

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 the Community Room situated at 909 W. Larkin in Athens, Texas, on March 25, 2025, at 1:01 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. Those present constituted a quorum of the board.

Chairperson

4. Howard Tillison, as Chairman, acted as Chairperson of the meeting and Ed Reeve 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 25, 2025, were presented to those present and approved upon proper motion by Ed Reeve, second by Jeff Priest, and a vote of the board.

Executive Session

7. Upon proper motion by Paul Weatherford, second by Ed Reeve, the board voted to enter into executive session at 1:03 p.m. to consider and discuss legal matters and related confidential activities. The board requested the following to participate in the execution session: Jeff Lane, Tony Watson, Donna Hindman-Weaver, Shavonne McLarty, and Legal Counsel, Carl Galant. The following directors participated in the executive session: Howard Tillison, Carolyn Minor, Paul Weatherford, Ed Reeve, Jeff Priest, and Jack Endres. The executive session adjourned at 1:29 p.m.

Open Session

8. Upon proper motion by Carolyn Minor, second by Jack Endres, the board voted to return to open session at 1:29 p.m.

Board Action Items

9. (a) Board Vacancy – Upon proper motion by Ed Reeve, second by Jack Endres, the board voted to appoint Derek Hoelscher to fill the unexpired term of Jo Ann Hanstrom as Director of District 4, as recommended by the Director Search and Selection Committee.

Presentations, Oral Reports, and Introductions

10. (a) Safety Report – Chad Marshall
- (b) Control Issue – TVEC Podcasts – Don Johnson
- (c) Monthly Financials – Bobby White
- (d) General Manager/CEO Report – Jeff Lane

Board Action Items

11. (a) Safety Report – Upon proper motion by Ed Reeve, second by Jeff Priest, the board voted to approve the safety report for February 2025.
- (b) Capital Credit Estate Retirement – Upon proper motion by Carolyn Minor, second by Jack Endres, the board voted to approve the capital credit retirement associated with the Estate of Walter E. Cook.
- (c) 2025 Board of Directors Election Service Provider – Upon proper motion by Jack Endres, second by Paul Weatherford, the board voted to approve the designation of Survey and Ballot Systems (SBS) as the Election Service Provider for the 2025 Board of Director elections.
- (d) District Maps – Upon proper motion by Paul Weatherford, second by Ed Reeve, the board voted to accept the recommendation of the Governance Committee regarding Board District composition to more evenly distribute member counts amongst the director districts.
- (e) Tariff Modification – Upon proper motion by Carolyn Minor, second by Jeff Priest, the board voted to approve the modification of TVEC's Tariff for Electric Service for the addition of Rate Schedule 202.7 into tariff.
- (f) Building Project – Upon proper motion by Carolyn Minor, second by Jack Endres, the board voted to authorize the General Manager/CEO to execute an agreement with

Cooperative Building Solutions to provide a Master Site Plan and Design for the North campus of the Cooperative's headquarters.

(g) Booth MSA – Upon proper motion by Jack Endres, second by Jeff Priest, the board voted to authorize the General Manager/CEO to execute a Managed Services Agreement with Booth & Associates to perform supplemental engineering services as needed.

Next Board Meeting and Related Items

12. The next board meeting is scheduled for April 22, 2025, in Kaufman, Texas.

Adjournment

13. Upon proper motion by Jack Endres, second by Jeff Priest, the board voted to adjourn the meeting at 2:44 p.m.

Dated: March 25, 2025



Ed Reeve, Secretary