

CLAIBORNE ELECTRIC COOPERATIVE, INC.

BOARD MEETING MINUTES

JANUARY 30, 2024

❖ **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
- Lane Davidson
- Scott Jones, Secretary/Treasurer
- Leroy Perritt
- Butch Sensley via phone
- Benjamin Abshire
- Jody Woodard
- Others in attendance
 - Mark Brown, CEO
 - Kathy Tanner, CFO
 - Lisa Ledbetter, Administrative Assistant
 - Paul E. Kitchens, Corporate Counsel

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

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

- Approve January 2 and January 9, 2024, 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. Killgore 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. Perritt and duly seconded by Mr. Woodard.

- ❖ **Financial Report** – Ms. Tanner made the monthly financial report.
 - December 2023 Financial Report – The financial report was approved on a motion made by Mr. Abshire and duly seconded by Dr. Fincher.
 - Write-offs – The write-off report was approved on a motion made by Mr. Davidson and duly seconded by Dr. Fincher.
 - Approve Knuckols, Duball, Hallum & Co Audit Engagement Letter 2024 – Upon motion by Dr. Fincher and duly seconded by Mr. Killgore, the 2024 Audit Engagement Letter was approved as presented.

- ❖ **CEO’s Report** – Mr. Brown gave a report on the following:
 - Rate Case Update
 - CEO Search Update
 - Annual Policy Manual Review
 - Approval of Second Amendment to 1803 Wholesale Power Contract – Upon motion by Dr. Fincher and duly seconded by Mr. Sensley, the Second Amendment to the 1803 Wholesale Power Contract was approved.
 - Board Nominations 2024

❖ **Executive Session**

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

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

- ❖ **Approve Meeting Expenses** – Mr. Elkins then accepted a motion made by Mr. Killgore 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 –Tuesday, February 27, 2024.

- ❖ **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 27, 2024.

Hez Elkins, President

Scott Jones, Secretary -Treasurer