

**CLAIBORNE ELECTRIC COOPERATIVE, INC.
BOARD OF DIRECTORS MEETING MINUTES
APRIL 28, 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 - Absent

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

None

6. Consent Agenda – Mr. Fincher

- a. Approval of March 31, 2026 Meeting Minutes – with edit to correct attendance via phone for Mr. Jones.
- b. Approve Expense Reports
- c. Accept New Members
- d. Approve Capital Credits (subject to Counsel’s review and approval) – with the exception of one account pending additional signatures.
- e. Approve CEO’s Expense Report

A motion to accept the Consent Agenda.

*Motion **Mr. Perritt** Second **Mr. Jones***

7. Operation Round Up

- a. April Update
- b. Director Nominations

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

9. Executive Session to Receive and Discuss:

- a. Attorney's Report – Mr. Kitchens
- b. Update on pending or potential litigation(s) – Mr. Kitchens
- c. Articles of Incorporation – Mr. Marcotte
- d. 1803 Electric Cooperative Report – Mr. Fincher

A motion to enter Executive Session.

*Motion **Mr. Abshire** Second **Mr. Woodard***

A motion to exit Executive Session.

*Motion **Mr. Abshire** Second **Mr. Woodard***

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

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

A motion to authorize the officers of the Board to file with the SOS the Amendments to the Article of Incorporation as ratified by the membership at the Cooperative's 2016 Annual Meeting and to take all other actions necessary to otherwise effectuate the will of the membership at said Annual Meeting.

*Motion **Mr. Jones** Second **Mr. Perritt***

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

- a. March 2026 Financial Report (MW)
- b. Performance Indicator Update (MW & MM)
- c. March 2026 Write-offs (MW)
- d. Report on Work Plan material purchases over \$100,000 (MM)
- e. Report on Active Contracts, Q1 2026
- f. EZ Pay Delinquent Account Conversion Program

A motion to amend budget reallocation to \$420,000 from \$740,000.

*Motion **Mr. Jones** Second **Mr. Franklin***

A motion to approve the March 2026 Financial Reports, Write Offs, and Performance Indicator Update.

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

11. ALEC Report – Mr. Davidson

- a. Report on April 20, 2026 Regular ALEC Meeting
- b. Report on the April 23, 2026 LEC working group meeting.
- c. Appoint LEC director Director

A motion to approve the ALEC Report.

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

*A motion to appoint **Kenneth Franklin** as Claiborne's director Director for the Louisiana Electric Cooperatives Board of Directors and **Michael P. Marcotte** as CEO Director..*
*Motion **Mr. Jones** Second **Mr. Perritt***

12. CEO's Report – Mr. Marcotte

- a. LPSC Update
- b. Conexon Update
- c. Employee Update
- d. Operations Update
- e. Other Topics of Interest
- f. March 2026 Outage Statistics

A motion to approve the CEO's Report.
*Motion **Mr. Killgore** Second **Mr. Woodard***

13. Resolutions:

- a. Approval of a Resolution Authorizing the U.S. Bank/CFC One Card Program Reimbursement Agreement.

A motion to approve a Resolution Authorizing the U.S. Bank/CFC One Card Program Reimbursement Agreement.
*Motion **Mr. Killgore** Second **Mr. Woodard***

- b. Approval of a Resolution Authorizing Execution of the Third Amendment and Restatement of the Wholesale Power Contract by and Between Claiborne Electric Cooperative and 1803 Electric Cooperative.

A motion to approve a Resolution Authorizing Execution of the Third Amendment And Restatement of the Wholesale Power Contract by and Between Claiborne Electric Cooperative and 1803 Electric Cooperative.
*Motion **Mr. Davidson** Second **Mr. Killgore***

- c. Approval of a Resolution Approving GenerLink Lease Program Updates.

A motion to approve a Resolution Approving GenerLink Lease Program Updates.
*Motion **Mr. Davidson** Second **Mr. Killgore***

14. Approval of Revised Policy 203.4

A motion to approve revised Policy 203.4.
*Motion **Mr. Jones** Second **Mr. Abshire***

15. Approval of revised Policy 205.2

A motion to approved revised Policy 205.2.

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

16. Approval of revised Policy 206.1

A motion to approved revised Policy 206.1.

Motion **Mr. Jones** Second **Mr. Abshire**

17. Approval of revised Policy 207.1

A motion to approved revised Policy 207.1.

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

18. Policy Review and Update Project:

- a. Introduction of Revised Policies 208.2, 210.1, 301.1, A301.1 and A208.2.

19. Executive Session to Receive and Discuss: N/A

- a. To review and discuss future ratemaking strategies.

20. Executive Session for Directors

A motion to enter Executive Session.

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

A motion to exit Executive Session.

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

21. Approve Meeting Expenses – Mr. Fincher

A motion to approve the Meeting Expenses.

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

22. Confirm Next Meeting Dates – Mr. Fincher

- a. Tuesday, May 26, 2026, 4:30 PM, Board Meeting
- b. Tuesday, June 2, 2026, CFC

23. Adjournment

A motion to adjourn.

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