

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE
TOMBIGBEE ELECTRIC POWER ASSOCIATION HELD JANUARY 10, 2019

The Board of Directors of the Tombigbee Electric Power Association met at the Tupelo Headquarters Office, Tupelo, MS, on Thursday, January 10, 2019, at 5:00 p. m. The following directors were present:

<u>Class of 2019</u>	<u>Class of 2020</u>	<u>Class of 2021</u>
Pat Carr	Lynn Turner	Jim Gray
John McFerrin	Guy Harris	Steve Holland
Jimmy Gray	Chip Prestage	Don Knight
Buddy Palmer	Brenda Goff Shumpert (A)	Andy Spradling
Malcolm Wesson	F. G. Wiygul, Jr.	Cecil Weeks

(A)—Not present

Also present were: Scott Hendrix, Attorney
Jonathan Hagood, Auditor
Ken Brown, Fulton Branch Manager Elect
Stevie Humble, Tupelo Operations Manager Elect
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 December 2018 regularly scheduled Board Meeting Minutes. **Chip Prestage made a motion that the December 2018 meeting minutes be approved as prepared and provided to Directors for review.** Don Knight seconded the motion and upon vote taken a majority vote was observed.

Mr. Carr inquired of Mr. Hendrix if there was a need for an executive session and Mr. Hendrix advised that there was a need. **Guy Harris then made a motion that the Board enter into Executive Session.** F. G. Wiygul seconded the motion and upon a vote taken a majority vote was observed.

At the conclusion of the Session, **Lynn Turner made a motion that the Executive Session be concluded.** Guy Harris seconded the motion and upon vote taken a majority vote was observed.

As a result of the business matters discussed during Executive Session, **Lynn Turner made a motion that in the future that all matters discussed by the Board involving TEPA personnel should be discussed or dealt with during executive session.** Buddy Palmer seconded the motion and upon a vote taken a majority vote was observed.

Mr. Hendrix continued with his segment of the agenda and stated that he had no matters to report at this time as well as no matters requiring board approval.

Committee Reports:

Continuing with the agenda, Mr. Carr then called on those committee chairmen having information to report to the Board.

Public Relations and Bylaws: Chairman Jimmy Gray, called on the staff to present end of year reports concerning member deposits, the Good Friends Program and the Youth Leadership Program.

Mr. Williams began and reported statistics for Member Deposits held by the Association including the amount of interest accrued by members for calendar 2018, and the rate of interest to be used for accruing the interest component for the year 2019.

Mr. Williams continued to report and provided information to the Board concerning the Good Friends Program. Mr. Williams stated that the total amount of \$12,923.41 was voluntarily donated and paid by members through their monthly electric bill. All member donations are provided to the Salvation Army organizations in Lee and Itawamba counties for the use in their respective programs. A summary of distributions, as provided by the Army, of funds donated by TEPA members was provided to Directors.

Long then provided information concerning TEPA's participation in the Youth Leadership Program, sponsored by the Electric Cooperatives of Mississippi (ECM) for the ensuing year. Long provided a general reminder of how the program is conducted involving area high schools within the TEPA service area. The names of the youth selected from the area schools to participate this year were provided to the board.

Auditor's Report: Jonathan Hagood provided Directors with a copy of the TEPA Monthly Highlights Report, prepared by Franks, Franks, Wilemon and Hagood for the month ending November 2018. Mr. Hagood explained various details of the report and provided the following specific details and information:

- net income for the 5th month in FYE 2019 was \$1,512,008 which was \$148,023 less than the net income for the same period last year
- for the 5th month of FYE 2019, compared to the same period last year, kilowatt hours sold increased by 22,737,304 kilowatt hours or 4.68% more than the same period last year
- Mr. Hagood also highlighted other accounting details that affected our monthly report.

Directors had no questions or comments for Mr. Hagood.

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

- Provided a hand-out to the Board representing a draft of the proposed Mississippi Broadband Enabling Act. Provided general comments about elements contained within the Act. Long also solicited feedback from the presentation provided by Conexon at the December Board meeting.
- The PLC to RF revenue meter change-out effort is nearing completion. Approximately 2,500 meters remain to be changed. Depending on weather conditions, the project should

be completed late January to mid-February. A summary report for the project will be presented to the board when the date is available which is anticipated at the March Board meeting.

- Informed the Board that the staff is planning a meeting with the Irby Company to explore the use of fiber optic cable in the operation of a System Control And Data Acquisition (SCADA) system at TEPA. This system would be for the use of monitoring system load, voltage and power flow parameter to optimize service to our members, and to provide operational savings with the electric system.
- Informed the Board of attendance to an informational session sponsored by the MS branch of AARP and the office of Public Service Commission. The highlight of the meeting was the presentation provided by the general manager of the electric member cooperative Tombigbee Electric Member Cooperative (TEC), Guin Alabama, and their experiences with beginning broadband service to their members as well as neighboring communities. TEC is beginning their 3rd phase of construction.

Matters of Mutual Concern:

There were no matters of Mutual Concern expressed. There being no further business, **Steve Holland made a motion that the February 2019 Board meeting be held at the Tupelo Headquarters.** Jim Gray seconded the motion and upon vote taken a majority vote was observed.

Pat Carr, President

Don Knight, Secretary-Treasurer