

**CLAIBORNE ELECTRIC COOPERATIVE, INC.**

**BOARD MEETING MINUTES**

**AUGUST 27, 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 - Absent
  - Rand Killgore
  - Lane Davidson
  - Scott Jones, Secretary/Treasurer
  - Leroy Perritt
  - Butch Sensley - Absent
  - Benjamin Abshire – Via Phone
  - Jody Woodard
  - Others in attendance
    - Michael Marcotte, CEO
    - Kathy Tanner, CFO
    - Paul E. Kitchens, Corporate Counsel
    - Lisa Ledbetter, Executive Secretary
    - Daniel Kimbell, Operations Manager, Farmerville Dist Office
    - Mike Hallum, CPA
- ❖ **Audit Report – Mike Hallum** – Upon motion by Mr. Davidson duly seconded by Mr. Killgore, the 2023 Audit Report was approved as presented.
- ❖ **Staff Update – Daniel Kimbell, Farmerville Operations Manager**
- ❖ **Request for Items to be Added to the Agenda – Mr. Perritt requested that the Board enter into an executive session to discuss Strategic and Long-Term Planning.**
- ❖ **Consent Agenda** – Mr. Elkins entertained a motion by Mr. Jones duly seconded by Mr. Sensley to approve the Consent Agenda as presented. The motion carried unanimously.
  - Approve June and July Special Meeting 2024 Minutes
  - Approve Expense Reports
  - Approve CEO's Expenses
  - Accept New Members
  - Approve Capital Credits-pending additional documentation on one request.
  - Approve Monthly Loss Control & Safety 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. Sensley, the board rose from executive session.

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

- ❖ **ALEC Report** – Mr. Davidson made a brief report on the ALEC meeting. Mr. Davidson's report was then approved on a motion made by Mr. Killgore and duly seconded by Mr. Perritt.
- ❖ **Financial Report** – Ms. Tanner made the monthly financial report.
  - July 2024 Financial Report, July and YTD 2024 Cash Flows, LOC and Loan Drawdowns
  - Write-offs
  - Resolution – Annual Emergency LOC Renewal
  - Resolution – Annual LOC Renewal

Upon motion by Mr. Davidson and duly seconded by Mr. Killgore, the Financial Reports, Write-offs, Resolution – Annual Emergency LOC Renewal, and Resolution – Annual LOC Renewal were approved.

- ❖ **CEO's Report** – Mr. Marcotte gave a report on the following:
  - Annual Insurance Renewal – Upon motion by Mr. Killgore and duly seconded by Mr. Jones, the insurance renewal was approved as presented.
  - LPSC Update
  - Conexon Update
  - Operations Update
  - Adopt Policy Revisions - Upon motion by Mr. Jones and duly seconded by Mr. Woodard, Policy 301.1 Financial Practices was approved as revised. Upon motion by Mr. Sensley and duly seconded by Mr. Killgore, Policy 313.1 Purchasing Practices and Procedures as approved as revised.

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

- ❖ **Executive Session** – Upon motion by Mr. Sensley and duly seconded by Mr. Jones, the board entered into Executive Session to discuss Strategic and Long-Term Planning for the Coop.

Upon motion by Mr. Perritt and duly seconded by Mr. Abshire, the board rose from Executive Session.

- ❖ **Approve Meeting Expenses** – Mr. Elkins then accepted a motion made by Mr. Abshire and seconded by Mr. Killgore 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 –Tuesday, September 24, 2024, at 5:30pm.
- ❖ **Adjourn** – The meeting was then adjourned upon a motion made by Mr. Killgore and seconded by Mr. Perritt.

**The minutes above were approved by the board of directors during its regularly scheduled meeting held on September 24, 2024.**

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**Hez Elkins, President**

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**Scott Jones, Secretary -Treasurer**