

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE
TOMBIGBEE ELECTRIC POWER ASSOCIATION HELD FEBRUARY 14, 2019

The Board of Directors of the Tombigbee Electric Power Association met at the Tupelo Headquarters Office, Tupelo, MS, on Thursday, February 14, 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
 Stevie Humble, Tupelo Operations Manager
 Bruce Williams, Tupelo Office Manager
 William Long, General Manager

Chairman Carr called the meeting to order and proceeded with the agenda for the meeting.

Mr. Carr then opened the floor for consideration of the January 2019 regularly scheduled Board Meeting Minutes. **Steve Holland made a motion that the January 2019 meeting minutes be approved as prepared and provided to Directors for review.** Buddy Palmer 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 not a need. Mr. Carr moved along with the agenda and asked Mr. Hendrix to provide his report. Mr. Hendrix stated that he had no matters to report at this time as well as no matters requiring board approval, but that he would likely have comments and direction later as a part of staff and board discussions concerning broad band provisions.

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, deferred to Steve Tarpley to provide the Board with information concerning contact made to TEPA this year associated with ICC carrying out the Annual Gospel Bluegrass Concert sponsored by the ICC Foundation. Mr. Tarpley further explained that the Foundation does not plan to conduct the concert this year. Discussion ensued among directors concerning the participation that TEPA has had to support the Foundation in this endeavor. After discussion, **Steve Holland made a motion the**

Association continue to support the ICC Foundation with the same monetary contribution of \$5,000 as in the past. Buddy Palmer seconded the motion and upon vote taken a majority vote was observed.

Executive: Chairman Carr, called upon executive committee member Don Knight to present information previously discussed by the committee to the Board for action. Mr. Knight began his response by noting that at the beginning of the board meeting, that the normal offering of prayer before beginning had not been done. Mr. Carr agreed and asked Mr. Knight to offer the prayer, which he did.

Mr. Knight continued with recommendations from the Executive Committee. Mr. Knight explained that the staff had recommended to the committee that additional funds in the amount \$32,000 be appropriated for the purpose of securing additional feasibility studies for TEPA assisted provision of broadband to its members. Discussion ensued among Directors. Mr. Holland suggested to the committee that the recommendation be modified such that any feasibility study provided should have an “executive summary” and sample “a member survey” component, all of which will be a part of the presentation to the board for consideration. Based upon this discussion, **the executive committee revised its recommendation to include these provisions recommended by Mr. Holland.** Hearing no objection and upon a vote taken, a majority vote was observed in support of the committee recommendation.

Mr. Knight continued and stated that the committee had also identified the need to establish an additional working committee for the study of TEPA potential involvement of improved broadband to its members and the community. Upon that acknowledgement, the following directors volunteered to serve on a newly established committee: **Steve Holland, Don Knight, F. G. Wiygul, John McFerrin, Buddy Palmer, Malcolm Wesson and Any Spradling.** Mr. Knight also reinforced that all meetings of this committee would be open to the entire Board members should any desire to attend and participate in the study and work of the committee.

Mr. Knight continued and asked general manager Long to present information on the next topic to be considered. Long stated that the staff has completed the change out to the new RF type meters installed on residences and small businesses. Long stated that during the replacement of 43,054 of these meters, four (4) TEPA members had voiced concern with the new meters and wanted to be allowed to “opt out” for the use of the new meters and wanted to utilize some other method of securing monthly meter readings to achieve the calculation of a monthly electric bill. After presentation of these facts by the staff to the executive committee, **the committee recommended that contact be made to the individuals making this request and additional information provided to them in an effort to address their concerns.** Upon the recommendation of the committee, and ensuring discussion, and upon vote taken, a majority vote was observed.

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 December 2018. Mr. Hagood explained various details of the report and provided the following specific details and information:

- net income for the 6th month in FYE 2019 was \$1,526,830 which was \$1,068,467 more than the net income for the same period last year
- for the 6th month of FYE 2019, compared to the same period last year, kilowatt hours sold increased by 27,718,273 kilowatt hours or 4.86% 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 of HB 366, the “Mississippi Broadband Enabling Act”, which passed both houses of the legislature in January with tremendous support. Governor Phil Bryant signed the bill into law and was effective January 30, 2019
- Provided the Board with a draft release for publication in area newspapers and to be listed on the TEPA website. The publication will provide TEPA members with news concerning the new broadband legislation as well as efforts that TEPA is planning and carrying out in conjunction with the study of possible improved broadband service for its members.
- Provided the board with a list of approximately fourteen (14) meetings and work sessions for studying various fiber system design and operational details as well as financing and funding sources that may be available. Broadband feasibility studies are planned for Board review and consideration during March and April. Further studies may be developed as the Board directs.

Matters of Mutual Concern:

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

Pat Carr, President

Don Knight, Secretary-Treasurer