

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE
TOMBIGBEE ELECTRIC POWER ASSOCIATION HELD DECEMBER 8, 2022.

The Board of Directors of the Tombigbee Electric Power Association met at the Tupelo Headquarters Office, Tupelo, MS, on Thursday, December 8, at 5:00 p.m. The following directors were present:

<u>Class of 2024</u>	<u>Class of 2025</u>	<u>Class of 2023</u>
Jim Gray	Sammy Reed (A)	Lynn Turner
Steve Holland (A)	John McFerrin	Mike Irwin
Don Knight	Buddy Palmer	Chip Prestage
Andy Spradling	Randy Letson	Brenda Shumpert
Danny Riley	T. J. Adams	F. G. Wiygul, Jr.

(A)—Not present
(P)—Phone/Zoom

Also, present were

- Scott Hendrix, CEO
- Jonathan Hagood, Auditor
- Bruce Williams, CFO
- Michael Dickinson, Safety, Loss and Prevention
- Jeff Godfrey, Tupelo Electric Operations Manager
- Matt Fennell, Manager of Fiber Services
- Ken Brown, Fulton Branch Manager
- Brian Wood, Manager of Fiber Operations
- Toby Mask, Manager of Engineering
- Mitzi Hinds, Manager of Member Services

F.G. Wiygul called the meeting to order and called on Don Knight to open the meeting with prayer.

Scott Hendrix introduced new and existing employees to the board. Each employee was given a few minutes to introduce themselves and tell a brief work history. Each employee explained their job responsibilities at Tombigbee EPA.

Mr. Wiygul opened the floor for consideration of the November 2022 Board Meeting Minutes. **Chip Prestage made a motion that the November 2022 meeting minutes prepared and distributed be approved.** Lynn Turner seconded the motion for approval and upon vote taken, a majority vote was observed.

Mr. Wiygul asked if an executive session was needed. Mr. Hendrix acknowledge a need to enter executive session. Chip Prestage made a motion to enter executive session, Don Knight seconded the motion and vote was duly taken and a majority vote was observed.

John McFerrin made a motion to exit executive session, Buddy Palmer seconded, a vote duly taken, and majority vote observed, board resumed board meeting.

Mr. Wiygul ask if an attorney report needed to be presented, Scott Hendrix acknowledge none was needed at this time.

Committee Reports:

Smart Grid/Purchasing Committee, Chairman Andy Spradling and John McFerrin
Mr. Spradling ask Scott Hendrix to present the 2023 Fiber Equipment Budget. Mr. Hendrix present the budget as approved by the committee and answered any question from the board. Since this was a recommendation of the committee and no motion is needed, a vote was duly taken, and a unanimous vote of the board was observed.

Purchasing Committee, Chairman John McFerrin.
Mr. McFerrin presented to the board an opportunity to purchase a Altec service bucket. Altec contacted TEPA with a cancellation from another company. Normal wait time is three years with the current delays in production. Don Knight made a motion to purchase the unit and Chip Prestage seconded, and a vote duly taken, and a majority vote was observed.

Cooperative University Mitzi Hinds, Manager of Member Services, presented a video of Cooperative University that took place at the Tupelo Headquarters on October 26. We had several legislators and state officials present. Two representatives from each area schools took part in the day long class on coops and leadership. One student from each school was chosen by ECM to represent TEPA in Jackson and Washington D.C.

Ms. Hinds, also presented to the board TVA's Community Cares Program. For FY 2023, TVA's program will donate \$24,750, to charitable organizations that TEPA chooses. CoBank would also donate \$10,000 to the same organizations with a matching donation. After this presentation, Buddy Palmer made a motion to donate up to \$11,000 to this program for the matching donation from CoBank. Andy Spradling second the motion and a vote was duly taken. A unanimous vote of the board was observed.

Fiber Update:

Matt Fennell, Manager of Fiber Services, gave an update of our broadband project. Mr. Fennell stated that there was a total of 14,722 fiber customers connected, an increase of 941, from last month. 1,285 members are waiting to be installed. The board was also updated on the following: take rate of 36%, 3,068 total number of miles constructed. Mr. Fennell also updated the board on the number of voice customers 786 and revenue generated by both internet and voice customers.

Brian Wood, Manager of Fiber Operations, updated the board on the number of miles constructed last month and the number of miles left to be built. Mr. Wood gave an update of the number of construction crews and splicers, currently working on the fiber project.

Engineer Report: Toby Mask, Manager of Engineering updated the board on a power supply study that now has been turned over to TVA for the south part of Lee County. Mr. Mask informed the board of the North Shannon Regulator Upgrade, that all material is ordered and should start in the spring. Mr. Mask gave an update on two tie lines that was completed to increase reliability in the Fulton and Birmingham Ridge areas.

Auditor's Report:

Mr. Hagood provided the board with a copy of the TEPA Monthly Highlights Report, prepared by Franks, Franks, Wilemon and Hagood for the month ending October 2022 and explained various details of the report. Specific details and information where gross margins from electric sales are up more than 7% for the same period last year; net income for this month has decreased as compared to the same period last year; kilowatt-hours sales are approximately 1% more than the month ending October 2022; and operating expenses have increased 1% from this time last year. Mr. Hagood further presented financial statements relative to Tombigbee Fiber, LLC.

CEO Report:

Mr. Hendrix reported that a TVA distributor spent the day with Fiber Operations, Fiber Services, Accounting and Management discussing their future fiber construction project.

Mr. Hendrix updated the board on Matt Fennell and his NRECA Broadband meeting in Washington DC.

Matters of Mutual Concern:

No Matters of Mutual Concern, Don Knight made a motion to adjourn, and Chip Prestage seconded, and a vote was duly taken, and a majority vote was observed.

Don Knight, Secretary-Treasurer

F.G. Wiygul-President