

CLAIBORNE ELECTRIC COOPERATIVE, INC.

BOARD MEETING MINUTES

JULY 27, 2021

- ❖ **Call to Order** – Mr. Elkins called the meeting to order at 6:30 pm.
- ❖ **Invocation** – Mr. Brown offered an invocation on behalf of the group.
- ❖ **Pledge** – Mr. Elkins led the group in the pledge of allegiance.
- ❖ **Attendance**
 - Hez Elkins, President
 - Phillip Fincher, Vice President
 - Rand Killgore
 - Lane Davidson
 - Scott Jones
 - Leroy Perritt
 - Butch Sensley
 - Benjamin Abshire (via phone)
 - Others in attendance
 - Mark Brown, CEO
 - Kathy Tanner, CFO
 - Paul E. Kitchens, Corporate Counsel
 - Lisa Ledbetter, Administrative Assistant (absent)
- ❖ **Request for Items to be Added to the Agenda** – None
- ❖ **Consent Agenda** – Mr. Elkins entertained a motion by Mr. Davidson duly seconded by Dr. Fincher to approve the Consent Agenda as presented. The motion carried unanimously.
 - Approve June 29, 2021 Regular Meeting Minutes
 - Approve Expense Reports
 - Accept New Members
 - Approve Capital Credits
 - Approve Monthly Loss Control & Safety Report
 - Approve Homer & Farmerville Operations Report
- ❖ **Attorney Report** – Mr. Kitchens requested that the board enter into executive session to discuss his report on the legal matters currently facing the Cooperative. Upon motion by Mr. Jones duly seconded by Mr. Killgore, the board entered into executive session to discuss the legal matters facing the Cooperative. Upon motion by Mr. Sensley duly seconded by Mr. Perritt, the board rose from executive session for the purpose of discussing the legal matters facing the Cooperative.

Mr. Kitchens' report was then approved on a motion made by Mr. Davidson and seconded by Dr. Fincher.

- ❖ **ALEC Report** – Mr. Davidson made a brief report on the ALEC meeting held via conference call. Mr. Davidson’s report was then approved on a motion made by Mr. Killgore and seconded by Mr. Sensley.

- ❖ **1803 Power Supply Cooperative** – Dr. Fincher gave a brief 1803 Power Supply Cooperative report. Dr. Fincher’s report was approved on a motion by Mr. Sensley and duly seconded by Mr. Jones.

- ❖ **Financial Report** – Ms. Tanner made the monthly financial report.
 - June 2021 Financial Report – This report was approved on a motion made by Mr. Jones and seconded by Mr. Davidson.
 - Write-offs - This report was approved on a motion made by Mr. Jones and seconded by Mr. Killgore.
 - Ms. Tanner presented a renewal for the CFC Line of Credit. Upon motion by Mr. Killgore and duly seconded by Dr. Fincher, the \$12m CFC Line of credit renewal was approved.
 - Ms. Tanner presented a proposal for a \$5.5m CFC Line of Credit. Upon motion by Mr. Davidson and duly seconded by Dr. Fincher, the \$5.5m CFC Line of Credit was approved.

- ❖ **CEO’s Report** – Mr. Brown called attention to his written report presented to the Directors and invited any questions.
 - Operation Round Up Nominations – Rand Killgore nominated Mr. Mark Owens to replace Mr. Bobby Butler. Upon motion by Dr. Fincher duly seconded by Mr. Perritt, Mark Owens was approved to serve on the Operation Round Up board.
 - Operation round Up Update
 - FTTH Update
 - Ratify voting Delegates – Upon motion by Mr. Killgore and duly seconded by Mr. Jones, Lane Davidson was appointed as the voting delegate to represent CEC at ALEC and NRECA.
 - COVID-19 Plan Recommendation – Upon motion by Mr. Davidson duly seconded by Mr. Sensley, the revision to the COVID-19 Plan was approved. The CEC offices will remain closed to the public until after reevaluation at the September Board meeting.
 - Board Seat Vacancy – Mr. Elkins appoint a board search committee to begin the process of filling the unexpired term of Mr. Richard Noles. Those appointed to the committee are: Mr. Lane Davidson; Dr. Phillip Fincher; Mr. Rand Killgore; Mr. Paul Kitchens, Adviser; Mr. Joey White, Adviser. The committee will hold its first meeting on August 3, 2021, 1:30 p.m. at the Kitchens Law Office.

Upon motion by Mr. Sensley, seconded by Mr. Jones, the CEO report was unanimously approved.

- ❖ **Approve Meeting Expenses** – Mr. Elkins then accepted a motion made by Mr. Davidson 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.

August 31, 2021 at 6:30 pm in Homer

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

The minutes above were approved by the board of directors during its regularly scheduled meeting held on August 31, 2021.

Hez Elkins, President

**Phillip Fincher, Vice President/Acting
Secretary -Treasurer**