincher then called attention to the 1803 Member Resolution and Claiborne Wholesale Power Contract. After a brief discussion, a motion was offered by Mr. Davidson and seconded by Mr. Killgore to approve the Resolution and Contract as presented. Dr. Fincher’s report was approved on a motion made by Mr. Killgore and seconded by Mr. Jones.
  - Approve 1803 Member Resolution
  - Claiborne Wholesale Power Contract
  
- ❖ **Financial Report** – Mr. Dye made his monthly financial report.
  - May 2020 Financial Report – This report was approved on a motion made by Dr. Phillip Fincher and seconded by Mr. Perritt.
  - 2<sup>nd</sup> Quarter Write-off Report - This report was approved on a motion made by Mr. Killgore and seconded by Mr. Jones.
  - Member Deposit Refund Discussion and Possible Action – After a thorough discussion, Mr. Jones offered a motion seconded by Dr. Fincher to refund residential member deposits in the amount of \$697,592.44.
  
- ❖ **CEO’s Report** – Mr. Brown called attention to his written report presented to the Directors and invited any questions.
  - Operation Round Up Appointments - Mr. Perritt submitted Don Smith for reappointment on the ORU Trust Board from his district. Mr. Noles submitted Marlene Lindsey to serve on the board from his district. Mr. Sensley submitted Jackie Hill to fill the open slot in his district. Upon motion by Mr. Davidson and seconded by Dr. Fincher, the appointments to the ORU Trust Board were approved as submitted.
  - 2020 Annual Meeting Cancellation – Upon motion by Dr. Fincher and seconded by Mr. Abshire, the directors voted to cancel the Annual meeting for 2020.
  - COVID-19 Plan Continuation and Possible Augmentation – Upon motion by Dr. Fincher and seconded by Mr. Noles, the directors approved that the CEC offices will continue on the current COVID-19 plan until the next meeting at which time the situation will be reevaluated. After a lengthy and thorough discussion, Mr. Davidson offered a motion seconded by Mr. Killgore to proceed with installing bullet resistant barriers to MSR areas at both CEC locations for protection against biological and physical threats to CEC employees.

Mr. Brown’s report was approved on a motion made by Mr. Davidson and seconded by Mr. Abshire.

- ❖ **Executive Session** – CEO Evaluation  
Upon a motion by Dr. Fincher and seconded by Mr. Jones, the directors entered into executive session to discuss the CEO evaluation. Upon a motion by Mr. Killgore and seconded by Dr. Fincher, the directors rose from executive session. Mr. Lane Davidson then offered a motion for an annual wage adjustment for Mr. Brown. The motion was seconded by Mr. Killgore and was approved by a vote of the Board.

- ❖ **Approve Meeting Expenses** – Mr. Elkins then accepted a motion made by Mr. Noles and seconded by Mr. Davidson 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.  
August 4, 2020 at 6:30 pm in Homer
  
- ❖ **Adjourn** – The meeting was then adjourned upon a motion made by Mr. Davidson and seconded by Dr. Fincher

**The minutes above were approved by the board of directors during its regularly scheduled meeting held on August 4, 2020.**

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Hez Elkins, President

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Richard Noles, Secretary -Treasurer