

# **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 Board Room situated in Kaufman, Texas, on July 18, 2023, 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, Jeff 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. Jeff Lane delivered the invocation.

## **Minutes**

6. The minutes of the Board of Directors meeting held on June 27, 2023, were presented to those present and approved upon proper motion by Carolyn Minor, second by Jeff Priest and a vote of the board.

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

7. (a) Safety Report – Chad Marshall
- (b) Control Issue – Abacus software for expense reports – Bobby White
- (c) Monthly Financials – Bobby White
- (d) General Manager/CEO Report – Jeff Lane

## **Executive Session**

8. Upon proper motion by Jo Ann Hanstrom, second by Jack Endres, the board voted to enter into executive session at 2:17 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-Weaver, Bobby White, and Legal Counsel. The following directors participated in the executive session: Howard Tillison, Carolyn Minor, Jo Ann Hanstrom, Paul Weatherford, Jeff Priest, Ed Reeve, and Jack Endres. The executive session adjourned at 2:49 p.m.

### **Open Session**

9. Upon proper motion by Jo Ann Hanstrom, second by Paul Weatherford, the board voted to return to open session at 2:49 p.m.

### **Board Action Items**

10. (a) **Safety Report** – Upon proper motion by Paul Weatherford, second by Ed Reeve, the board voted to approve the safety report for June 2023.

(b) **Appoint 2023 Nominating Committee** – Upon proper motion by Carolyn Minor, second by Jo Ann Hanstrom, the board voted to designate the following cooperative members to serve on the 2023 Nominating Committee for election of directors and receive \$100 for participating:

- District 1 – Dave Bigley, Bonny Draper
- District 2 – Tommy Raymond, Mike Lee
- District 3 – Maxie Turner, Peggy Yancy
- District 4 – Derrick Hoelscher, Ralph Fortner
- District 5 – David Cadden, Ben B. Childress
- District 6 – James McGehee, Jennifer Burns
- District 7 – Jerry Kelley, Ronnie Payne

(c) **Right of Way Contract** – Upon proper motion by Ed Reeve, second by Jack Endres, the board voted to authorize Jeff Lane, General Manager/CEO, to execute a Right of Way Clearing contract with Tree Xperts Professional Service pending legal review and insurance requirements.

(d) **Policy Reviews & Revisions** – Upon proper motion by Paul Weatherford, second by Jeff Priest, the board voted to approve the following revisions to the noted Board Policies:

- i. Board Policy 502-3 – American with Disabilities
- ii. Board Policy 502-4 – Reasonable Accommodations for Pregnant Workers
- iii. Board Policy 509-1 – Vacation
- iv. Board Policy 515 – Individual Business Ethics
- v. Board Policy 516-1 – Health Insurance Portability & Accountability Compliance

vi. Board Policy 519-2 – Employee Expense Reimbursement

**Next Board Meeting and Related Items**

11. The next board meeting is scheduled on August 22, 2023, in Kaufman, Texas.

**Adjournment**

12. Upon proper motion by Jack Endres, second by Carolyn Minor, the board voted to adjourn the meeting at 2:57 p.m.

Dated: July 18, 2023

  
Jo Ann Hanstrom, Secretary

by Howard Tillison