CLAIBORNE ELECTRIC COOPERATIVE, INC.
BOARD OF DIRECTORS MEETING MINUTES
MARCH 25, 2025

1. **Call to Order –** Dr. Fincher

2. **Invocation**

3. **Pledge –** Dr. Fincher

4. **Attendance**

Phillip Fincher, President
Scott Jones, Vice President
Jody Woodard, Secretary/Treasurer
Rand Killgore
Lane Davidson
Leory Perritt
Butch Sensley
Candy Hardy, Homer Office Manager
Benjamin Abshire
Kenneth Franklin

Other in Attendance:
Paul E. Kitchens, Corporate Counsel
Michael P. Marcotte, CEO
Lisa Ledbetter, Executive Secretary
Melisa Watts, Financial Consultant

5. **Request for Items to be Added to the Agenda** – Dr. Fincher
   None

6. **Staff Update –** Candy Hardy, Homer District Office Manager

7. **Consent Agenda –** Dr. Fincher
   a. Approval of February 25, 2025 Meeting Minutes
   b. Approve Expense Reports
   c. Accept New Members
   d. Approve Capital Credits (subject to Counsel's review and approval)
   e. Approve Monthly Loss Control & Safety Report
   f. Approve CEO's Expense Report

Motion to accept the Consent Agenda.
Motion Mr. Davidson   Second   Mr. Sensley

8. **Executive Session to Receive and Discuss:**
   a. Attorney's Report – Mr. Kitchens
   b. 1803 Electric Cooperative Report – Dr. Fincher
   c. Update on pending litigation(s).

Motion to enter Executive Session.
Motion Mr. Killgore   Second Mr. Abshire

Motion to rise from Executive Session.
Motion Mr. Killgore   Second   Mr. Abshire

Motion to accept the reports received in Executive Session.
Motion Mr. Franklin   Second   Mr. Perritt

9. Financial Report – Mrs. Watts

a. February 2025 Financial Report
b. February 2025 Write-offs

Motion to approve the Financial Report and Write Offs.
Motion Mr. Jones   Second Mr. Davidson

10. ALEC Report – Mr. Davidson

Motion to approve the ALEC Report.
Motion Mr. Sensley   Second   Mr. Killgore

11. CEO's Report – Mr. Marcotte

a. LPSC Update
b. Conexon Update
c. Truck Branding
d. Engineering Department
e. "High Bill" Complaints
f. Discussion of Deposits on Hand
g. Joint Use Contracts
h. Employee Update
i. Operations Update

Motion to approve the CEO's Report.
Motion Mr. Abshire   Second   Mr. Woodard

12. Approval of Revised Policy 411.1 - Job Safety and Training

Motion to approve Revised Policy 411.1 - Job Safety and Training.
Motion Mr. Killgore   Second   Mr. Jones

13. Executive Session to Receive and Discuss:

a. Strategic and Long-Term Planning Topics

Motion to enter Executive Session.
Motion Mr. Woodard   Second   Mr. Sensley

Motion to rise from Executive Session.
Motion Mr. Woodard Second Mr. Sensley

On motion of Mr. Davidson, seconded by Mr. Perritt, the following resolution was unanimously approved:

BE IT RESOLVED that Claiborne Electric pay to Mr. Michael Marcotte a one-time bonus in an amount to be determined after consultation with the President of the Board to be characterized as a one-time and non-recurring bonus for services rendered, but with the requirement that Mr. Marcotte tender such appropriate accounting for the utilization of said sums.

After discussion, this motion passed unanimously.

14. Executive Session for Directors

Motion to enter Executive Session.
Motion Mr. Davidson Second Mr. Perritt

Motion to rise from Executive Session.
Motion Mr. Davidson Second Mr. Perritt

15. Approve Meeting Expenses – Dr. Fincher

Motion to approve the Meeting Expenses.
Motion Mr. Davidson Second Mr. Abshire

16. Confirm Next Meeting Date – Dr. Fincher

a. Thursday, April 24, 2025 2:00 PM Finance Committee
b. Tuesday, April 29, 2025 4:30 PM Board

17. Adjournment

Motion to adjourn.
Motion Mr. Abshire Second Mr. Perritt

The minutes above were approved by the board of directors during its regularly scheduled meeting held on April 29, 2025.

Dr. Phillip Fincher, President **Jody Woodard, Secretary -Treasurer**