

MINUTES



**Wiregrass Electric Cooperative, Inc.
Board of Trustees
November Board Meeting
Tuesday, November 29, 2022, 8:40 pm - 9:30 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 November 29, 2022, at the Headquarters Office of the Cooperative in Geneva County, Alabama.

II. Invocation and Pledge of Allegiance

Invocation was given by Kip Justice and Debra 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 (none) and Hours Worked Report; the Approval of Minutes from October 25, 2022, Board of Trustees Meeting and to Vote on 186 persons who have requested membership in the Cooperative in October and who have complied with requirements of the By-Laws, and who are now receiving service. Vote off 165 members who have ceased to receive electric service in October, and who have requested to withdraw their membership.

Move: Debra Baxley Second: Donald Ray Wilks Status: Passed

B. Consider Appointment - Operation Round Up Board Member District 6

Trustee, David Winstead, relayed that the Executive Committee reviewed the recommendation by Mr. Kip Justice, Wiregrass Electric Board Member, to nominate Rachelle M Ford to step into the role of Operation Round Up Board Member for District 6 in lieu of the resignation of Susan Bailey. With a motion from the Executive Committee to approve the nomination, no second needed.

C. Consider Consensus - 2023 Youth Tour - Scholarships

Trustee, David Winstead, relayed that the Executive Committee reviewed the recommendation of management to award 10, individual, \$1,000 scholarships to total \$10,000.

The 10 students selected will participate in the Montgomery Youth Tour program and the Wiregrass Electric Youth Tour program. Third-party interviews will be held during the 2023 Wiregrass Electric Youth Tour program to select 2 individuals to attend the 2023 NRECA Youth Tour program in Washington, D.C.

These 2 individuals will be awarded an additional \$500 in scholarships.

With a motion from the Executive Committee to approve the nomination, no second needed. Motion passed.

VI. Report from Audit & Finance Committee

A. Consider Approval - Financial Management Plan

Trustee, Kip Justice, relayed that the Audit & Finance Committee brings a motion before the board, at the recommendation of management, for approval of Policy 301 - The Financial Management Plan.

No second needed. All in favor. Motion passed.

B. Consider Approval - Capital Budget 2023

Trustee, Kip Justice, relayed that the Audit & Finance Committee brings a motion before the board, at the recommendation of management, for approval of the 2023 Capital Budget.

No second needed. All in favor. Motion passed.

C. Consider Approval - 2022 Revenue Deferral

Trustee, Kip Justice, relayed that the Audit & Finance Committee brings a motion before the board, at the recommendation of management, for approval of a 2022 revenue deferral not to exceed \$1,500,000.00. No second needed. All in favor. Motion passed.

D. Consider Approval - Resolutions - Alabama One Bank Operating Accounts

Trustee, Kip Justice, relayed that the Finance & Audit Committee reviewed the recommendation by management to approve the following changes to the authorized signers on the bank accounts at Alabama One Credit Union.

As follows:

Remove signer, Kay Sullivan.

Add signer as Brad Kimbro.

Hereto attached as Exhibit "A" and Exhibit "B".

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

E. Consider Approval - Resolutions - Samson Banking Company Accounts

Trustee, Kip Justice, relayed that the Finance & Audit Committee reviewed the recommendation by management to approve the following changes to the authorized signers on the bank accounts at Samson Banking Company.

As follows:

Remove signer, Kay Sullivan.

Add signer as Brad Kimbro.

Hereto attached as Exhibit "C" and Exhibit "D".

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

F. Consider Approval - Resolutions - MidSouth Bank Accounts

Trustee, Kip Justice, relayed that the Finance & Audit Committee reviewed the recommendation by management to approve the following changes to the authorized signers on the bank accounts at MidSouth Banking.

As follows:

Remove signer, Kay Sullivan.

Add signer as Brad Kimbro.

Hereto attached as Exhibit "E" and Exhibit "F".

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

VII. Lisa LeNoir- Chief Financial Officer

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

Move: Debra Baxley Second: Kip Justice Status: Passed

VIII. Report from Corporate Planning and E&O Committee

A. Consider Approval - 2023 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 2023 Right-of-Way Clearance Resolution in the amount of \$1,351,088. No second needed. All in favor. Motion passed.

Resolution hereto attached as Exhibit "G".

IX. Brad Kimbro- Chief Operating Officer

Brad Kimbro, Chief Operating Officer, updated the Board on the Slocomb solar project for Geneva County and the potential of a solar project with PowerSouth. He discussed the maintenance issues with the parking lot at the WEC Hartford location. He reviewed the WEC Employee Day. He also updated the board on Operation Round Up.

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 29, 2022, 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 01, 2022.

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

Power South's Board of Trustees Meeting was held on Friday, October 28 and November 18, 2022; 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, December 16, 2022.

XIV. Next Board Meeting

The next regular Board Meeting is scheduled for Tuesday, December 20, 2022 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: Randy Odom Second: Danny McNeil Status: Passed



President

Secretary

SEAL