

CLAIBORNE ELECTRIC COOPERATIVE, INC.

BOARD MEETING MINUTES

JANUARY 31, 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
- Butch Sensley
- Jody Woodard
- Benjamin Abshire
- Others in attendance
 - Mark Brown, CEO
 - Jeremy Skipper, COO
 - Paul E. Kitchens, Corporate Counsel
 - Lisa Ledbetter, Administrative Assistant

❖ **Request for Items to be Added to the Agenda** – None

❖ **Consent Agenda** – Mr. Elkins entertained a motion by Dr. Fincher duly seconded by Mr. Killgore to approve the Consent Agenda as presented. The motion carried unanimously.

- Approve January 4, 2022 Regular Meeting Minutes with changes noted.
- 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 Mr. Jones duly seconded by Mr. Woodard, 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. , the board rose from executive session.

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

- ❖ **ALEC Report** – Mr. Brown made a brief report on the ALEC meeting held via conference call. Mr. Brown's report was then approved on a motion made by Dr. Fincher and seconded by Mr. Abshire.

- ❖ **Financial Report** – Mr. Brown made the monthly financial report.
 - December 2021 Financial Report – This report was approved on a motion made by Mr. Killgore and seconded by Dr. Fincher.
 - Write-offs – The write-off report was approved on a motion made by Mr. Davidson and seconded by Dr. Fincher.

- ❖ **CEO's Report** – Mr. Brown gave a report on the following:
 - SWAP 2022 – Upon motion by Mr. Sensley and duly seconded by Dr. Fincher, the SWAP 2022 was unanimously approved.
 - Director Nominations – Mr. Brown reported the only board nominations received were for Mr. Ben Abshire, Mr. Willie Sensley, and Mr. Leroy Perritt.
 - Elect Secretary/Treasurer – Mr. Perritt nominated Mr. Scott Jones to serve as the CEC Board of Directors Secretary/ Treasurer, duly seconded by Mr. Davidson. There being no further nominations, Mr. Jones was approved as Secretary/Treasurer by acclamation.
 - Review GP 105.0 and GP 309.1 – Equity Management – Mr. Brown presented an Equity Management Resolution to the board. Upon motion by Dr. Fincher, duly seconded by Mr. Killgore, the board approve the Equity Management Resolution made a part hereto of these minutes.
 - Educational Presentation – Ratemaking 101

Upon motion by Mr. Davidson and duly seconded by Mr. Jones, the CEO report was approved.

- ❖ **Approve Meeting Expenses** – Mr. Elkins then accepted a motion made by Mr. Sensley and seconded by Mr. Woodard 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 – February 22, 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 February 22, 2022.

Hez Elkins, President

Scott Jones, Secretary -Treasurer