

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE  
TOMBIGBEE ELECTRIC POWER ASSOCIATION HELD OCTOBER 13, 2011

The Board of Directors of the Tombigbee Electric Power Association met at the Tupelo headquarters, Tupelo, MS, on Thursday, October 13, 2011 at 5:30 p. m. and 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	Tommy Estes
Don Knight	Jimmy Gray	Guy Harris
Steve Sheffield	Larry Harris	Chip Prestage
Don Spradling	Jack Johnson	Brenda Goff Shumpert
Cecil Weeks	Buddy Palmer (A)	F. G. Wiygul, Jr.

(A)—Not present

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

Mr. Carr opened the floor for consideration of the September, 2011 Board Meeting Minutes. **Steve Holland made a motion that the September, 2011 Board Meeting Minutes be approved as prepared and mailed to Directors for review.** Steve Sheffield seconded the motion and upon vote taken duly carried.

Mr. Carr then opened the floor for consideration of the October 6, 2011 Special Called Board Meeting Minutes. **Steve Holland made a motion that the October 6, 2011 Special Called Board Meeting Minutes be approved as prepared and mailed to Directors for review except that the minutes be revised to correctly reflect changes to the Executive Session section of the minutes.** Steve Sheffield seconded the motion and upon vote taken duly carried.

Committee Reports: Mr. Carr then called on those committee chairmen having information to present to the Board.

Building and Grounds: Don Knight, Chairman, gave a report to the Board summarizing purchase of new property for relocation of the Tupelo Headquarters building. Mr. Knight reported that since the last meeting, the staff had completed details for purchase of two (2) properties along CR 931 in the Auburn community totaling approximately 17.3 acres.

Mr. Knight also reported on a third property adjacent to first two that we are continuing to negotiate with the owners, but to date, have been unsuccessful in doing so. Mr. Knight indicated that we would continue to use appropriate measures for communication with the property owners in an effort to obtain the property.

Executive: Pat Carr, Chairman, reported that the committee had met for the purpose of reviewing committee assignments for the ensuing year. Mr. Carr distributed a list of the committees and the directors assigned to each committee. Mr. Carr highlighted changes in

committee assignments due to the recent election of new directors and asked for any questions that Directors may have concerning the assignments.

Finance: Bruce Williams met with the Finance Committee and reported action recommended to the Board on their behalf (the Chairmanship vacant due to Mr. Jamie Franks not being re-elected in recent director elections). Mr. Williams reported that the committee recommends to the Board that certificates of deposit due for renewal be renewed with the present provider for 6-month periods and at the offered rate of 0.1%. Hearing the recommendation and motion of the committee, the motion duly carried.

Attorney's Report: Scott Hendrix reported to the Board and acknowledged activities completed by him and the Mitchell McNutt firm associated with property sales closing statements for TEPA's acquisition of the two land parcels along CR 931 in the Auburn community. Mr. Hendrix addressed all questions from Directors concerning the closings.

Auditor's Report: Mr. Franks provided the Board with a copy of the TEPA Monthly Highlights Report for August 2011 and explained various details of the report (see the attached report for further details). Mr. Franks reminded the Board of the recent changes in TVA's revised wholesale bill (to TEPA) calculation method that will have substantial affects to TEPA's margin due to seasonal changes and the lag in TEPA collection schedules in comparison to TVA's whole sale billing dates. Mr. Franks addressed all questions from Directors.

Manager's Report: Bill Long discussed and provided details on the following topics:

- Summarized details in the works associated with the new building plans (Large Construction Permit from MS DEQ, cancellation of permits at the Gloster Street site, new site topographical survey underway and to be complete soon).
- Long also discussed other cost concerns due to a possible location discussed for the TEPA Customer Service Center facing highway 78 and access roadway cost to accommodate.
- Bids for clearing portions of the newly acquired property are in hand and awaiting the DEQ permit before starting.
- Briefed the Board on the status of the City of Fulton's request to relocate certain TEPA distribution facilities to underground.
- Reminded the Board of Long's planned vacation trip the week of October 19 through October 26. Cell coverage is still maintained for emergencies.
- Long called on Barry Thrasher, Fulton Branch Manager, to give a report on bids received for building up the area south of the Fulton Branch office in preparation for future use. Mr. Thrasher summarized three (3) bids and communicated the lowest and acceptable bid to the Board. **F. G. Wiygul made a motion that the bid from Gann Excavating (to fill 125 feet x 600 feet to the level of the existing pole and parking lot and \$5.25 per loose cubic yard) of \$59,850.00 be accepted and that the filling is to begin immediately.** Jack Johnson seconded the motion and upon vote taken duly carried.
- Long informed the Board of a request by the Mt. Pleasant Baptist Church for consideration in reducing or forgiving cost associated with replacing two street/parking lot lights and a fiberglass pole run over by the car of a visiting attendee. After explaining the circumstances to the Board, management was designated to handle the request.
- Informed the Board of the request by the agency maintaining Mississippi State Parks for TEPA to accept ownership and maintenance of certain electric distribution apparatus owned by the state at Tombigbee State Park. Long stated that further analysis will be

- done and a report prepared and provided to the State which would identify details required by TEPA before ownership and maintenance would be accepted by TEPA.
- Long explained details of two recent outages at the Barnes Crossing and the Fulton District Substations in case asked by members in their communities. The former was caused by a switch damaged by lightning or overheating. The latter was caused by a misguided raccoon, now in need of a new coat. In both cases, TEPA workers responded very quickly to restore power for members to resume watching the Alabama-Florida football game.

Matters of Mutual Concern: None.

They're being no further business; **Guy Harris made a motion that the November 2011 Board meeting be held at the Tupelo Headquarters Office.** Tommy Estes seconded the motion and upon vote taken duly carried.

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Pat Carr, President

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