

**CLAIBORNE ELECTRIC COOPERATIVE, INC.
BOARD OF DIRECTORS MEETING AGENDA
MARCH 31, 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 February 24, 2026 Regular Meeting Minutes
- b. Approval of March 9, 2026 Special Called Meeting Minutes
- c. Approve Expense Reports
- d. Accept New Members
- e. Approve Capital Credits (subject to Counsel's review and approval)
- f. Approve CEO's Expense Report

A motion to accept the Consent Agenda.

Motion _____ Second _____

7. Safety and Loss Control Report – Mr. Marcotte and Mr. Kimbell

- a. RESAP Update
- b. 2026 Insurance Review

8. Executive Session to Receive and Discuss:

- a. Attorney's Report – Mr. Kitchens
- b. Update on pending or potential litigation(s) – Mr. Kitchens
- c. Recent termination of a services contract – Mr. Marcotte

d. 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* _____

9. Financial Report – Mrs. Watts & Mr. Marcotte

- a. February 2026 Financial Report (MW)
- b. March 2026 Write-offs (MW)
- c. Report on Work Plan material purchases over \$100,000 (MM)

A motion to approve the February 2026 Financial Reports and Write Offs.

Motion _____ *Second* _____

10. ALEC Report – Mr. Davidson

- a. Report on March 23, 2026 Regular Meeting

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. Outage Reporting Phone Number Change
- f. Medical Alert Mailout
- g. February 2026 Outage Statistics

A motion to approve the CEO's Report.

Motion _____ *Second* _____

12. Resolutions:

- a. Approval of a Resolution Authorizing the Amendment of the 401(k) Pension Plan Adoption Agreement “A” and the Retirement Security Plan RUS#: 19017-001.

A motion to approve a Resolution Authorizing the Amendment of the 401(k) Pension Plan Adoption Agreement “A” and the Retirement Security Plan RUS#: 19017-001.

Motion _____ Second _____

- b. Approval of a Resolution Authorizing Change Order 001 with Toth and Associates related for 2026 Joint Use Make Ready Engineering, Pole Loading Analysis, and Inspection Services.

A motion to approve a Resolution Authorizing Change Order 001 with Toth and Associates.

Motion _____ Second _____

13. Approval of Revised Policy 102.1

A motion to approve revised Policy 102.1.

Motion _____ Second _____

14. Approval of revised Policy 103.1

A motion to approved revised Policy 103.1.

Motion _____ Second _____

15. Approval of revised Policy 106.0

A motion to approved revised Policy 106.0.

Motion _____ Second _____

16. Approval of revised Policy 107.0

A motion to approved revised Policy 107.0.

Motion _____ Second _____

17. Policy Review and Update Project:

- a. Introduction of Revised Policies

18. Executive Session to Receive and Discuss:

- a. To approve and adopt the Annual Performance Review of the General Manager/CEO for 2025-26.
- b. To review and discuss future ratemaking strategies.
- c. 2026 MAC Meetings
- d. Nepotism Policy Discussion related to current vacancies.

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, April 28, 2026, 2:30 PM, Budget & Finance Committee
- b. Tuesday, April 28, 2026, 4:30 PM, Board Meeting

22. Adjournment

A motion to adjourn.

Motion _____ *Second* _____