

## **MINUTES OF MEETING OF BOARD OF DIRECTORS OF TRINITY VALLEY ELECTRIC COOPERATIVE, INC.**

### **Recitation of Authority**

1. A regular meeting of the Board of Directors of Trinity Valley Electric Cooperative, Inc. was held at its Community Room situated in Athens, Texas, on March 22, 2022, at 1:00 p.m. pursuant to the call of the Chairman.

### **Notice**

2. Notice of the meeting was duly and timely given to each Director.

### **Quorum**

3. The Directors present in person at the meeting were Howard Tillison, Carolyn Minor, Jo Ann Hanstrom, Paul Weatherford, Jerry Priest, Ed Reeve, and Jack Endres.

### **Chairperson**

4. Howard Tillison, as Chairman, acted as Chairperson of the meeting and Jo Ann Hanstrom acted as Secretary of the meeting.

### **Invocation**

5. Ed Reeve delivered the invocation.

### **Minutes**

6. The minutes of the Board of Directors meeting held on February 22, 2022, were presented to those present and approved upon proper motion by Ed Reeve, second by Carolyn Minor and a vote of the board.

### **Presentations, Oral Reports and Introductions**

7. (a) Rayburn Annual Update – David Naylor with Rayburn Country
- (b) Safety Report – Chad Marshall
- (c) Control Issue– Donna Hindman – Personnel Files
- (d) Monthly Financials – Bobby White
- (e) General Manager/CEO Report – Jeff Lane

## **Executive Session**

8. Upon proper motion by Jo Ann Hanstrom, second by Carolyn Minor, the board voted to enter into executive session at 3:13 p.m. to consider and discuss legal matters and related activities. The board requested the following persons to participate in the executive session: General Manager/CEO, Tony Watson, Donna Hindman, Bobby White, and Legal Counsel. The following directors participated in the executive session: Howard Tillison, Carolyn Minor, Jo Ann Hanstrom, Paul Weatherford, Jerry Priest, Ed Reeve, and Jack Endres. The executive session adjourned at 4:01 p.m.

## **Open Session**

9. Upon proper motion by Jack Endres, second by Ed Reeve, the board voted to return to open session at 4:01 p.m.

## **Board Action Items**

10.(a) **Safety Report** – Upon proper motion by Jo Ann Hanstrom, second by Paul Weatherford, the board voted to approve the safety report for February 2022.

(b) **Retention of Calvetti Ferguson for 2022 Director Election** – Upon proper motion by Carolyn Minor, second by Ed Reeve, the board voted to retain Calvetti Ferguson as the Cooperative's independent board election vote tabulation firm for 2022.

(c) **Tool Substation Construction Contract** – Upon proper motion by Ed Reeve, second by Jo Ann Hanstrom, the board voted to authorize Jeff Lane as General Manager/CEO to sign the construction contract to build the new Tool Substation with Recon Company.

(d) **Addition of Construction Contractor –Sparks** – Upon proper motion by Jack Endres, second by Ed Reeve, the board voted to authorize Jeff Lane as General Manager/CEO to sign an overhead construction contract with Sparks Energy.

(e) **Capital Credit Estate Retirement** – Upon proper motion by Carolyn Minor, second by Paul Weatherford, the board voted to approve the Capital Credit Estate Retirement request for Barbara Edwards.

## **Next Board Meeting and Related Items**

11. The next board meeting is scheduled on April 26, 2022, in Kaufman, Texas.

## **Adjournment**

12. Upon proper motion by Jack Endres, second by Ed Reeve, the board voted to adjourn the meeting at 4:10 p.m.

Dated: March 22, 2022



Jo Ann Hanstrom, Secretary