

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 May 23, 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. Carolyn Minor delivered the invocation.

Minutes

6. The minutes of the Board of Directors meeting held on April 25, 2023, were presented to those present and approved upon proper motion by Ed Reeve, second by Jeff Priest 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– Smith Driving System Training
- (d) Monthly Financials – Bobby White
- (e) General Manager/CEO Report – Jeff Lane

Executive Session

8. Upon proper motion by Ed Reeve, second by Jack Endres, the board voted to enter into executive session at 2:05 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, Jeff Priest, Ed Reeve, and Jack Endres. The executive session adjourned at 2:35 p.m.

Open Session

9. Upon proper motion by Jack Endres, second by Ed Reeve, the board voted to return to open session at 2:35 p.m.

Board Action Items

10. (a) **Safety Report** – Upon proper motion by Jo Ann Hanstrom, second by Ed Reeve, the board voted to approve the safety report for April 2023.

(b) **CFC Voting Delegate & Alternate** – Upon proper motion by Carolyn Minor, second by Jack Endres, the board voted to designate Ed Reeve as Delegate and Howard Tillison as Alternate for the upcoming 2023 CFC Forum to be held in Seattle, WA on June 19, 2023 at 10.30 a.m. (pt).

(c) **Retention of BSGM for Auditing Firm & 2023 Audit** – Upon proper motion by Jack Endres, second by Carolyn Minor, the board voted to approve the retention of Bolinger, Segars, Gilbert & Moss, LLP Certified Public Accountants as independent auditor for TVEC for the year ending December 31, 2023.

(d) **Pole & Underground Inspection Contract** – Upon proper motion by Paul Weatherford, second by Jo Ann Hanstrom, the board voted to authorize Jeff Lane to execute an agreement with Davey Resource Group, Inc to perform pole and underground inspection services.

(e) **Capital Credit Estate Retirement #1** – Upon proper motion by Carolyn Minor, second by Jack Endres, the board voted to approve Capital Credit Estate Retirement for Clarence Foster.

(f) **Capital Credit Estate Retirement #2** – Upon proper motion by Jack Endres, second by Jeff Priest, the board voted to approve Capital Credit Estate Retirement for Johnny Bizzell.

(g) **Capital Credit Estate Retirement #3** – Upon proper motion by Paul Weatherford, second by Jo Ann Hanstrom, the board voted to approve Capital Credit Estate Retirement for Randall Winston Patterson.

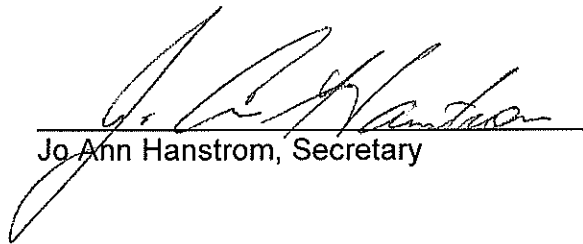
Next Board Meeting and Related Items

11. The next board meeting is scheduled on June 27, 2023 in Athens, Texas.

Adjournment

12. Upon proper motion by Jack Endres, second by Carolyn Minor, the board voted to adjourn the meeting at 2:45 p.m.

Dated: May 23, 2023



Jo Ann Hanstrom, Secretary