

**CLAIBORNE ELECTRIC COOPERATIVE, INC.
BOARD OF DIRECTORS MEETING AGENDA
NOVEMBER 25, 2025**

1. Call to Order – Mr. Fincher

2. Invocation

3. Pledge – Mr. Fincher

4. Attendance

Phillip Fincher, President

Scott Jones, Vice President

Jody Woodard, Secretary/Treasurer

Rand Killgore

Lane Davidson

Leroy Perritt

Butch Sensley

Benjamin Abshire

Kenneth Franklin

Other in Attendance:

Paul Kitchens, Corporate Counsel

Michael P. Marcotte, CEO

Daniel Kimbell, COO

Lisa Ledbetter, Executive Secretary

Melissa Watts, Financial Consultant

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

6. Consent Agenda – Dr. Fincher

- a. Approval of October 23, 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* _____

7. Executive Session to Receive and Discuss:

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

Motion _____ *Second* _____

8. Financial Report – Mrs. Watts

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

A motion to approve the October 2025 Financial Report and Write Offs.

Motion _____ *Second* _____

9. Approval of the 2026 Operating and Capital Budgets – Mrs. Watts & Mr. Marcotte

10. ALEC Report – Mr. Davidson

- a. Report on November 13, 2025 “New” Statewide Conference Call

A motion to approve the ALEC Report.

Motion _____ *Second* _____

11. CEO’s Report – Mr. Marcotte

- a. LPSC Update
- b. Conexon Update
- c. Employee Update
- d. Operations Update
- e. Pending Bids
- f. October 2025 Outage Statistics

A motion to approve the CEO’s Report.

Motion _____ *Second* _____

12. Resolutions:

- a. Approval of a Certificate of Resolutions and Incumbency renewing the Cooperative's \$12,000,000 line of credit with NRUCFC.

A motion to approve a Resolution for a Certificate of Resolutions and Incumbency renewing the Cooperative's \$12,000,000 line of credit with NRUCFC.

Motion _____ Second _____

- b. Approval of Resolution authorizing the investment of the Cooperative's Emergency Reserve Fund with Homestead Funds.

A motion authorizing the investment of the Cooperative's Emergency Reserve Fund with Homestead Funds.

Motion _____ Second _____

- c. Approval of Resolution Authorizing the Purchase of Materials and Supplies for Claiborne Electric Cooperative's 2026 Work Plan.

A motion authorizing Purchase of Materials and Supplies for Claiborne Electric Cooperative's 2026 Work Plan.

Motion _____ Second _____

- d. Approval of Resolution regarding Accelerated Depreciation of Automated Metering Infrastructure (Amended).

A motion authorizing Accelerated Depreciation of Automated Metering Infrastructure (Amended).

Motion _____ Second _____

13. Approval of Revised Policy 201.2

A motion to approve revised Policy 201.2.

Motion _____ Second _____

14. Repeal of Policy 204.1

A motion to repeal Policy 204.1 in its entirety.

Motion _____ Second _____

15. Approval of revised Policy 202.1

A motion to approved revised Policy 202.1.

Motion _____ Second _____

16. Approval of new Policy 212.0

A motion to approved revised Policy 202.1.

Motion _____ Second _____

17. Policy Review and Update Project:

- a. Introduction of Revised Policies 101.1, 209.1 and 613.2

18. 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

Motion _____ Second _____

19. Executive Session for Directors

A motion to enter Executive Session.

Motion _____ Second _____

A motion to exit Executive Session.

Motion _____ Second _____

A motion to

Motion _____ Second _____

20. Approve Meeting Expenses – Mr. Fincher

A motion to approve the Meeting Expenses.

Motion _____ *Second* _____

21. Confirm Next Meeting Dates – Mr. Fincher

- a. Tuesday, January 6, 2026, 4:30 PM (Board Meeting)

22. Adjournment

A motion to adjourn.

Motion _____ *Second* _____