

Unofficial Minutes Until Board Approval

December 10, 2015

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE TOMBIGBEE ELECTRIC POWER ASSOCIATION HELD NOVEMBER 12, 2015

The Board of Directors of the Tombigbee Electric Power Association met at the Fulton Branch Office, Fulton, MS, on Thursday, November 12, 2015, at 5:00 p. m. and there were present the following directors:

Class of 2016

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

Class of 2017

Tommy Estes
Guy Harris
Chip Prestage
Brenda Goff Shumpert
F. G. Wiygul, Jr.

Class of 2018

Jim Gray (A)
Steve Holland
Don Knight
Don Spradling
Cecil Weeks

(A)—Not present

(C) - Attended by telephone conference connection

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

Pat Carr called the meeting to order and called upon Buddy Palmer to open the meeting with prayer.

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

Mr. Carr then inquired if there was a need for an Executive Session. Mr. Hendrix responded that there was no need for an executive session.

Mr. Hendrix then proceeded to provide the Board with information concerning several issues that he had worked on recently including the tree cutting issue and disagreement among three (3) Nettleton area members; the alleged electric shock issue involving a new member at his

construction site; and the industrial member under billing issue being studied and not yet concluded with the industry. Directors had no follow-up questions for Mr. Hendrix.

Committee Reports:

Mr. Carr then called upon committee chairmen to present information to the Board on behalf of their respective committees and other meetings and work sessions held:

Personnel: Mr. Spradling, Chairman, reported that he had three (3) matters to report to the Board concerning staff benefits as previously considered by the committee. **Mr. Spradling summarized the following action recommended and approved by the committee:**

- **that all employees be given a 3 percent cost of living adjustment increase (COLA) beginning January 2016**
- **that all employees be given a Christmas Bonus of one-weeks' pay, except for employees with less than one year of employment with the Association, the bonus shall be prorated for the number of days employed during calendar 2015**
- **that TEPA staff shall organize and conduct a Christmas Party for the Association similar to last year's events**

Hearing the recommendation of the committee as presented by Mr. Spradling, and upon vote taken, a majority vote in support of the committee recommendation was observed.

Buildings and Grounds: Don Knight, Chairman, reported on the Fulton Branch Office facility improvements that have been underway this year and have almost been completed. Mr. Knight summarized details of the project and called on David Kelso, Fulton Branch Manager, who provided other more specific details of the project and improvement areas. Final changes should be complete by the end of the year and are within the prepared budget. Later, after the Board meeting, Directors walked through the facility to view the improvements made and those still under construction.

Insurance: Buddy Palmer, Chairman, provided a report to the Board that included a history for the use of the AmWins medical insurance plan for retirees. Mr. Palmer also provided an overview of how the Insurance committee and the TEPA staff had worked with the retiree group to address their concerns about coverage and benefits provided by the insurance plan.

Mr. Palmer stated that due to recent requests by those retirees using and some directors 65 years of age and older using the plan, the Insurance committee had met and given further consideration to the benefits paid by the plan.

After further study the committee made the following recommendation to the Board for consideration and action: **that the present AmWins medical plan for retirees be discontinued and that a new "Plan G" as described and provided by AmWins be utilized beginning January 2016.** Hearing the recommendation of the committee presented by Chairman Palmer, which included a thorough summary of the difference in coverage and benefits provided by the present plan as compared to the new Plan G, and upon vote taken, a majority vote in support of the committee recommendation was observed.

Auditor's Report: Greg Jarrell provided Directors with a copy of the TEPA Monthly Highlights Report, prepared by Franks, Franks, Jarrell and Wilemon for the month ending September 2015.

Mr. Jarrell explained various details of the report and provided a summary of the Monthly Highlights report. Directors had no questions or comments for Mr. Jarrell concerning his report.

Manager's Report: Long reported to the Board on the following matters:

- Reported to the Board that all elements of revising member service practice policies has been completed as guided and coordinated by TVA. All 155 power distributors served and regulated by TVA have participated in this policy review activity. TEPA member notification of new polices is underway and will be completed before implementation. TEPA Board approval of the new Service Practice Policies at the November 2015 Board meeting has been documented with TVA and TVA has issued a confirmation letter recognizing TEPA's completion of the review and revision process.
- Long gave a brief summary of TEPA's attendance and participation in the NMIDA Annual Meeting. Directors McFerrin and Holland participated in the event.
- Reported to the Board of an inquiry made by Three Rivers Planning and Development District concerning the capacity available in the electric power circuit along the waterway access road for a potential new industrial development in that area.

Matters of Mutual Concern: there were no matters for discussion.

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

Pat Carr, President

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