

**CLAIBORNE ELECTRIC COOPERATIVE, INC.
BOARD OF DIRECTORS MEETING AGENDA
JANUARY 5, 2026**

1. Call to Order – Mr. Fincher

2. Invocation

3. Pledge – Mr. Fincher

4. Attendance

Phillip Fincher, President

Other in Attendance:

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

Benjamin Abshire

Kenneth Franklin

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

6. Consent Agenda – Mr. Fincher

- a. Approval of November 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

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 or potential litigation(s) – Mr. Kitchens
- c. 1803 Electric Cooperative Report – Mr. Fincher

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 & Mr. Marcotte

- a. November 2025 Financial Report (MW)
- b. November 2025 Write-offs (MW)
- c. Report on Active Contracts – Q4 2025 (MM)
- d. Report on Work Plan material purchases over \$100,000 (MM)
- e. 2025 Audit Engagement

A motion to approve the November 2025 Financial Reports and Write Offs.

Motion _____ Second _____

9. 2026 SWAP Approval

A motion to approve the 2025 SWAP bonuses and 2026 SWAP Policy.

Motion _____ Second _____

10. ALEC Report – Mr. Davidson

- a. Report on December 2, 2025 Regular Meeting & 2026 ALEC Budget

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. Potential Data Center Loads
- f. November 2025 Outage Statistics
- g. NRECA Voting Delegate Certification
- h. Report on Federated's 2025 Loss Control Audit

A motion to approve the CEO's Report.

Motion _____ Second _____

12. Resolutions:

- a. Approval of Resolution awarding bids for the Main Power Transformer for the Farmerville Rural Substation.

A motion to approve a Resolution Awarding bids for the Main Power Transformer for the Farmerville Rural Substation to the lowest responsible bidder as recommended by Booth & Associates.

Motion _____ Second _____

- b. Approval of Resolution awarding bids for the 123 KV Circuit Breaker for the Farmerville Rural Substation.

A motion to approve a Resolution Awarding bids for the 123 KV Circuit Breaker for the Farmerville Rural Substation to the lowest responsible bidder as recommended by Booth & Associates.

Motion _____ Second _____

- c. Approval of a Resolution awarding bids for the Purchase of Two (2) 55' Insulated Articulating Non-Overcenter Material Handling Bucket Trucks.

A motion to approve a Resolution Awarding bids for the Purchase of Two (2) 55' Insulated Articulating Non-Overcenter Material Handling Bucket Trucks to the lowest responsible bidder as recommended by Staff.

Motion _____ Second _____

13. Approval of Revised Policy 101.1

A motion to approve revised Policy 101.1.

Motion _____ Second _____

14. Approval of revised Policy 209.1

A motion to approve revised Policy 202.1.

Motion _____ Second _____

15. Approval of revised Policy 613.2

A motion to approve revised Policy 613.2.

Motion _____ Second _____

16. Policy Review and Update Project:

- a. Introduction of Revised Policies 104.1, 105.2, 108.0, 301.1, and 313.3

17. 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 _____

18. 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 _____

19. Approve Meeting Expenses – Mr. Fincher

A motion to approve the Meeting Expenses.

Motion _____ Second _____

20. Confirm Next Meeting Dates – Mr. Fincher

- a. Tuesday, January 27, 2025, 4:30 PM (Board Meeting)
- **Reminder** PAC Dues (\$100) due by next meeting
- **Director Nomination Forms due January 30, 2026 by 5:00 PM

21. Adjournment

A motion to adjourn.

Motion _____ Second _____