

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE
TOMBIGBEE ELECTRIC POWER ASSOCIATION HELD January 14, 2021

The Board of Directors of the Tombigbee Electric Power Association met at the Tupelo Headquarters Office, Tupelo, MS, on Thursday, January 14, 2021 at 5:00 p. m. The following directors were present:

Class of 2021

Jim Gray
Steve Holland
Don Knight
Andy Spradling
Cecil Weeks

Class of 2022

Pat Carr (A)
John McFerrin
Buddy Palmer
Malcolm Wesson
T. J. Adams

Class of 2020

Lynn Turner
Mike Irwin
Chip Prestage
Brenda Shumpert
F. G. Wiygul, Jr.

(A)—Not present

Also present were Scott Hendrix, CEO
 Jonathan Hagood, Auditor
 Mitzi Hinds, Member Services Director
 Bruce Williams, Tupelo Office Manager
 Matt Fennell, SmartGrid Staff Support
 Toby Mask, Engineering Manager
 Brian Wood, Fiber Construction Manager
 Ken Brown, Fulton Branch Manager
 Michael Dickinson, Fiber Construction

F. G. Wiygul, Jr. called the meeting to order and called on Dr. Cecil Weeks to open the meeting with prayer.

Mr. Wiygul opened the floor for consideration of the December 2020, Board Meeting Minutes. **Steve Holland made a motion that the December meeting minutes prepared and distributed be approved.** Chip Prestage seconded the motion for approval and upon vote taken a majority vote was observed.

Mr. Wiygul then inquired of the Board and Mr. Hendrix if there was a need for an Executive Session. An Executive Session would be needed later during meeting.

Mr. Wiygul continued and recognized Scott Hendrix for the Attorney's report. Mr. Hendrix continued and stated that TEPA had filed an ETC application in December 2020. No other report was necessary.

Committee Reports:

Mr. Wiygul then called upon committee chairmen of various working committees to present their reports:

Smart Grid: Buddy Palmer, Chairman, asked Scott R. Hendrix CEO, to give a report for the committee. Mr. Hendrix gave a project status update for the fiber contractor, install and drop contractors, and arrangements with local fiber supply house.

An update was also given on progress on a new project manager. Mr. Hendrix gave a presentation on phase two and three of Tombigbee Fiber build for board approval. At the conclusion of the presentation and with the recommendation of the staff and the Smart Grid Committee, since this recommendation is coming from a committee, a vote was duly taken a unanimous vote was observed.

Purchasing: John McFerrin, Chairman, was recognized for a report. Tombigbee EPA has an ongoing maintenance issue with a substation transformer at its Fulton Primary substation. After some study, it was determined, the best long-term solution was replacement of the unit. A neighboring EPA as a used unit, newly pulled from service. After testing, and inspection, it has been determined the unit is in good condition and a purchase price has been agreed upon by both parties. Mr. McFerrin, on behalf of the committee and their work, recommended that the information of the Purchasing Committee be approved. Since this recommendation is brought from a committee, no motion is needed, a vote was duly taken, and a unanimous vote was observed.

Auditor's Report:

Mr. Hagood provided Directors with a copy of the TEPA Monthly Highlights Report, prepared by Franks, Franks, Wilemon and Hagood for the month ending November 2020 and explained various details of the report. Specific details and information were: Gross Margins from Electric Sales are up more than 9% for the same period last year. Net Income for this month has increased as compared to the same period last year, kilowatt-hours sales are approximately 5% less than the five months ending November last year, and our operating expenses are approximately 8% more than the November reporting period last year.

CEO Report:

Scott R. Hendrix, CEO, gave an update on his first thirteen days of work. His first days consisted of small group meeting with all Tombigbee employees, working and meeting with fiber construction contractors and meeting with Conexon management.

Following his report, Mr. Hendrix stated that an executive session was necessary for a personnel matter. Malcolm Wesson made a motion to go into executive session, which was seconded by Don Knight, and passed unanimously. Thereafter, Mr. Turner made a motion to conclude the executive session and resume normal business, which motion was seconded by Mr. Knight and passed unanimously. Thereafter, Mr. Holland made a motion to approve a contract with Mr. Hendrix as the CEO of Tombigbee Electric Power Association and Tombigbee Fiber, LLC. Mr. Wesson seconded the motion and the same passed unanimously.

Thereafter, it was pointed out by Mr. Hendrix that certain resolutions were needed to replace Mr. Long with Mr. Hendrix as an authorized representative with all banking or lending institutions, including without limitation CoBank and Renasant. Mr. Holland made a motion to approve the same, which was seconded by Mr. Wesson. Said Motion passed unanimously.

Matters of Mutual Concern:

There being no further business and no matters were raised, the meeting was adjourned.

F. G. Wiygul, Jr., President

Don Knight, Secretary-Treasurer