CLAIBORNE ELECTRIC COOPERATIVE, INC.
BOARD OF DIRECTORS MEETING AGENDA
OCTOBER 23, 2025

1. **Call to Order –** Mr. Fincher

2. **Invocation**

3. **Pledge –** Mr. Fincher

4. **Attendance**

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

5. **Request for Items to be Added to the Agenda** – Mr. Fincher

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6. **Finance Committee Report** – Mr. Jones

7. **Consent Agenda –** Dr. Fincher
   a. Approval of September 30, 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 ____________________ *Second* ____________________

8. **Executive Session to Receive and Discuss:**
   a. Attorney's Report – Mr. Kitchens
   b. Update on pending litigation(s) – Mr. Kitchens
   c. 1803 Electric Cooperative Report – Mr. Fincher
   d. 1803 Round 2 Asset Transfer Update – Mr. Marcotte

A motion to enter Executive Session.
Motion ___________________ *Second* ___________________

A motion to exit Executive Session.
Motion ___________________ *Second* ___________________

A motion to accept the reports received in Executive Session.
Motion ___________________ *Second* ___________________

A motion to
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Motion ___________________ *Second* ___________________

9. **Financial Report** – Mrs. Watts
   a. September 2025 Financial Report
   b. September 2025 Write-offs

A motion to approve the September 2025 Financial Report and Write Offs.
Motion ___________________ *Second* ___________________

10. **Approval of Claiborne's 2024 990 Report** – Mrs. Watts

A motion to approve the 2024 990 Report.
Motion ___________________ *Second* ___________________

11. **Introduction of the 2026 Operating and Capital Budgets** – Mrs. Watts & Mr. Marcotte

12. **ALEC Report –** Mr. Davidson
    a. Report on October 9, 2025 special meeting, October 17, 2025 statewide organizing meeting, October 20, 2025 regular meeting.

A motion to approve the ALEC Report.
Motion ___________________ *Second* ___________________

13. **CEO's Report –** Mr. Marcotte
    a. LPSC Update
    b. Conexon Update
    c. Employee Update
    d. Operations Update
    e. September 2025 Outage Statistics
    f. ORU Report

A motion to approve the CEO's Report.
Motion ___________________ *Second* ___________________

14. Resolutions:

a. *A motion to approve a Resolution for TRANSFER OF CERTAIN ADDITIONAL TRANSMISSION ASSETS TO 1803 ELECTRIC COOPEATIVE, INC. (AMENDED "ROUND 2" ASSET TRANSFERS)*
Motion ___________________ *Second* ___________________

15. Policy Review and Update Project:

a. Policy Revision Timeline
b. Introduction Revised Policies 201.2/204.1, 202.1, and 212.0

16. Executive Session to Receive and Discuss:

a. Strategic Policy Initiatives

A motion to enter Executive Session.
Motion ___________________ *Second* ___________________

A motion to exit Executive Session.
Motion ___________________ *Second* ___________________

A motion to
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Motion ___________________ *Second* ___________________

17. Executive Session for Directors

A motion to enter Executive Session.
Motion ___________________ *Second* ___________________

A motion to exit Executive Session.
Motion ___________________ *Second* ___________________

A motion to
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Motion ___________________ *Second* ___________________

18. Approve Meeting Expenses – Mr. Fincher

A motion to approve the Meeting Expenses.
Motion ___________________ *Second* ___________________

19. Reminders - NRECA Region 8 & 10 Meeting, October 27-29, 2025, Round Rock, TX

20. Confirm Next Meeting Dates – Mr. Fincher
a. Tuesday, November 25, 2025 2:00 PM (Budget & Finance Meeting)
b. Tuesday, November 25, 2025 4:30 PM (Board Meeting)

21. Adjournment

A motion to adjourn.
Motion ___________________ *Second* ___________________