

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 October 24, 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 September 26, 2023, were presented to those present and approved upon proper motion by Jeff Priest, second by Ed Reeve and a vote of the board.

Presentations, Oral Reports, and Introductions

7. (a) Open Forum – N/A
- (b) Safety Report – Chad Marshall
- (c) Control Issue: Cybersecurity Employee Training and Statistics – Joe Drake
- (d) Monthly Financials – Bobby White
- (e) General Manager/CEO Report – Jeff Lane

Executive Session

8. Upon proper motion by Carolyn Minor, second by Jo Ann Hanstrom, the board voted to enter into executive session at 2:32 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 3:40 p.m.

Open Session

9. Upon proper motion by Ed Reeve, second by Jo Ann Hanstrom, the board voted to return to open session at 3:46 p.m.

Board Action Items

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

(b) **2024 Annual Meeting Date** – Upon proper motion by Jo Ann Hanstrom, second by Jeff Priest, the board voted to approve the date of October 10, 2024 for the 2024 Annual Membership Meeting at the Canton Civic Center.

(c) **Election of Board Officers** – The Board Chair elected to retain the same committees.

i. Board Chair - Upon proper motion by Jo Ann Hanstrom, second by Paul Weatherford, the board voted to designate Howard Tillison as Board Chair for the 2023-2024 term.

ii. Vice Chair - Upon proper motion by Paul Weatherford, second by Jeff Priest, the board voted to designate Carolyn Minor as Vice Chair for the 2023-2024 term.

iii. Secretary - Upon proper motion by Carolyn Minor, second by Jack Endres, the board voted to designate Jo Ann Hanstrom as Secretary for the 2023-2024 term.

(d) **2023 Capital Credit General Retirement** - Upon proper motion by Jack Endres, second by Ed Reeve, the board voted to approve capital credit retirement on behalf of current and former members of TVEC.

(e) **2023 Bad Debt Write Off** - Upon proper motion by Jack Endres, second by Carolyn Minor, the board voted to approve the write-off of remaining bad debts from the year 2022.

(f) **Capital Credit Estate Retirement** - Upon proper motion by Paul Weatherford, second by Jo Ann Hanstrom, the board voted to approve the capital credit estate retirement regarding Dorothy Zoeller.

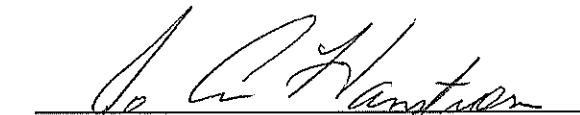
Next Board Meeting and Related Items

11. The next board meeting is scheduled on November 28, 2023, in Kaufman, Texas.

Adjournment

12. Upon proper motion by Jack Endres, second by Carolyn Minor, the board voted to adjourn the meeting at 4:16 p.m.

Dated: October 24, 2023


Jo Ann Hanstrom, Secretary