

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 Athens, Texas, on March 28, 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 February 28, 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) Safety Report – Chad Marshall
- (b) Control Issue – Shayde Harrison
- (c) Monthly Financials – Bobby White
- (d) General Manager/CEO Report – Jeff Lane
- (i). AIDash ROW program – Andrew Smith

Executive Session

8. Upon proper motion by Jo Ann Hanstrom, second by Ed Reeve, 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 2:25 p.m.

Open Session

9. Upon proper motion by Paul Weatherford, second by Jo Ann Hanstrom, the board voted to return to open session at 2:25 p.m.

Board Action Items

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

(b) **Bylaw Revision** – Upon proper motion by Carolyn Minor, second by Ed Reeve, the board voted to approve amending Bylaw Article II, Section 7 to allow online voting for Board of Director elections.

(c) **Board Resolution Authorizing Electronic Ballots** – Upon proper motion by Jack Endres, second by Ed Reeve, the board voted to approve electronic ballots to be used in the 2023 director elections.

(d) **2023 Board of Directors Election Service Provider** – Upon proper motion by Paul Weatherford, second by Jeff Priest, the board voted to approve the designation of Survey and Ballot Systems (SBS) as the Election Service Provider for the 2023 Board of Directors elections.

(e) **Pole Inspection Contract** – Upon proper motion by Carolyn Minor, second by Jo Ann Hanstrom, the board voted to approve authorization of the General Manger/CEO to execute an agreement with RMA Engineering to perform pole and underground inspection services.

(f) **Policy Review & Provisions** – Upon proper motion by Jack Endres, second by Ed Reeve, the board voted to approve the following:

- (i). Board Policy 509-2: Sick Leave
- (ii). Board Policy 509-3: Jury & Court Leave
- (iii). Board Policy 509-4: Military Leave
- (iv). Board Policy 509-6: Funeral Leave
- (v). Board Policy 510: Family Medical Leave

(vi). Board Policy 511: Safety

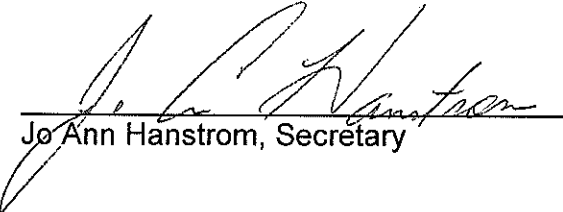
Next Board Meeting and Related Items

11. The next board meeting is scheduled on April 25, 2023, in Kaufman, Texas.

Adjournment

12. Upon proper motion by Jack Endres, second by Carolyn Minor, the board voted to adjourn the meeting at 2:47 p.m.

Dated: March 28, 2023


Jo Ann Hanstrom, Secretary