

**CLAIBORNE ELECTRIC COOPERATIVE, INC.  
BOARD OF DIRECTORS MEETING MINUTES  
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  
Report from the Budget & Finance Committee

**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 **Mr. Davidson** Second **Mr. Abshire***

**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 **Mr. Killgore** Second **Mr. Woodard***

*A motion to exit Executive Session.*

*Motion **Mr. Killgore** Second **Mr. Woodard***

*A motion to accept the reports received in Executive Session.*

*Motion **Mr. Sensley** Second **Mr. Davidson***

**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.*

*Motion **Mr. Abshire** Second **Mr. Franklin***

*A motion to approve the February 2026 Write Offs.*

*Motion **Mr. Woodard** Second **Mr. Perritt***

*A motion to revise the 2026 Budget to \$75,288,292.*

*Motion **Mr. Davidson** Second **Mr. Abshire***

*A motion to reallocate \$740,000 from cancelled GIS project funds.*

*Motion **Mr. Sensley** Second **Mr. Killgore***

**10. ALEC Report – Mr. Davidson**

- a. Report on March 23, 2026 Regular Meeting

*A motion to approve the ALEC Report.*

*Motion **Mr. Perritt** Second **Mr. Abshire***

**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 **Mr. Davidson** Second **Mr. Perritt***

**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 **Mr. Davidson** Second **Mr. Franklin***

- 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 **Mr. Abshire** Second **Mr. Sensley***

**13. Approval of Revised Policy 102.1**

A motion to approve revised Policy 102.1.

*Motion **Mr. Killgore** Second **Mr. Woodard***

**14. Approval of revised Policy 103.1**

A motion to approved revised Policy 103.1.

*Motion **Mr. Davidson** Second **Mr. Sensley***

**15. Approval of revised Policy 106.0**

A motion to approved revised Policy 106.0.

*Motion **Mr. Woodard** Second **Mr. Franklin***

**16. Approval of revised Policy 107.0**

A motion to approved revised Policy 107.0.

*Motion **Mr. Davidson** Second **Mr. Perritt***

**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.  
*Motion **Mr. Davidson** Second **Mr. Abshire***
- 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 **Mr. Woodard** Second **Mr. Killgore***

*A motion to exit Executive Session.*

*Motion **Mr. Woodard** Second **Mr. Killgore***

## **19. Executive Session for Directors**

*A motion to enter Executive Session.*

*Motion **Mr. Abshire** Second **Mr. Franklin***

*A motion to exit Executive Session.*

*Motion **Mr. Abshire** Second **Mr. Franklin***

*A motion to approve memorandum to adopt Mike Marcotte's new salary effective April 15, 2026.*

*Motion **Mr. Davidson** Second **Mr. Sensley***

## **20. Approve Meeting Expenses – Mr. Fincher**

*A motion to approve the Meeting Expenses.*

*Motion **Mr. Woodard** Second **Mr. Davidson***

## **21. Confirm Next Meeting Dates – Mr. Fincher**

- a. Thursday, April 23, 2026, Employee Fish Fry/Crawfish Boil
- b. Tuesday, April 28, 2026, 2:30 PM, Budget & Finance Committee
- c. Tuesday, April 28, 2026, 4:30 PM, Board Meeting

## **22. Adjournment**

*A motion to adjourn.*

*Motion **Mr. Killgore** Second **Mr. Perritt***