

MINUTES OF THE SPECIAL CALLED MEETING OF THE BOARD OF  
DIRECTORS OF THE TOMBIGBEE ELECTRIC POWER ASSOCIATION  
HELD OCTOBER 6, 2011

The Board of Directors of the Tombigbee Electric Power Association met at the Tupelo headquarters, Tupelo, MS, on Thursday, October 6, 2011 at 5:30 p. m. for the purpose of considering certain details requiring immediate action for purchase of property to be used for a new headquarters building site. There were present the following directors:

<u>Class of 2012</u>	<u>Class of 2013</u>	<u>Class of 2014</u>
Steve Holland	Pat Carr (A)	Tommy Estes
Don Knight	Jimmy Gray	Guy Harris
Steve Sheffield	Larry Harris	Chip Prestage
Don Spradling (A)	Jack Johnson	Brenda Goff Shumpert
Cecil Weeks	Buddy Palmer	F. G. Wiygul, Jr.

(A)—Not present

Also present were: Rudolph Franks, Auditor; Scott Hendrix, Attorney; Bruce Williams, Tupelo Office Manager; David Kelso, Member Services Director; Tim Phipps, Energy Services Technician; William W. Long, General Manager

Special guests and Service Providers present were: Buddy Coggins, Prudential Reality; Carrson Neal, Cook-Coggin Engineers; and William Dexter, Pryor-Morrow Architects

F. G. Wiygul, Jr. called the meeting to order and called on Jack Johnson to open the meeting with prayer.

Mr. Wiygul then gave a brief overview for the purpose of the meeting and then identified the need to enter into executive session for further discussions. **Don Knight made a motion that the Board go into executive session.** Jack Johnson seconded the motion and upon vote taken duly carried.

Upon completion of discussion of all matters during executive session, **Steve Sheffield made a motion that the Board go out of executive session.** Don Knight seconded the motion and upon vote taken duly carried.

Mr. Wiygul called on Don Knight, Chairman of the Buildings and Grounds Committee, to present information to the Board for consideration.

Mr. Knight then fully explained activities carried out by the committee, at the direction of the Board, for purchase of a new headquarters building site since the last meeting of the Board. Mr. Knight pointed out that the Board had approved the purchase of three tracts of land which were identified to be sufficient for the foreseeable needs of the TEPA headquarters with limits on the amount of expenditure. Mr. Knight explained that after the staff and other service providers had conducted further negotiations for purchase of the three tracts of land, it has become apparent that two of the three tracts first identified to the Board, which are sufficient in acreage for the project,

are available as per prior budget projections. Additional discussion ensued related to this business matter.

After Mr. Knight's presentation of the availability of these land tracts and other clarification, and sufficient discussion of the facts presented to the Board's content, **Mr. Knight recommended on behalf of his committee that the Board, based upon the prior authority granted, ratify and approve the purchase of the 15.3 acres (more or less) located at 1324 CR 931 from the Auburn Baptist Church for \$250,000 net to the Church and 2 acres (more or less) located at 1328 CR 931 for \$115,000 net to Mr. Howard T. Curbow and 0.52 acres for the sum of \$7,500 to Mr. Jimmy Christian for the net sum to him of \$7,500, and that all transactions be finalized immediately or as soon as possible and that Don Knight, Chairman of the Building and Grounds Committee and Bill Long, General Manager, be and hereby are authorized to execute and deliver any and all documents needed to conclude said purchases.** Upon presentation of the committee's recommendation and motion, and upon vote taken the motion was unanimously approved.

Mr. Knight further explained the need to consider for purchase an additional tract of land owned by the Sinclair family at 1346 CR 931, lying just west of the Curbow property. Upon further explanation and Board discussion, **Mr. Knight presented that, on behalf of the Buildings and Grounds Committee, the committee further recommends that the Board approve the purchase of additional amount of property at 1346 CR 931 ranging from approximately 2.5 acres (more or less) and up to 10.4 acres (more or less) and being adjacent to and just west of the Howard T. Curbow property, from the Sinclair family, and that this purchase would enhance the use of the Curbow and Auburn Church properties and for a dollar sum of up to and not greater than \$350,000.** Upon presentation of the committee's recommendation and motion, and sufficient and exhausted discussion, and upon vote taken on the matter, the motion was unanimously approved.

During discussion, Mr. Hendrix pointed out details of matters to be conducted during closing and purchase procedures including a schedule of appointed dates for completion of purchase of certain properties belonging to the Auburn Baptist Church, Howard T. Curbow and Jimmy Van Christian.

Long then presented and discussed planned steps for proceeding with the project once the property is acquired. During discussion and questions by directors, the point was raised by directors concerning what would be the plan for the ball field lighting apparatus now present on the property. After some explanation by Long and discussion by others, **Steve Holland made a motion that the ball field apparatus (fence, poles, wire, lights and other miscellaneous items) be donated to the Mooreville Sportsplex. Buddy Palmer seconded the motion. Upon further discussion, a substitute motion was made by Tommy Estes to table the matter of making a decision for donating the ball field apparatus until the subject property had actually been acquired.** Jimmy Gray seconded the motion and upon vote taken, the motion carried.

They're being no further business; **Don Knight made a motion that the meeting be declared adjourned.** Tommy Estes seconded the motion and upon vote taken duly carried.

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F. G. Wiygul, Jr., Secretary-Treasurer  
and Presiding officer