

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE
TOMBIGBEE ELECTRIC POWER ASSOCIATION HELD MARCH 9, 2023.

The Board of Directors of the Tombigbee Electric Power Association met at the Tupelo Headquarters Office, Tupelo, MS, on Thursday, March 9, at 5:00 p.m. The following directors were present:

Class of 2024

Jim Gray
Steve Holland
Don Knight
Andy Spradling
Danny Riley

Class of 2025

Sammy Reed
John McFerrin
Buddy Palmer
Randy Letson
T. J. Adams

Class of 2023

Lynn Turner
Mike Irwin
Chip Prestage
Brenda Shumpert (A)
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
 Toby Mask, Manager of Engineering
 Mitzi Hinds, Manager of Member Services
 Brian Wood, Manager of Fiber Operations

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

Scott Hendrix introduced two 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 February 2023 Board Meeting Minutes. **Chip Prestage made a motion that the February 2023 meeting minutes prepared and distributed be approved.** John McFerrin seconded the motion for approval and upon vote taken, a majority vote was observed.

F.G. Wiygul said there was a need for an executive session but would wait until the end.

Mr. Wiygul ask if an attorney report needed to be presented, Scott Hendrix said there was one item to report. Mr. Hendrix updated the board on the United Furniture bankruptcy.

Committee Reports: Personnel Committee: Chairman F.G. Wiygul.

Mr. Wiygul informed the board that a personnel committee had taken place earlier in the day to discuss employee uniforms. He asked Mr. Hendrix to present the recommendation to the board. Mr. Hendrix presented a plan to purchase uniforms, instead of renting uniforms. Since this is a recommendation of the committee, no motion is needed. Discussion ensued, and a vote was duly taken by the board. 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 17,202 fiber customers connected, an increase of 799, from last month. There are 1,069 members are waiting to be installed. The board was also updated on the following: take rate of 39%, and 3,263 total number of miles constructed. Mr. Fennell also updated the board on the number of voice customers 998 and revenue generated by both internet and voice customers.

Brian Wood gave an update on fiber construction. Mr. Wood informed the board that all main line fiber has been build, with the exception of some off legs. The main work left to do is splicing and testing.

Engineer Report: Toby Mask, Manager of Engineering. He reported that we are looking for an extended period of good weather so we can perform more tests on this transformer at Fulton Primary and I would be glad to answer any questions that anyone had.

Auditor's Report:

Mr. Hagood handed out the year ending 6/30/2022, financial audit to each board member. Mr. Hagood informed the board, that after reading the audit, if they had any questions to please contact him.

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 January 2023 and explained various details of the report. Specific details and information where gross margins from electric sales are down more than 5% for the same period last year; net income for this month has increased as compared to the same period last year; kilowatt-hours sales are flat, compared to the month ending January 2022; and operating expenses have increased 6% from this time last year. Mr. Hagood further presented financial statements relative to Tombigbee Fiber, LLC.

CEO Report:

Mr. Hendrix updated the board on the survey that was sent via email to every Tombigbee Fiber LLC, customer. Mr. Hendrix explained the results and answered any questions that they might have regarding the survey.

Mr. Hendrix gave an update on the storm restoration that occurred the previous weekend for both electric and fiber departments. Mr. Hendrix gave an update on the completion of the fiber warehouse and potential signage. Mr. Hendrix discussed the legislative dinner with local senators and representatives in Jackson, since last board meeting.

Mr. Hendrix asked the board to move the June board meeting from June 8 to June 1, so he can attend the Calix Advisory Board meeting. Steve Holland made the motion to move the June board meeting, Don Knight seconded, and a majority vote was observed, and motion passed.

Mr. Hendrix informed the board the Fulton office drive-thru cash drawer was to a point of needing to be replaced. The unit is having several problems, and the manufacturer of the existing drawer is out of business and no parts are available. After a brief discussion, Steve Holland made a motion the drawer be replaced with a like kind. Buddy Palmer seconded the motion, and a vote was duly taken. A majority vote of the board was observed.

F.G.Wiygul asked the board to go into executive session. Lynn Turner made a motion and Steve Holland seconded for the board to go into executive session. A vote was duly taken, a majority vote was observed, and the board entered executive session.

Lynn Turner made a motion to exit executive session, Steve Holland seconded, and a vote was duly taken, a majority vote was observed, and the board resumed the board meeting.

The personnel committee makes a recommendation to the board, that Tombigbee Electric adopts a Commercial Driver's License Policy. The policy is stated below:

Commercial Driver's License Policy March 10, 2023

An employee that is required to have a commercial driver's license and has not obtained one, may request to the employee's manager of electric services to be allowed to obtain said training required for said license on company time. The employee may only be allowed this opportunity one time. Tombigbee is making a significant investment in the employee to allow for said training to be received on company time. All outside costs of the program are to be paid by the employee. However, Tombigbee may prepay up to \$2,500.00 costs for said training program, so long as employee agrees to \$100.00 per pay period payroll deduction reimbursement to Tombigbee and signs an agreement promising to repay said sum should employee leave the employment of Tombigbee at any time prior to having repaid said full amount, whether involuntary or voluntary.

Since this is a recommendation of the board no motion is needed. A vote was duly taken, and a unanimous vote of the board was observed.

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