

**CLAIBORNE ELECTRIC COOPERATIVE, INC.
BOARD OF DIRECTORS MEETING MINUTES
SEPTEMBER 30, 2025**

1. Call to Order – Mr. Fincher

2. Invocation

3. Pledge – Mr. Fincher

4. Attendance

Phillip Fincher, President	Benjamin Abshire-via phone
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	Brandi Ingles
Butch Sensley	

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

6. Staff Report – Stacy Jones

7. Consent Agenda – Dr. Fincher

- a. Approval of September 2, 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. Davidson

8. Executive Session to Receive and Discuss:

- a. 1803 Electric Cooperative Report – Mr. Fincher
- b. 1803 Round 2 Asset Transfer Update – Mr. Marcotte
- c. Attorney's Report – Mr. Kitchens
- d. Update on pending litigation(s) – Mr. Kitchens

A motion to enter Executive Session.

Motion Mr. Davidson Second Mr. Sensley

A motion to exit from Executive Session.

Motion Mr. Davidson Second Mr. Sensley

A motion to accept the reports received in Executive Session.

Motion Mr. Perritt Second Mr. Franklin

9. Financial Report – Mr. Marcotte

- a. August 2025 Financial Report
- b. August 2025 Write-offs
- c. Performance Indicator Report

A motion to approve the Financial Report, Write Offs, and Performance Indicator Report.

Motion Mr. Killgore Second Mr. Perritt

10. ALEC Report – Mr. Davidson

- a. Report on September 22, 2025 regular meeting and proposed restructuring/reorganization of the statewide association.
- b. Proposed Readership Survey
- c. 2026 Youth Tour

A motion to approve the proposed survey.

Motion Mr. Killgore Second Mr. Sensley

A motion to approve the ALEC Report.

Motion Mr. Jones Second Mr. Killgore

11. CEO's Report – Mr. Marcotte

a. LPSC Update	b. Conexon Update
c. Employee Update	d. Operations Update
e. August 2025 Outage Statistics	f. Federated Subscriber's Agreement and POA
g. Social Media	h. Lease Buyouts
i. Remedial Training	

A motion to approve the CEO's Report.

Motion Mr. Woodard Second Mr. Abshire

12. Resolutions:

- a. *A motion to approve a Resolution for ACCELERATED DEPRECIATION OF AUTOMATED METERING INFRASTRUCTURE.*

Motion Mr. Davidson Second Mr. Woodard

- b. *A motion to approve a Resolution accepting bids for TELEMATICS AND AUTOMATIC VEHICLE LOCATOR HARDWARE AND SOFTWARE*

Motion Mr. Killgore Second Mr. Perritt

- c. *A motion to approve a Resolution accepting bids for PURCHASE OF ONE (1) THREE QUARTER TON PICKUP TRUCK.*
Motion Mr. Davidson Second Mr. Killgore
- d. *A motion to approve a Resolution accepting bids for PURCHASE OF ONE (1) 55' INSULATED ARTICULATING NON-OVERCENTER MATERIAL HANDLING BUCKET TRUCK.*
Motion Mr. Sensley Second Mr. Woodard
- e. *A motion to approve a Resolution accepting bids for PURCHASE OF UP TO TWENTY (20) THREE-PHASE ELECTRONIC RECLOSERS.*
Motion Mr. Davidson Second Mr. Killgore
- f. *A motion to approve a Resolution accepting bids for 2025 SUPPLEMENTAL RIGHT-OF-WAY MAINTENANCE (PART 2).*
Motion Mr. Woodard Second Mr. Perritt
- g. *A motion to approve a Resolution accepting bids for 2026 CHEMICAL VEGETATION MANAGEMENT PROGRAM.*
Motion Mr. Sensley Second Mr. Jones
- h. *A motion to approve a Resolution accepting bids for 2026 RIGHT OF WAY MAINTENANCE.*
Motion Mr. Franklin Second Mr. Woodard
- i. *A motion to approve a Resolution accepting bids for 2026 LINE CONSTRUCTION AND MAINTENANCE.*
Motion Mr. Killgore Second Mr. Woodard
- j. *A motion to approve a Resolution for 2025 INSTRUMENT METER TESTING SERVICES.*
Motion Mr. Davidson Second Mr. Jones

13. Executive Session to Receive and Discuss:

- a. 2025 Strategic Planning Final Report and Action Items
- b. Organizational Chart Update

A motion to enter Executive Session.

Motion Mr. Davidson Second Mr. Sensley

A motion to exit from Executive Session.

Motion Mr. Davidson Second Mr. Sensley

14. Executive Session for Directors

A motion to enter Executive Session.

Motion Mr. Franklin Second Mr. Abshire

A motion to exit from Executive Session.

Motion Mr. Franklin Second Mr. Abshire

15. Approve Meeting Expenses – Mr. Fincher

A motion to approve the Meeting Expenses.

Motion Mr. Killgore Second Mr. Perritt

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

17. Confirm Next Meeting Dates – Mr. Fincher

- a. Thursday, October 23, 2025 2:00 PM (Budget & Finance Committee)
- b. Thursday, October 23, 2025 4:30 PM (Board Meeting)

18. Adjournment

A motion to adjourn.

Motion Mr. Jones Second Mr. Sensley

The minutes above were approved by the board of directors during its regularly scheduled meeting held on October 23, 2025.

Phillip Fincher, President

Jody Woodard, Secretary -Treasurer