

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE  
TOMBIGBEE ELECTRIC POWER ASSOCIATION HELD DECEMBER 12, 2019

The Board of Directors of the Tombigbee Electric Power Association met at the Tupelo Headquarters Office, Tupelo, MS, on Thursday, December 12, 2019, at 5:00 p. m. The following directors were present:

Class of 2020

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

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

(A)—Not present

Also present were: Scott Hendrix, Attorney  
Jonathan Hagood, Auditor  
Mitzi Hinds, Member Services Director  
Bruce Williams, Tupelo Office Manager  
William Long, General Manager

Don Knight called the meeting to order and called on Andy Spradling to open the meeting with prayer.

Mr. Knight then opened the floor for consideration of the November 2019, Board Meeting Minutes. **Buddy Palmer made a motion that the meeting minutes be approved as prepared and mailed to Directors for review.** Steve Holland seconded the motion and upon vote taken a majority vote was observed.

Mr. Knight then inquired of Mr. Hendrix if he had a need for an Executive Session. Mr. Hendrix responded that he had no business items requiring an executive session and no other topics to report on at this time.

Mr. Hendrix continued and reported that judgements made in bankruptcy proceedings for one of TEPA's members resulted in the conveyance of an amount of their company stock as a settlement for fulfilling debt owed to the Association. After further discussion of the matter and explanation by Mr. Hendrix, **Chip Prestage made a motion that the company stock be liquidated and that the proceeds be used to pay the debt owed to TEPA by the company filing bankruptcy.** John McFerrin seconded the motion and upon vote taken a majority vote was observed.

### **Committee Reports:**

Mr. Knight then called upon committee chairmen to present information to the Board on behalf of their respective committees and other meetings and work sessions held by their committees:

**SmartGrid:** Buddy Palmer, Chairman, provided an update for committee activities and reported concerning two (2) matters that the committee had studied:

First, Mr. Palmer reported and presented information to the Board concerning the committee work for development of the graphic and other details for the fiber subsidiary already established as Tombigbee Fiber, LLC.

Speaking as Chairman of the SmartGrid Committee, Mr. Palmer presented the trademark as developed by the committee with the assistance of the Robinson Marketing firm. After general discussion of the committee work and comments from the remainder of the Board, **Mr. Palmer presented as a recommendation from the SmartGrid Committee that the trademark developed and accompanying slogan be adopted.** Requiring no second coming from the committee, and upon vote taken, a unanimous vote of those directors present was observed.

Secondly, Mr. Palmer reported and provided details concerning work that the committee had been involved with since his last report. Specifically, Mr. Palmer recapped use of the services of Robinson Marketing and their assistance and insight with the committee. Mr. Palmer asked Scott Hendrix to address the Tombigbee fiber trademark development process and other specifics related to the subject.

**Public Relations and Bylaws:** On behalf of the committee, Bruce Williams reported on certain end-of-year data, and specifically the rate for accrual of interest on deposits held on member accounts. Mr. Williams reported that for the calendar year 2019, an average rate of 1.5% was realized by TEPA. Hearing the report by Mr. Williams, Buddy Palmer made a motion that TEPA follow the previously approved policy and the rate of 1.5% be used for the accrual of interest for member account deposits for the calendar year 2019. Lynn Turner seconded the motion and upon a vote taken a majority 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 four (4) months ending October 2019. Mr. Hagood explained various details and information provided by the report.

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

#### **Electric Cooperative activities:**

- Provided the Board with additional cost details for Tropical Storm Olga assistance received by TEPA (approx. \$42,000), and billable time to assistance provided to Alcorn EPA by TEPA (approx. \$24,000).
- Reminded Directors concerning the details of this year's Employee Christmas Party and associated activities.

- The TVA Valley partnership and wholesale credit for this month was \$133,874.59. The cumulative credits now exceed more than \$500,000 since enacted for the month of September 2019.
- Provided the board with details concerning the upcoming vacant seat on the TVA Board of Directors. After discussion among directors, **a motion was made by Chip Prestage that Mrs. Mabel M. Murphree be endorsed to senators Wicker and Hyde-Smith for nomination to the TVA Board of Directors.** Brenda Shumpert seconded the motion and upon vote taken, a majority vote was observed. During the vote, Mr. Buddy Palmer requested that his vote be recorded as abstaining from the vote.

Broadband Subsidiary activities:

- There has been no official response from USDA concerning our application for a ReConnect Program grant. We have been told that news should be forthcoming by the end of December 2019.
- Our FTTH project led by employees of Conexon is progressing on schedule. Conexon has hired the Project Manager Chad Wilbanks, who has assigned to our project and started on the job December 9.
- Make-ready engineering kick-off meeting was conducted on December the 9<sup>th</sup>. Data collection is expected to begin on December 13, in the Fulton area.
- Make-ready construction is scheduled to begin January 7.
- Fiber installation is expected to begin in early February 7.
- Some areas of fiber will be lighted by mid-April.
- The staff has begun advertisement beginning December 10 for a Broadband Manager. Advertisement will be utilized listings in the Daily Journal and the Itawamba Times, the WIN Job Center, the NRECA website for job listings, TEPA's website and Facebook. The SmartGrid committee will be involved with the the final steps of the interview and selection process.

Matters of Mutual Concern:

During this time, Bruce Williams reported to the Board the status of Mr. Carr and Mr. Harris. Mr. Carr has had an extended stay in the hospital due to surgery and Mr. Harris is recovering from injuries during a recent automobile accident.

There being no further business, **Jim Gray made a motion that the January 2020 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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Don Knight, Secretary-Treasurer

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Chip Prestage, Executive Committeeman, Itawamba County