

**CLAIBORNE ELECTRIC COOPERATIVE, INC.
BOARD OF DIRECTORS MEETING MINUTES
JUNE 24, 2025**

1. Call to Order – Dr. Fincher

2. Invocation

3. Pledge – Dr. Fincher

4. Attendance

Phillip Fincher, President	Benjamin Abshire
Scott Jones, Vice President	Kenneth Franklin
Jody Woodard, Secretary/Treasurer	<u>Other in Attendance:</u>
Rand Killgore	Paul Kitchens, Corporate Counsel
Lane Davidson	Michael P. Marcotte, CEO
Leroy Perritt	Lisa Ledbetter, Executive Secretary
Butch Sensley	Melissa Watts, Financial Consultant
	EmmaLee Tingle, Member Relations Mgr.

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

6. To hear a report from the Member Relations Manager concerning goals, objectives, and options for a member satisfaction survey. – EmmaLee Tingle

7. Election Results District 2 Director

A motion to certify the results of the June 7, 2025 election for District 2 Director and recognize William “Butch” Sensley as the winner. William Sensley – 1057 votes; Benjamin Walton – 559 votes; 25 – votes not qualified
*Motion **Mr. Davidson** Second **Mr. Jones***

8. Appointment of Officers for 2025-26

A motion to nominate Phillip Fincher as President. There being no other nominations, Mr. Fincher was elected President by acclamation.
*Motion **Mr. Sensley** Second **Mr. Abshire***

A motion to nominate Scott Jones as Vice-President. There being no other nominations, Mr. Jones was elected Vice-President by acclamation.
*Motion **Mr. Davidson** Second **Mr. Killgore***

A motion to nominate Jody Woodard as Secretary-Treasurer. There being no other nominations, Mr. Woodard was elected Secretary-Treasurer by acclimation.

*Motion **Mr. Franklin** Second **Mr. Perritt***

9. Consent Agenda – Dr. Fincher

- a. Approval of May 27, 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

A motion to accept the Consent Agenda.

*Motion **Mr. Killgore** Second **Mr. Abshire***

10. Executive Session to Receive and Discuss:

- a. Attorney's Report – Mr. Kitchens
- b. Update on pending litigation(s) – Mr. Kitchens
- c. Conexon – Mr. Marcotte
- d. 1803 Electric Cooperative Report – Dr. Fincher

A motion to enter Executive Session.

*Motion **Mr. Perritt** Second **Mr. Killgore***

A motion to rise from Executive Session.

*Motion **Mr. Perritt** Second **Mr. Killgore***

A motion to accept the reports received in Executive Session.

*Motion **Mr. Sensley** Second **Mr. Jones***

A motion to accept the 1803 report.

*Motion **Mr. Franklin** Second **Mr. Killgore***

11. 1803 Annual Meeting/Voting Delegate

- a. Annual Certification of Voting Delegate

A motion to approve Phillip Fincher as the Annual Voting Delegate for 1803 with Michael Marcotte approved as the Alternate Voting Delegate.

*Motion **Mr. Killgore** Second **Mr. Abshire***

12. Financial Report – Mrs. Watts

- a. May 2025 Financial Report

A motion to approve the Financial Report.

*Motion **Mr. Killgore** Second **Mr. Davidson***

- b. May 2025 Write-offs

A motion to approve the Write Offs.

*Motion **Mr. Davidson** Second **Mr. Franklin***

13. Performance Indicators, Q2 2025

- a. Budgeted versus actual expenditures for all budgeted accounts – Mrs. Watts
- b. A detailed ledger of all cash disbursements from the Cooperative’s accounts for the preceding ninety (90) days – Mrs. Watts
- c. A report on the progress of the Cooperative’s annual Work Plan as derived from the most recent Long Range Engineering Study – Mr. Marcotte
- d. An update on the amount of AIC revenue collected to date for the current calendar year – Mrs. Watts.

14. ALEC Report – Mr. Davidson

- a. Report on June 23, 2025 Regular Meeting
- b. Report on the proposed restructuring and reorganization of the statewide association.

A motion to approve the ALEC Report.

*Motion **Mr. Woodard** Second **Mr. Abshire***

15. CEO’s Report – Mr. Marcotte

- a. LPSC Update
- b. General Staffing Needs
- c. Employee Update
- d. Operations Update

A motion to approve the CEO’s Report.

*Motion **Mr. Abshire** Second **Mr. Franklin***

16. Operation Round Up (ORU) Director Nomination

- a. District #1 – Ms. Micki Horrell

A motion to appoint Micki Horrell as ORU Director, District #1.

*Motion **Mr. Sensley** Second **Mr. Davidson***

17. Executive Session to Receive and Discuss:

- a. Strategic Planning Discussion

A motion to enter Executive Session.

*Motion **Mr. Franklin** Second **Mr. Killgore***

A motion to rise from Executive Session.

*Motion **Mr. Franklin** Second **Mr. Killgore***

A motion that Claiborne Electric will participate in the new statewide cooperative association subject to final financial projections and review and that the General Manager is authorized to negotiate and sign all necessary documents to facilitate membership.

*Motion **Mr. Davidson** Second **Mr. Abshire***

18. Executive Session for Directors

A motion to enter Executive Session.

*Motion **Mr. Abshire** Second **Mr. Davidson***

A motion to rise from Executive Session.

*Motion **Mr. Abshire** Second **Mr. Davidson***

19. Approve Meeting Expenses – Dr. Fincher

A motion to approve the Meeting Expenses.

*Motion **Mr. Woodard** Second **Mr. Franklin***

20. Reminders

- a. Register for the ALEC Annual Meeting
- b. Complete the CFC Strategic Planning Survey by June 30, 2025.

21. Confirm Next Meeting Date – Dr. Fincher

- a. Tuesday, July 29, 2025 2:30 PM
- b. Tuesday, July 29, 2025 4:30 PM

22. Adjournment

A motion to adjourn.

*Motion **Mr. Davidson** Second **Mr. Killgore***

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

Phillip Fincher, President

Jody Woodard, Secretary -Treasurer