

# Unofficial Minutes until Board Approval

## November 9, 2017

### MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE TOMBIGBEE ELECTRIC POWER ASSOCIATION HELD OCTOBER 12, 2017

The Board of Directors of the Tombigbee Electric Power Association met at the Tupelo Headquarters Office, Tupelo, MS, on Thursday, October 12, 2017, at 5:00 p. m. The following directors were present:

Class of 2018

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

Class of 2019

Pat Carr  
John McFerrin  
Jimmy Gray  
Buddy Palmer  
Malcolm Wesson

Class of 2020

Lynn Turner  
Guy Harris  
Chip Prestage (A)  
Brenda Shumpert (T)  
F. G. Wiygul, Jr.

(A)—Not present

(T)—Participated by Telephone Conference

Also present were:      Scott Hendrix, Attorney  
                                 Greg Jarrell, Auditor  
                                 Steve Tarpley, Member Services Director  
                                 Bruce Williams, Tupelo Office Manager  
                                 William Long, General Manager

Chairman Carr called the meeting to order and called on Bill Long to lead the Board in offering an opening prayer.

Mr. Carr then opened the floor for consideration of the September 2017 regularly scheduled Board Meeting Minutes. **Don Knight made a motion that the September 2017 meeting minutes be approved as prepared and provided to Directors for review.** Buddy Palmer 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 and other Directors confirmed that an Executive Session was not needed. At the request of Chairman Carr, Mr. Hendrix continued to report to the Board and stated that he had no legal matters or business items requiring Board consideration at this time.

#### Committee Reports:

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

**Executive:** Pat Carr, Chairman, reported that committee appointments for the ensuing year had been reviewed and finalized. Chairman Carr provided a copy of the committee assignments and asked General Manager Long to explain the assignments provided. Long provided general information to the Board describing the different committees, their function, and details about how the committee assignments are made. After the explanation, Directors had no questions concerning the process.

**Buildings and Grounds:** Don Knight, acting Chairman, provided a report to the Board concerning a review that the committee had completed for office security measures that are presently in place. Mr. Knight provided to the Board an overview of the measures that are in place at this time. Mr. Knight further explained that, after additional committee study and review, the committee recommends that additional measures be installed at both the Fulton and Tupelo offices consisting of additional strategically placed cameras, video screens displaying member actions and movement within the building, and the installation of “panic buttons” for employee activation and communicating to the appropriate authorities the need for law enforcement assistance. Discussion of the additional facilities recommended ensued among Directors. After sufficient review, **Mr. Knight, on behalf of the Committee made a recommendation that a budget amount of \$22,000 be approved to be used by the staff for the installation of equipment reviewed by the committee.** Buddy Palmer seconded the motion and recommendation of the committee and upon vote taken a majority vote was observed.

Mr. Knight also reported that Director Wesson had been elected as Building Committee Chairman by the committee members.

**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 August 2017. Mr. Jarrell explained various details of the report and provided the following specific details and information:

- net income for the 2nd month in FYE 2018 was \$520,177 which was \$691,628 less than the net income for the same period last year
- for the 2nd month of FYE 2018, compared to the same period last year, kilowatt hours sold decreased by 4.14%
- Mr. Jarrell also highlighted other accounting details that affected our monthly report and indicated that the sales for the month of August even though less than August of 2016 were still strong and that TEPA continues to enjoy a strong beginning fiscal year.

Directors had no questions or comments for Mr. Jarrell.

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

- Informed the Board that TEPA is participating in another request for assistance for a neighboring cooperative in the Mississippi Electric Cooperative Emergency Assistance Program. TEPA has sent 25 workers to assist with electric power restoration in south Mississippi due to hurricane Nate. A short video will be provided at the end of the meeting showing some of the experiences of our workers.

Long also provided to the Board, a brief summary of storm events that TEPA had participated in this year and restoration work provided to other electric companies and the amount of overtime payment to TEPA workers which is reimbursed to TEPA by the distressed cooperative.

- Provided information concerning TEPA's participation with TVA in a presentation ceremony at the Marietta High School receiving TVA funds. This \$1,000 check is in support of the school's efforts in robotics studies.
- Reminded the Board that flu shots will be given on October 17 at the Tupelo Office. Anyone wanting the vaccine needs to arrive early after 7 a.m. scheduled time. Vaccines have already been administered at the Fulton office.
- Provided information that the change-out from PLC to RF meters is scheduled to begin October 16, barring no unforeseen circumstances.
- Reported that we have had another inquiry concerning purchase of the South Gloster Street property. Pricing information has been provided to them. The party is evaluating and will respond.
- Provided information to the Board concerning the outage at the Guntown substation the night of October 9. The outage occurred in the TVA equipment portion of the substation and was caused by a snake contacting energized electrical parts and initiating a short-circuit condition. Areas affected were major portions of Guntown, north Saltillo, Kirksville, Marietta, Pratts and Unity communities.
- Provided information to the Board about the North Mississippi Industrial Development Association's (NMIDA) Annual Meeting to be held November 6, 2017 at the Ritz, West Point. All Directors are invited. Transportation will be provided for any Directors that want to attend.

Matters of Mutual Concern:

There being no further business, **John McFerrin made a motion that the November 2017 Board meeting be held at the Tupelo Headquarters.** Cecil Weeks seconded the motion and upon vote taken a majority vote was observed.

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Pat Carr, President

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Don Knight, Secretary-Treasurer