

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 Kaufman, Texas, on April 26, 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 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 March 22, 2022, were presented to those present and approved upon proper motion by Ed Reeve, second by Paul Weatherford and a vote of the board.

Presentations, Oral Reports and Introductions

7. (a) Auditors Report – Kacey Gast
- (b) Safety Report – Chad Marshall
- (c) Control Issue – Chris Durden
- (d) Monthly Financials – Bobby White
- (e) General Manager/CEO Report – Jeff Lane

Executive Session

8. Upon proper motion by Paul Weatherford, second by Jo Ann Hanstrom, the board voted to enter into executive session at 3:46 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 3:52 p.m.

Open Session

9. Upon proper motion by Jo Ann Hanstrom, second by Ed Reeve, the board voted to return to open session at 3:52 p.m.

Board Action Items

10. (a) **Safety Report** – Upon proper motion by Jerry Priest, second by Jack Endres, the board voted to approve the safety report for March 2022.

(b) **General Liability Insurance** – Upon proper motion by Jo Ann Hanstrom, second by Carolyn Minor, the board voted to approve Option 2 for the Liability Insurance Renewal package for the policy year May 1, 2022 through April 30, 2023.

(c) **Election of Rayburn Director and Alternate Director** – Upon proper motion by Carolyn Minor, second by Paul Weatherford, the board voted to appoint Jeff Lane as Director and Howard Tillison as Alternate Director.

(d) **CFC Voting Delegate and Alternate** – Upon proper motion by Carolyn Minor, second by Jack Endres, the board voted to appoint Carolyn Minor as Delegate and Howard Tillison as Alternate Delegate.

(e) **Right of Way Clearing Contract** – Upon proper motion by Ed Reeve, second by Jack Endres, the board voted to approve the Right of Way Clearing Contract and authorize Jeff Lane as General Manager/CEO to execute the contract in question.

(f) **Subscription Agreement with Calpine** – Upon proper motion by Jo Ann Hanstrom, second by Jerry Priest, the board voted to approve the Subscription Agreement with Calpine.

Next Board Meeting and Related Items

11. The next board meeting is scheduled on May 24, 2022, in Kaufman, Texas.

Adjournment

12. Upon proper motion by Jack Endres, second by Carolyn Minor, the board voted to adjourn the meeting at 4:06 p.m.

Dated: April 26, 2022


Jo Ann Hanstrom, Secretary