

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

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 – 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* _____