

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE
TOMBIGBEE ELECTRIC POWER ASSOCIATION HELD MAY 9, 2019

The Board of Directors of the Tombigbee Electric Power Association met at the Fulton Branch Office, Fulton, MS, on Thursday, May 9, 2019, at 5:00 p. m. The following directors were present:

Class of 2019

Pat Carr
John McFerrin
Jimmy Gray
Buddy Palmer
Malcolm Wesson

Class of 2020

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

Class of 2021

Jim Gray
Steve Holland
Don Knight
Andy Spradling
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
 Steve Tarpley, Member Services Director
 William Long, General Manager

Chairman Carr called the meeting to order and called upon Cecil Weeks to offer an opening prayer.

Mr. Carr then opened the floor for consideration of the April 2019 regularly scheduled Board Meeting Minutes. **F. G. Wiygul made a motion that the April 2019 meeting minutes be approved as prepared and provided to Directors for review.** Lynn Turner seconded the motion and upon vote taken a majority vote was observed.

Mr. Carr inquired of Directors and Mr. Hendrix if there was a need for an executive session. Mr. Hendrix responded that there was a need for an Executive Session. **Guy Harris made a motion that the Board enter into Executive Session.** Don Knight seconded the motion and upon a vote taken a majority vote was observed.

Upon the completion of discussions during Executive Session, **Steve Holland made a motion that the Executive Session be terminated.** Buddy Palmer seconded the motion and upon a vote taken a majority vote was observed. There was no need for action by the Board after the Executive Session.

Mr. Carr continued with the agenda and requested that Mr. Hendrix continue with his monthly report. Mr. Hendrix provided his report and stated that most of his efforts during the month had been in support to management with various topics under study and development.

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, was recognized and deferred to Bruce Williams for committee reports. Mr. Williams provided an update that all planned kiosk locations are in place and functional and provided usage information for kiosk machines at the various four (4) locations. Additional advertisement for the use of kiosk machines for electric bill payment is planned.

Mr. Williams presented a power point presentation concerning staff plans, as previously presented to the Committee, demonstrating details for member use of the an electric bill “pre-pay” service or electric bill payment option. After Mr. Williams’s presentation, discussion ensued and there were questions from Directors concerning the use of service. After all discussion and clarification by the staff, **Committee member McFerrin presented a two-fold recommendation on behalf of the Committee: 1.) that the committee recommends to the Board the implementation and use of an electric bill Pre-payment option for members; and 2.) that the staff development guidelines for implementation and use of the Pre-pay Program, and bring those guidelines back to the committee for review and further consideration before presentation to the Board for approval.** Hearing the recommendation of the committee, as expressed by member McFerrin, a majority vote by the Board in favor of the committee work and recommendation was observed.

SmartGrid: Chairman Palmer reported on matters being conducted by the Committee. Mr. Palmer provided a summary of the trip to neighboring Tombigbee Electric Member Cooperative located in Hamilton, Alabama. Mr. Palmer provided information concerning details learned from the trip, as did other committee members that participated in the excursion. Many details expressed by Mr. Foshee, General Manager, of the cooperative, were shared with the visiting TEPA board by the committee members. Mr. Palmer provided general remarks about other events that are being planned as part of TEPA’s study of a broadband effort.

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 March 2019. Mr. Hagood explained various details of the report. Generally, financial indicators and key statistics are remain on a good trend when compared to last year’s fiscal year data. For the same period last year, Sales and Other Revenues are approximately 18% higher; Operating Expenses are approximately 2% lower. Energy Sales and Net Income remains on a good track for completion of the fiscal year. New member accounts growth remains steady at 217 as tracked on an annual basis and compared to the same period last year.

Directors had no questions or comments for Mr. Hagood.

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

- Provided the Board with a progress report of thirteen (13) Broadband activities carried out or participated in during the month.

- Reminded the Board that a third broadband feasibility study is to be presented by the Irby Company is scheduled for the June 13 Board meeting.
- Informed the Board that the South Gloster Street property (what's known as the "Hancock Greenfield") sales is nearing completion. Mr. Hendrix informed the Board that someone is required to be the designated representative for the Association for the closing sales transaction. Hearing the necessary procedure, **Steve Holland made a motion that general manager Long be identified as the approved representative for TEPA for this transaction and that Mr. Hendrix develop the language required by the closing process to be included with these minutes.** Brenda Shumpert seconded the motion and upon a vote taken a majority vote was observed. The Resolution as provided by Mr. Hendrix pursuant to the Board action and dated May 9, 2019, reads:

**RESOLUTION
OF THE TOMBIGBEE ELECTRIC POWER ASSOCIATION
BOARD OF DIRECTORS**

WHEREAS, Tombigbee Electric Power Association ("Tombigbee") is an electric power association organized and existing under the laws of the State of Mississippi; and

WHEREAS, the Board of Directors is the body charged with governance of Tombigbee; and

WHEREAS, the Board of Directors has determined that it is in the best interest of Tombigbee to sell to BT-OH, LLC certain real property situated in Lee County, Mississippi, being more particularly described in Exhibit "A" hereto.

IT IS THEREFORE RESOLVED, that William Long, General Manager, is hereby authorized and directed in the name and on behalf of Tombigbee to execute and deliver all closing statements, contracts and other agreements of any nature which William Long deems necessary or appropriate in order to consummate the sale of the real property to BT-OH, LLC.

RESOLVED FURTHER, that William Long is authorized and directed to take all other action and to execute any and all other documents as may be necessary or appropriate to consummate the sale of the real property to BT-OH, LLC.

Matters of Mutual Concern:

Director McFerrin was recognized by the chairman for a question. Director McFerrin directed the question to Long and asked for information concerning staff plans for the future hiring(s) for Clerk positions based on planned retirements later this calendar year. Long provided information concerning the questions asked. No specific schedule was given for the anticipated hiring dates, other than the fact that advertisement through the WIN Job Center has been completed and applications received will be reviewed and evaluated for further action to be coordinated with the upcoming retirements.

There being no further business topics expressed, **Chip Prestage made a motion that the June 2019 Board meeting be held at the Tupelo Headquarters.** Cecil Weeks seconded the motion and upon vote taken a majority vote was observed.

Pat Carr, President

Don Knight, Secretary-Treasurer