

## **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 corporate offices situated at 1800 Highway 243 East in Kaufman, Texas, on July 23, 2024, at 1:02 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. Those present constituted a quorum of the board.

### **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 25, 2024, 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  
(b) Control Issue – Service Order Task – Bobbi Byford and Matthew Kulwicki  
(c) Monthly Financials – Bobby White  
(d) General Manager/CEO Report – Jeff Lane
  - i. Generac generator pilot – Chris Walker

## **Executive Session**

8. Upon proper motion by Jo Ann Hanstrom, second by Ed Reeve, the board voted to enter into execution session at 2:17 p.m. to consider and discuss legal matters and related confidential activities. The board requested the following persons to participate in the execution session: Jeff Lane, Tony Watson, Bobby White, Donna Hindman-Weaver, Shavonne McLarty, and Legal Counsel, Carl Galant. The following directors participated in the executive session: Howard Tillison, Carolyn Minor, Jo Ann Hanstrom, Paul Weatherford, Ed Reeve, Jeff Priest, and Jack Endres. The executive session adjourned at 2:34 p.m.

## **Open Session**

9. Upon proper motion by Jack Endres, second by Jeff Priest, the board voted to return to open session at 2:34 p.m.

## **Board Action Items**

- 10.(a) Safety Report – Upon proper motion by Paul Weatherford, second by Jo Ann Hanstrom, the board voted to approve the safety report for June 2024.

(b) Appoint 2024 Nominating Committee – Upon proper motion by Jo Ann Hanstrom, second by Jack Endres, the board voted to designate the following cooperative members to serve on the 2024 Nominating Committee for election of directors and to pay such members \$100 for participating:

- *District 1 – Dave Bigley, Bonny Draper*
- *District 2 – Tommy Raymond, Charles Spencer*
- *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) Capital Credit Estate Retirement – Upon proper motion by Paul Weatherford, second by Carolyn Minor, the board voted to approve the capital credit retirement associated with the Estate of Robert Shulte.

(d) Subscription Agreement – Upon proper motion by Jack Endres, second by Ed Reeve, the board voted to authorize the General Manager/CEO to execute a Subscription Agreement with Rayburn Country Electric Cooperative for 21.87% of Rayburn's share of the proposed 430-megawatt gas-fired generation project located in Fairfield, Texas.

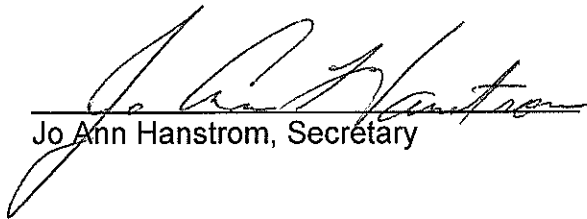
## **Next Board Meeting and Related Items**

11. The next board meeting is scheduled for August 27, 2024, in Kaufman, Texas.

**Adjournment**

12. Upon proper motion by Jack Endres, second by Jeff Priest, the board voted to adjourn the meeting at 2:41 p.m.

Dated: July 23, 2024

  
Jo Ann Hanstrom, Secretary