

MINUTES

**Wiregrass Electric Cooperative, Inc.
Board of Trustees
February Board Meeting
Thursday, February 22, 2018, 6:15 pm - 8:30 pm
Hartford**



In Attendance

Danny McNeil; David Winstead; Debra Baxley; Donald Ray Wilks; Donna Parrish; Greg McCullough; John Clark, Jr.; Kip Justice; Tracy Reeder

I. Call to Order

A regular meeting of the Board of Trustees of Wiregrass Electric Cooperative, Inc. was held on February 22, 2018, at the Headquarters Office of the Cooperative in Geneva County, Alabama.

II. Invocation and Pledge of Allegiance

Invocation was given by Debra Baxley and John Clark led the Pledge of Allegiance.

III. Those Absent

IV. Introduction of Guests

V. Member Services 2017 Year-End Report - Jennifer Ward

Jennifer Ward, Manager of Communications and Publications, presented the 2017 year-end statistics for Member Services. These statistics included but were not limited to; trends related to payments, programs, services, call center, website, walk-in traffic, IVR, and other information related to member activity/interaction.

VI. Business of the Membership

Business of the Membership was discussed. Letters of thanks were received from the Town of Black, Webb Elementary, and Wiregrass United Way.

VII. Action Items-Agenda

A. Approve Consent Agenda

Items included in the Consent Agenda include the review and approval of the Safety Report and Hours Worked Report; the Approval of Minutes from January 23, 2018 Board of Trustees Meeting; the Approval of Minutes from February 19, 2018 Budget Meeting, and to Vote on 221 persons who have requested membership in the Cooperative in January and who have complied with requirements of the By-Laws, and who are now receiving service. Vote off 199 members who have ceased to receive electric service in January, and who have requested to withdraw their membership.

Move: Donna Parrish Second: Greg McCullough Status: Passed

B. Approve Resolution for Paul Lee

It was a consensus of the Board to approve a Resolution to present to Representative Paul Lee thanking him for his service to Wiregrass Electric Cooperative. At this time Brad Kimbro, Chief Operating Officer, also discussed the outcome of the General Contractors Hearing.

Move: Tracy Reeder Second: Donna Parrish Status: Passed

C. Appoint CRC Mail Voting Delegate

This is a mail ballot only. The CRC Annual Meeting will be held in conjunction CFC Forum being held June 11, 2018. There was a consensus of the Board to maintain Les Moreland, CEO as authorized to complete mail ballot for CRC.

Move: Kip Justice Second: Danny McNeil Status: Passed

D. Approve/ Review Policies

In a continued effort to review policies, Management recommends no changes to the following policies:

Move: Greg McCullough Second: Donna Parrish Status: Passed

a. Review Policy 101- CEO Selection and Succession

Policy 101- CEO Selection and Succession- Management has reviewed policy and recommends no changes.

b. Review Policy 102 - Participation of CEO in related organizations

Management has reviewed Policy 102- Participation of CEO in related Organizations and recommends no changes.

c. Review Policy 104- CEO Compensation

Management has reviewed Policy 104- CEO Compensation and recommends no changes.

d. Review Policy 302 - Uncertain Tax Positions

Management has reviewed Policy 302 - Uncertain Tax Positions and recommends no changes.

e. Review Policy 303 - Capital Credits

Management has reviewed Policy 303 - Capital Credits and recommends no changes.

f. Review Policy 410 - Minimum Bill Contract

Management has reviewed Policy 410 - Minimum Bill Contract and recommended no changes.

E. Policy 410 Contract Discussion - Jason Thrash

Per the Financial Management Plan, which addressed the carrying cost of money on page 7. Jason Thrash, Director of Engineering & Operations, has a specific contract regarding Policy 410. It was the consensus of the Board to waive the 20% down payment per contract, as directed by the Financial Management Plan. Kip Justice abstained from the vote.

Move: Donna Parrish Second: Greg McCullough Status: Passed

F. Approve 219's September 2017 through December 2017 totaling \$1,466,454.40

Forms 219 to Rural Utilities Service (RUS) approving Construction Work Orders for completed and inspected construction for the month of September 2017 in the amount of \$263,719.74, October 2017 in the amount of \$229,997.78, November 2017 in the amount of \$585,330.37, December 2017 in the amount of \$338,076.96 and 2017 Minor Projects for the month of September 2017 in the amount of \$36,625.04, October 2017 in the amount of \$2,547.61, November 2017 in the amount of \$10,156.90.

Move: Greg McCullough Second: Danny McNeil Status: Passed

G. Accept Financial/Operating Report for January

Les Moreland, Chief Executive Officer, presented the Financial and Operating Report for January. A motion was made to accept the operating report as presented and a second. Motion passed.

Move: Donald Ray Wilks Second: Tracy Reeder Status: Passed

VIII. Jason Thrash- Director of Engineering & Operations

Jason Thrash, Director of Engineering & Operations, updated the Board on Generac.

IX. COO's Report- Brad Kimbro

Brad Kimbro, Chief Operating Officer, updated the Board on Member Services data and WEC community involvement.

X. CEO's Report- Les Moreland

XI. Attorney's Report- Ed Price

XII. Board Committee Reports- PSE/AREA

Power South's Board of Trustees Meeting was held on January 26, 2018, and discussion was held concerning the same, led by Power South Trustee representative, Tracy Reeder. The next Power South Board of Trustees Meeting will be held on February 23, 2018.

Alabama Rural Electric Association Board of Trustees Meeting was held on February 01, 2018, and discussion was held concerning the same, led by AREA Trustee representative, Danny McNeil. The next AREA Board of Trustees Meeting will be held on March 29, 2018.

XIII. Next Board Meeting

The next regular Board Meeting is scheduled for Tuesday, March 20, 2018 at the Hartford office of the Cooperative at 6:15 p. m.

There will be an Audit & Finance Committee Meeting before the regularly scheduled Board Meeting, set to begin at 5:00 p.m.

XIV. Adjourn

A motion and second was made to conclude this meeting of the Cooperative Board of Trustees.

Move: Kip Justice Second: Tracy Reeder Status: Passed



President



Secretary

SEAL