

**CLAIBORNE ELECTRIC COOPERATIVE, INC.**

**BOARD MEETING MINUTES**

**MAY 30, 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
      - Commissioner Mike Francis
      - Royal Alexander
  - ❖ **Request for Items to be Added to the Agenda**
  - ❖ **Guest – Commissioner Mike Francis**
  - ❖ **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 April 25, 2023 and May 16, 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 Mr. Abshire duly seconded by Mr. Woodard, 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. Abshire 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 Mr. Woodard and duly seconded by Mr. Killgore.
  
- ❖ **Financial Report** – Ms. Tanner made the monthly financial report.
  - April 2023 Financial Report – The financial report was approved on a motion made by Mr. Abshire and seconded by Mr. Davidson.
  - Write-offs – The write-off report was approved on a motion made by Mr. Killgore and seconded by Mr. Perritt.
  
- ❖ **CEO's Report** – Mr. Brown gave a report on the following:
  - ORU Update
  - ORU Trust Board Nominations – District 2 – Ms. Jackie Hill; District 4 – Mr. Jack Land; District 9 – Ms. Marlene Lindsey. Upon motion by Dr. Fincher duly seconded by Mr. Davidson, Ms. Hill, Mr. Land and Ms. Lindsey were approved to serve on the ORU Trust Board.
  - Federated Insurance Report
  - ALEC Board Voting Delegates – Upon Motion by Mr. Sensley duly seconded by Mr. Abshire, Mr. Lane Davidson was approved to serve as the CEC representative and voting delegate with ALEC.
  - NRECA Director Elections
  - Conexon
  - Rate Case Update
  - CLECO-Cajun/LaGen Update
  
- ❖ **Executive Session to discuss CEO Annual Performance Evaluation**

Upon motion by Mr. Davidson and duly seconded by Dr. Fincher, the board entered into executive session to discuss the CEO Annual Performance Evaluation.

Upon motion by Mr. Abshire and duly seconded by Mr. Killgore, the board rose from executive session.

Upon motion by Mr. Killgore duly seconded by Mr. Abshire, the board commended Mr. Brown on a job well-done during the past year and approved a salary adjustment up to the national average as reported in NRECA's latest survey. The salary adjustment is to be applied retroactively back to March. The motion passed unanimously.
  
- ❖ **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 – June 27, 2023.
- ❖ **Adjourn** – The meeting was then adjourned upon a motion made by Dr. Fincher and seconded by Mr. Sensley.

**The minutes above were approved by the board of directors during its regularly scheduled meeting held on June 27, 2023.**

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**Hez Elkins, President**

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**Scott Jones, Secretary -Treasurer**