

Unofficial Minutes Until Board Approval

August 13, 2015

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE TOMBIGBEE ELECTRIC POWER ASSOCIATION HELD JULY 9, 2015

The Board of Directors of the Tombigbee Electric Power Association met at the Tupelo Headquarters Office, Tupelo, MS, on Thursday, July 9, 2015, at 5:30 p. m. and the following Directors were present:

Class of 2015

Steve Holland
Don Knight
Jim Gray
Don Spradling
Cecil Weeks

Class of 2016

Pat Carr
Jimmy Gray (A)
Jack Johnson
John McFerrin
Buddy Palmer

Class of 2017

Tommy Estes
Guy Harris
Chip Prestage (A)
Brenda Shumpert (A)
F. G. Wiygul, Jr. (A)

(A)—Not present

(P)—Participated by phone conference connection.

Also present were: Scott Hendrix, Attorney
 Greg Jarrell, Auditor
 David Kelso, Fulton Branch Manager
 David Riley, Tupelo Operations Manager
 Bruce Williams, Tupelo Office Manager
 Steve Tarpley, Member Services Director
 William W. Long, General Manager

Pat Carr called the meeting to order and called upon Bill Long to open the meeting with prayer.

Mr. Carr opened the floor for consideration and approval of the June, 2015 regularly scheduled Board Meeting Minutes. **Tommy Estes made a motion that the meeting minutes as prepared and mailed to Directors for review be approved.** Don Knight seconded the motion and upon vote taken, a majority vote was observed.

Mr. Carr inquired if there was a need for an Executive Session. Mr. Hendrix and other Directors responded that there was no need for an executive session at this time. Mr. Carr requested that Mr. Hendrix continue with his report.

Attorney's Report: Mr. Hendrix stated that he had no matters for presentation and Board consideration at this time. Mr. Hendrix further stated that his activities conducted since the last meeting have consisted of support to management of TEPA and works in progress on several topics which will be for future presentation and for the Board to consider.

Committee Reports:

Mr. Carr then called upon committee chairmen to present information to the Board on behalf of their respective committees:

Nominating: Cecil Weeks, Chairman. Mr. Weeks provided a report to the Board which summarized the duties and activities of the committee in conjunction with the director ballot and election portion of the annual meeting. Specifically, Mr. Weeks reported the nominees for this year's election as required by the bylaws and provided the names of members who were nominated by the committee to the ballot. Mr. Weeks also reported on the ballot development process which included the dates that ballots should be available for mailing to members, the date for return to the Association auditors and the ballot planned date for closure of the election.

Buildings and Grounds: Don Knight, Chairman. Mr. Knight reported that his committee has been requested to review the use of the "Pay Bills Here" sign that was erected in front of the Customer Service Building, at the Tupelo Headquarters, for the purpose of directing members to the appropriate building for payment of their electric bill(s). Mr. Knight further reported that the sign seems to have served its purpose for directing members to the proper area, and that it is not needed any longer (some members have expressed that the sign appearance and construction material detracts from the features of the headquarters and the facility campus); therefore, **the Committee recommends that the sign be removed.** Without the need for a second to the Committee recommendation, and upon a vote taken, a unanimous vote was observed.

Auditor's Report: Greg Jarrell, Auditor, provided Directors with a copy of the TEPA Monthly Highlights Report which he had prepared. Mr. Jarrell's report compared current financial data for the month of April 2015 with the same period a year ago. Mr. Jarrell provided additional information supporting several key areas of his report and commented that, in general, the data contained in the report documents the healthy financial condition of the Association. Mr. Jarrell stated that he will continue to review sales and expenses and advise the Board of any significant trends or changes.

Directors had no questions for Mr. Jarrell concerning the report he presented.

Manager's Report: Long provided the following information to Directors:

- Presented Directors with a letter from Mr. Don Jordan, committee chairman representing the Electric Power Association of Mississippi, Action Committee for Rural Electric (ACRE). Mr. Jordan's letter was provided to encourage Directors to continue their support in the ACRE organization.
- Provided the Board with an opportunity to obtain a copy of "The Electric Utility Primer". The publication was developed and published under the sponsorship of the Tennessee Valley Public Power Association to increase awareness and understanding of the electric utility business. Several copies were provided for the use of TEPA Directors.
- Informed the Board that all details have been completed for documenting TEPA's request to TVA to increase our Customer Charge from \$13.71 to \$18.00. This change will be effective in October 2015. The Customer Charge increase will be revenue neutral to TEPA and will not produce any additional revenue to TEPA.
- Informed the Board that a meeting has been requested by TVA to discuss TEPA's Service Practice Policies, as submitted to TVA for review and approval. This meeting

- will be part of TVA's preparatory work done for the consideration, study and the final approval of TEPA's new or amended service practice polices as submitted to TVA.
- Reminded the Board of the Electric Power Association of Mississippi Annual Meeting that is open to all Directors and will be held September 13-15. A plan of the meeting events were discussed. Directors were encouraged to respond to Long or DeVaughn by July 17 with their intentions for attending the meeting so that any needed travel accommodations could be made.
 - Reminded the Board of the TEPA Annual Meeting which will be held on August 8, 2015, at 10:00 a. m. at the Association Auditorium. Another notice of the meeting will be sent prior to the meeting date.
 - Provided the Board with a general overview of industrial expansions underway and being considered for development in the TEPA service territory. Most of these expansions being considered can be serviced without major expenditures for building additional electric power substations. One project is anticipated to require approximately 50 MW of electric capacity and would require new transmission and substation facilities if it comes to pass.

Matters of Mutual Concern: There were no matters brought forth for discussion by Directors.

They're being no further business, **Guy Harris made a motion that the August 2015 Board meeting be held at the Tupelo Headquarters.** Don Spradling seconded the motion and upon vote taken a majority vote was observed.

Pat Carr, President

F. G. Wiygul, Jr., Secretary-Treasurer