

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 August 22, 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, Paul Weatherford, Jeff Priest, Ed Reeve, and Jack Endres. Jo Ann Hanstrom was not in attendance.

Chairperson

4. Howard Tillison, as Chairman, acted as Chairperson of the meeting and Carolyn Minor served as Acting Secretary of the meeting.

Invocation

5. Jeff Lane delivered the invocation.

Minutes

6. The minutes of the Board of Directors meeting held on July 18, 2023, were presented to those present and approved upon proper motion by Jack Endres, second by Jeff Priest and a vote of the board.

Presentations, Oral Reports, and Introductions

7. (a) Safety Report – Chad Marshall, Manager of Safety & Loss Control
- (b) Control Issue– Matthew Kulwicki, Manager of Member Services
- (c) Monthly Financials – Bobby White
- (d) General Manager/CEO Report – Jeff Lane

Executive Session

8. Upon proper motion by Paul Weatherford, second by Ed Reeve, the board voted to enter into executive session at 3:12 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, Donna Hindman-Weaver, Bobby White, and Legal Counsel. The following directors participated in the executive session: Howard Tillison, Carolyn Minor, Paul Weatherford, Jeff Priest, Ed Reeve, and Jack Endres. Jo Ann Hanstrom was not in attendance. The executive session adjourned at 3:49 p.m.

Open Session

9. Upon proper motion by Jack Endres, second by Jeff Priest, the board voted to return to open session at 3:51 p.m.

Board Action Items

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

(b) **Scholarships** – No action required. This was approved in the February 2023 board meeting.

(c) **Bank Resolution** – Upon proper motion by Jack Endres, second by Jeff Priest, the board voted to approve banking changes that add Shelly Williams as an authorized signer and remove Vivian Trout from the TVEC bank account.

(d) **Long Term Debt Subscriptions** – Upon proper motion by Jack Endres, second by Paul Weatherford, the board voted to approve the increase in long-term debt subscriptions in order that the cooperative may secure capital as required to maintain, operate, and improve cooperative infrastructure and facilities.

(e) **Capital Credit Estate Retirement** – Upon proper motion by Carolyn Minor, second by Jeff Priest, the board voted to approve the capital credit estate retirement regarding Dean Lindrop.

Next Board Meeting and Related Items

11. The next board meeting is scheduled on September 26, 2023, in Athens, Texas.

Adjournment

12. Upon proper motion by Jack Endres, second by Carolyn Minor, the board voted to adjourn the meeting at 3:56 p.m.

Dated: August 22, 2023

Carolyn Minor
Carolyn Minor, Acting Secretary