

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE
TOMBIGBEE ELECTRIC POWER ASSOCIATION HELD NOVEMBER 12, 2020

The Board of Directors of the Tombigbee Electric Power Association met at the Tupelo Headquarters Office, Tupelo, MS, on Thursday, November 12, 2020, at 5:00 p. m. The following directors were present:

<u>Class of 2021</u>	<u>Class of 2022</u>	<u>Class of 2020</u>
Jim Gray	Pat Carr (A)	Lynn Turner
Steve Holland	John McFerrin (A)	Mike Irwin
Don Knight	Buddy Palmer	Chip Prestage
Andy Spradling	Malcolm Wesson	Brenda Shumpert (A)
Cecil Weeks	T. J. Adams	F. G. Wiygul, Jr.

(A)—Not present

(P)—Attended by phone off-site

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

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

Mr. Wiygul then began by calling on Matt Fennell to introduce our special guest for a presentation to the Board. Matt proceeded to introduce Vonita Martin, Executive Director of the Itawamba County Development Council (ICDC). Mrs. Martin took the podium and introduced guest accompanying her, Ramona Edge, incoming President for ICDC and Tommy Green, past President of ICDC.

Ms. Martin continued with her presentation and asked President Wiygul to come forward and receive an award from ICDC. President Wiygul accepted the award on behalf of TEPA, for the Large Business of the Year as presented by ICDC. Ms. Martin continued by saying that the award is in recognition of TEPA making the decision to undertake the effort on behalf of its members to bring improvement in broadband services in the region.

Mr. Wiygul continued with the meeting agenda and opened the floor for consideration of the October 2020, Board Meeting Minutes. **Steve Holland made a motion that the October meeting minutes prepared and distributed be approved.** Don Knight seconded the motion for approval and upon vote taken a majority vote was observed.

Mr. Wiygul then inquired of the Board and Mr. Hendrix if there was a need for an Executive Session. None was identified at this time.

Hearing none, Mr. Wiygul continued and recognized attorney Scott Hendrix for the Attorney's report. Mr. Hendrix continued and stated that he had no matters to report at the present time.

Committee Reports:

Mr. Wiygul then called upon committee chairmen of various working committees to present their reports:

Executive/Personnel: F. G. Wiygul, Jr., Chairman, discussed information that had been discussed and prepared by the committee for presentation to the Board for consideration concerning employee benefits. Mr. Wiygul reminded board members that a previous decision had already been made to cancel this year's employee Christmas party unless the COVID-19 was under control.

Also, the committee had considered and recommended that the Board grant an employee bonus for 2020 as in the past years, being one-week's pay for everyone and prorated for those employees working less than a year. **Hearing the recommendation of the committee and upon that recommendation made and a vote taken, a majority approval vote was observed.**

Mr. Wiygul continued and stated that the committee will be reviewing further a COLA for the ensuing year and would bring information back to the Board for consideration at the December Board meeting.

Purchasing: John McFerrin, Chairman, being absent, requested that Lynn Turner address the Board on behalf of the committee. Mr. Turner was recognized for a report, and provided the information that the committee had completed its review of all purchases recommended by the staff and that all matters were approved by the committee and all expenses presented would remain within the projected budget presented by the staff.

Insurance: Malcolm Wesson, Chairman, was recognized for a report. **Mr. Wesson requested that the board enter into executive session for this presentation and made that motion.** Chip Prestage seconded the motion and upon vote taken a majority vote was observed.

Mr. Wesson continued with his presentation. At the end of the presentation and discussion, **Don Knight made a motion that the executive session be terminated.** Chip Prestage seconded the motion and upon vote taken, a majority vote was observed. There was no action of the Board after the presentation.

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 month ending September 2020 and explained various details of the report. Specific details and information were: Gross Margins from Electric Sales are up more than 15% for the same period last year. Net Income for this month is substantially more than the same period last year, kilowatt-hours sales are approximately 1.6% less than the three months ending September last year, and our operating expenses are approximately 1.4% less than the September reporting period last year.

Manager's Report

Matt Fennell was asked by Long to give a special report to the Board stating details of our fiber construction progress. Matt provided a report to the Board that included hand-out material. Matt gave an updated general report and reported topics provided last month that included the following topics: a construction update, an update on the CARES Act Project specifics, details for the two (2) circuits presently open served from the Taylor McFerrin and Campbelltown Substations, total miles of fiber constructed in various communities, the Tombigbee Electric Member Cooperative (in Alabama) project, an update on the schedule for adding telephone services to our fiber system services menu, specific fiber installation details, and a list of marketing activities planned in the near future.

Long reported to the Board on the following matters:

Fiber System: Some additional information not reported on by Matt:

- As reported by Matt Fennell, our total fiber construction to date is 395 miles of fiber and 190 TEPA members receiving broadband service.
- Our contractor Conexon has reported that we should have three (3) additional fiber feeders open for connecting customers by early December.
- With the Fulton District Substation, circuit 234 open, our requests and backlog of work is 177 requests for installations.
- The contractor network of crews has been reported by Conexon to be moving from eleven (11) crews installing strand and fiber to twenty-eight (28) crews.
- We will be expanding our marketing efforts at the appropriate time to provide the necessary volume of work for completion of our CARES Act Project commitment.
- Marketing efforts that appear to be achieving the best results are placing door handers going door to door.
- Our MS CARES Act Grant Program is proceeding well.
- RDOF is progressing well. We expect to have good information to report during the December Board meeting.
- Long introduced three (3) persons that have been hired to work within TEPA's fiber effort. One is on loan from the electric side of the business. One is onboard to work with fiber repair and the other is working on a contract basis. All will be a tremendous improvement for performing quality control inspections and working on various fiber activities to boost our fiber construction effort while at the same time improve reliability and customer service.

Electric System:

- We are continuing to provide a significant work detail dispatched to assist with hurricane damage in the Coast EPA and Singing River EPA areas.
- Our assistance to Beauregard Electric in Louisiana will approach a \$1 Million reimbursement.
- Our Futon Primary 161-46 kV substation improvement is nearing design completion.
- We continue to emphasize to our workers to abide by COVID-19 avoidance guidelines. Our lobby is still closed to bill payer, but we are inviting in those that have new service details to conduct, after temperature checks, utilizing distancing and must wear a mask
- We continue to have fewer than six (6) of 138 employees that have tested positive for COVID-19.
- Long provided general information about two (2) employees that have suffered from significant health issues.

Matters of Mutual Concern:

There being no further business, **Andy Spradling made a motion that the December 2020 Board meeting be held at the Tupelo Headquarters.** Lynn Turner seconded the motion and upon vote taken a majority vote was observed.

F. G. Wiygul, Jr., President

Don Knight, Secretary-Treasurer