

**CLAIBORNE ELECTRIC COOPERATIVE, INC.**

**BOARD MEETING MINUTES**

**APRIL 25, 2023**

❖ **Call to Order** – Mr. Elkins called the meeting to order at 6 pm.

❖ **Invocation**

❖ **Pledge** – Mr. Elkins led the group in the pledge of allegiance.

❖ **Attendance**

- Hez Elkins, President
- Phillip Fincher, Vice President
- Rand Killgore, via phone
- Lane Davidson
- Scott Jones
- Leroy Perritt
- Butch Sensley
- Benjamin Abshire, via phone
- Jody Woodard
- Others in attendance
  - Mark Brown, CEO
  - Kathy Tanner, CFO
  - 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 Mr. Davidson duly seconded by Mr. Woodard to approve the Consent Agenda as presented. The motion carried unanimously.

- Approve March 28, 2023 Meeting Minutes
- Approve Expense Reports
- Accept New Members
- Approve Capital Credits
- Approve Monthly Loss Control & Safety Report
- Approve Homer & Farmerville Operations Report

Upon motion by Dr. Fincher duly seconded by Mr. Jones, the board entered into executive session to discuss Strategic and Long-Term Planning issues facing the Cooperative.

❖ **Attorney Report**

❖ **1803 Power Supply Cooperative**

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

The Attorney's report and Dr. Fincher's 1803 report were approved on a motion made by Mr. Sensley and duly seconded by Mr. Davidson.

- ❖ **ALEC Report** – No report.
- ❖ **Financial Report** – Ms. Tanner made the monthly financial report.
  - March 2023 Financial Report – The financial report was approved on a motion made by Mr. Jones and seconded by Mr. Davidson.
  - Write-offs – The write-off report was approved on a motion made by Dr. Fincher and seconded by Mr. Woodard.
- ❖ **CEO's Report** – Mr. Brown gave a report on the following:
  - Village of Athens – Upon motion by Dr. Fincher and duly seconded by Mr. Woodard, the board approved pursuing a Franchise Agreement with the Village of Athens if the contract is favorable to Claiborne Electric.
  - Conexon Discussion – Upon motion by Mr. Davidson and duly seconded by Mr. Sensley, board voted that Mark Brown, CEO, and his management team, be and they are authorized to move forward with Conexon on its "All Connect Model" (forth proposal from the Carl Meyerhoefer email of April 24) and to move toward the execution of a written contract, subject to future negotiations and details to be conducted and resolved between the parties and any actions taken by Mr. Brown or his management team be and the same are ratified and approved.
  - Advisory Committee Meetings – Week of May 22<sup>nd</sup>.
- ❖ **Executive Session to discuss CEO Annual Performance Evaluation** - Tabled
- ❖ **Approve Meeting Expenses** – Mr. Elkins then accepted a motion made by Mr. Davidson 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 regular Board meeting – May 30, 2023.
- ❖ **Adjourn** – The meeting was then adjourned upon a motion made by Mr. Davidson and seconded by Mr. Jones.

**The minutes above were approved by the board of directors during its regularly scheduled meeting held on May 30, 2023.**

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**Hez Elkins, President**

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**Scott Jones, Secretary -Treasurer**