

CLAIBORNE ELECTRIC COOPERATIVE, INC.

BOARD MEETING MINUTES

MAY 3, 2022

- ❖ **Call to Order** – Mr. Elkins called the meeting to order at 6:30 pm.
- ❖ **Invocation**
- ❖ **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 – via phone
 - Butch Sensley
 - Jody Woodard
 - Benjamin Abshire
 - Others in attendance
 - Mark Brown, CEO
 - Lisa Ledbetter, Administrative Assistant
- ❖ **Request for Items to be Added to the Agenda** – None
- ❖ **Consent Agenda** – Mr. Elkins entertained a motion by Mr. Killgore duly seconded by Mr. Abshire to approve the Consent Agenda as presented. The motion carried unanimously.
 - Approve March 22, 2022 Regular Meeting Minutes
 - Approve Expense Reports
 - Accept New Members
 - Approve Capital Credits
 - Approve Monthly Loss Control & Safety Report
 - Approve Homer & Farmerville Operations Report

Mr. Brown requested that the board enter into executive session to discuss the attorney's report on the legal matters currently facing the Cooperative and for the 1803 Power Supply Cooperative update. Upon motion by Dr. Fincher duly seconded by Mr. Jones, the board entered into executive session to discuss the legal matters facing the Cooperative and 1803.

❖ **Attorney Report**

❖ **1803 Power Supply Cooperative**

Upon motion by Mr. Davidson duly seconded by Mr. Sensley, the board rose from executive session.

Mr. Kitchens' report and Dr. Fincher's 1803 report were approved on a motion made by Mr. Jones and duly seconded by Mr. Killgore.

- ❖ **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 Dr. Fincher and seconded by Mr. Abshire.

- ❖ **Financial Report** – Ms. Tanner made the monthly financial report.
 - March 2022 Financial Report – This report was approved on a motion made by Mr. Jones and seconded by Mr. Abshire.
 - Write-offs – The write-off report was approved on a motion made by Dr. Fincher and seconded by Mr. Sensley.

- ❖ **CEO’s Report** – Mr. Brown gave a report on the following:
 - ORU Director – District #5 – Melinda Dowies – Upon motion by Dr. Fincher duly seconded by Mr. Davidson, Melinda Dowies was approved to the ORU Trust Board to represent District #5.
 - Staff meeting Update
 - Succession Planning – Upon motion by Mr. Davidson duly seconded by Mr. Abshire, the Succession Plan presented by Mark Brown was approved.
 - Credit Card Request – Upon motion by Mr. Killgore duly seconded by Mr. Woodard, the following employees of CEC were approved for a corporate credit card: Mark Brown, Kathy Tanner, Candy Hardy, Stacy Jones, Stephen Faulk, Daniel Kimbell, EmmaLee Tingle, Rocky Lachney, Caleb Temple, John Langford, Thomas Ruple, Jonathon Dison, Adam Flenniken, Lisa Ledbetter.
 - Inactive Service Campaign
 - Member Advisory Committee Meetings
 - 1803 Revolving Line of Credit Resolution – Upon motion by Mr. Killgore duly seconded by Mr. Sensley, the resolution allowing Mark Brown to sign all documents necessary for the 1803 Revolving Line of Credit was approved.
 - 1803 Member Cooperative Guaranty – Upon motion by Mr. Killgore duly seconded by Mr. Sensley, the resolution allowing Mark Brown to sign all documents necessary for the 1803 Revolving Line of Credit and the 1803 Member Cooperative Guaranty were approved.
 - 2022 CEO Goals – Upon motion by Mr. Abshire duly seconded by Mr. Woodard, the 2022 CEO Goals were approved as presented.

- ❖ **Executive Session (if needed) to discuss Strategic and Long-Term planning**
 Upon motion by Mr. Davidson duly seconded by Mr. Killgore, the board entered into executive session to discuss Strategic and Long-Term Planning issues facing the Cooperative.
 Upon motion by Mr. Jones duly seconded by Dr. Fincher, the board rose from executive session. There were no action items to present from the executive session.

- ❖ **Approve Meeting Expenses** – Mr. Elkins then accepted a motion made by Mr. Davidson and seconded by Mr. Sensley 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 – June 7, 2022 at 6:30 pm in Homer
- ❖ **Adjourn** – The meeting was then adjourned upon a motion made by Mr. Davidson and seconded by Mr. Killgore.

The minutes above were approved by the board of directors during its regularly scheduled meeting held on June 7, 2022.

Hez Elkins, President

Scott Jones, Secretary -Treasurer