

MINUTES



**Wiregrass Electric Cooperative, Inc.
Board of Trustees
October Board Meeting
Tuesday, October 24, 2023, 7:04 pm - 8:10 pm
Hartford**

In Attendance

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

I. Call to Order

A regular meeting of the Board of Trustees of Wiregrass Electric Cooperative, Inc. was held on October 24, 2023, at the Headquarters Office of the Cooperative in Geneva County, Alabama.

II. Invocation and Pledge of Allegiance

Invocation was given by Danny McNeil and Debra Eubanks Baxley led the Pledge of Allegiance.

III. Those Absent

IV. Introduction of Guests

V. 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 September 25, 2023, Board of Trustees Meeting and to Vote on 188 persons who have requested membership in the Cooperative in September and who have complied with requirements of the By-Laws, and who are now receiving service. Vote off 209 members who have ceased to receive electric service in September, and who have requested to withdraw their membership.

Move: Debra Baxley Second: Randy Odom Status: Passed

B. Review October 20, 2023 Annual Meeting Minutes

After review of the October 20, 2023, Annual Meeting minutes, there was a consensus of the board that the minutes are in order. They will be presented at the 2024 Annual Meeting for Approval. Approved/reviewed per consensus of Board. Attached hereto as "Exhibit A".

Move: Greg McCullough Second: Debra Baxley Status: Passed

C. Review Pre/Post Annual Meeting Minutes

After review of the October 20, 2023, Pre/Post Annual Meeting minutes, there was a consensus of the board that the minutes are in order. Attached hereto as "Exhibit B".

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

D. 2024 Annual Meeting Date

It was the consensus of the board to schedule the 2024 Annual Meeting for Friday, October 18, 2024.

Move: Tracy Reeder Second: John Clark, Jr. Status: Passed

VI. Report from Audit & Finance Committee

A. Consider Approval - Minimum Contract Consideration

Trustee, Kip Justice, relayed that it was the consensus of the Board to move forward with the presentation of the minimum contract to the member.

With a motion from the Finance Committee to approve the minimum contract, no second needed. Motion passed.

B. Consider Approval - 2022 Form 990

Trustee, Kip Justice, relayed that the Finance & Audit Committee reviewed the recommendation by management to approve the 2022 Form 990.

With a motion from the Finance Committee to approve the Form 990, no second needed. Motion passed.

VII. Lisa LeNoir- Chief Financial Officer

Lisa LeNoir, Chief Financial Officer, presented the Financial and Operating Report for September. A motion was made to accept the operating report as presented and a second. Motion passed.

Move: Donald Ray Wilks Second: Randy Odom Status: Passed

VIII. Report from Corporate Planning and E&O Committee

A. Consider Approval - Construction Workplan Extension - PowerGrid - Resolution

Chairman of the Corporate Planning and E&O Committee, Trustee, Greg McCullough brings a motion before the board for approval of the PowerGrid bid for the Construction Work Plan. No second needed. All in favor. Motion passed.

Attached hereto as "Exhibit C".

B. Consider Approval - 2024 Right-of-Way Clearance Resolution

Trustee, Greg McCullough, relayed that the Corporate Planning and E&O Committee brings a motion before the board, at the recommendation of management, for approval of the 2024 Right-of-Way Clearance Resolution in the amount of \$1,340,063 for 2024 and \$1,159,494 for 2025, totaling \$2,499,557. No second needed. All in favor. Motion passed.

Resolution hereto attached as "Exhibit D".

IX. Brad Kimbro- Chief Operating Officer

Brad Kimbro, Chief Operating Officer, updated the Board on economic growth in the Wiregrass area and how that might positively affect WEC in the future. Further, he reviewed the planning for the future of demand billing. He also updated the Board on the progress of the spec building built by the Geneva County Commission through the Economic Development Loan Program with PSE in the Geneva County Industrial Park. He briefly covered the highway project and the feasibility study.

X. Les Moreland- Chief Executive Officer

XI. Report of Legal Activities- Russ Parrish

XII. Report from AREA (Kip Justice, AREA Representative)

Alabama Rural Electric Association Board of Trustees Meeting was held Thursday, September 28, 2023, and discussion was held concerning the same, led by AREA Trustee representative, Kip Justice. The next AREA Board of Trustees Meeting will be held Thursday, December 07, 2023.

XIII. Report from PowerSouth (Debra Eubanks Baxley, PSE Representative)

Power South's Board of Trustees Meeting was held on Friday, September 22, 2023; discussion was held concerning the same, led by Power South Trustee representative, Debra Eubanks Baxley. The next Power South Board of Trustees Meeting will be held on Friday, October 27, 2023.

XIV. Next Board Meeting

The next regular Board Meeting is scheduled for Tuesday, November 28, 2023 at the Hartford office of the Cooperative. Committees will meet at 6:15 p. m. with the board meeting immediately following.

XV. Adjourn

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

Move: Debra Baxley Second: Randy Odom Status: Passed

XVI. Executive Session

Concluded the meeting in the regular meeting.
Executive session.



President

Secretary

SEAL