

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS
FOR NORTHCENTRAL ELECTRIC COOPERATIVE**

The May 27, 2020 meeting was held pursuant to the Bylaws. All Directors were present. Also present were Kevin Doddridge, CEO/General Manager, Attorney, James E. Woods, and Staff.

President Pat Woods called the meeting to order at 12:10 p.m.

Invocation was given by CEO/General Manager, Kevin Doddridge.

Listening Session: None.

Next, CEO/General Manager Doddridge asked to Table item "E" under New Business until next month. Motion by Director Morris Thompson to approve the May 27, 2020 Agenda with this change. Motion seconded by Director Jerry Nichols. Motion put to vote and passed.

Next, Motion by Director Julie Niblett to approve the April 2020 Board Minutes. Motion seconded by Director Jerry Nichols. Motion put to vote and passed.

Next, Motion by Director Morris Thompson, seconded by Director Tony Taylor, to approve new and terminated members for April 2020. Motion put to vote and passed.

Next, the Board reviewed financial reports for April 2020.

Next, Attorney's Report – Attorney Woods advised the Board that it is required by law to give 90 days prior notice of the Annual Meeting. Motion by Director Jerry Nichols, seconded by Director Morris Thompson to let the newsletter, Today in Mississippi, which is distributed to every member, serve as the 90-day notice of the upcoming Annual Meeting. Motion put to vote and passed.

STAFF REPORTS:

- A. Next, Staff and CEO/General Manager Doddridge gave updates on their departments, but no action was taken.

OLD BUSINESS:

- A. Precautions continue around the office regarding COVID-19 such as sneeze shields are up in customer service and the cashier areas, daily temperature scans of employees continue and staggering crew schedules.
- B. All NRECA in person Regional Meetings for 2020 have been cancelled. The Annual Meeting of the Electrical Cooperatives of Mississippi in Biloxi has been cancelled with the commitment to return in 2022.

NEW BUSINESS:

- A. Motion by Director Tony Taylor and seconded by Director Don Dickerson to approve the amended FMLA policy. Motion put to vote and passed.
- B. Motion by Director Morris Thompson and seconded by Director Phil Lachaussee to keep the \$1.97 million payroll protection plan loan/grant. Motion put to vote and passed
- C. Motion by Director Phil Lachaussee, seconded by Director Jerry Nichols to approve the purchase of a control house for \$314,765 from Birmingham Control Systems. Motion put to vote and passed.
- D. Motion by Director Jerry Nichols and seconded by Director Morris Thompson to approve the purchase of 11-25 kV breakers through Yoder Sales for \$206,700 and 3-161 kV breakers through Siemens for \$187,280. Motion put to vote and passed.
- E. Motion by Director Don Dickerson and seconded by Director Phil Lachaussee to approve the recommendation made by the Audit Committee to have Williams, Pitts &

Beard conduct the annual audit for \$18,500, prepare the financial statements for \$2,500 and complete the 990-tax return for \$2,000. Motion put to vote and passed.

F. No action was taken on the Broadband Affiliate Resolution at this time.

G. Motion by Director Julie Niblett, seconded by Director Tony Taylor to appoint Director Joan Childress, Director Don Dickerson, Director Ricky Jones, Director Phil Lachaussee, Director Julie Niblett, Director Jerry Nichols, Director Tony Taylor, Director Morris Thompson and Director Pat Woods as Directors on the Board of Northcentral Connect. Motion put to vote and passed.

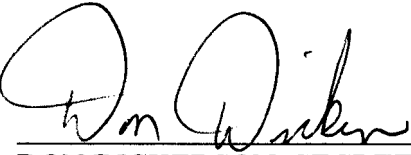
ITEMS OF MUTUAL CONCERN:

CEO/General Manager Kevin Doddridge presented Director Tony Taylor with his Board Leadership Certificate from October 2019 and his Director Gold Credential Certificate from February 2020.

Chairman declared no further business, Motion by Director Jerry Nichols and seconded by Director Morris Thompson to adjourn. Motion put to vote and passed. The Chairman declared the meeting adjourned.



PAT WOODS, PRESIDENT



DON DICKERSON, SECRETARY

AGENDA

BOARD OF DIRECTORS REGULAR MEETING

May 27, 2020

12:00 NOON

- 1) Call to order by President
- 2) Invocation
- 3) Listening Session (if needed)
- *4) Approve Agenda of May 2020 Board Meeting
- *5) Approve Minutes of April 2020 Board Meeting
- *6) Approve New and Terminated Members
- 7) Review April 2020 Financial Statements
- 8) Attorneys Report
- 9) Staff Reports
 - A. Marketing and Business Development
 - B. Engineering/Operations Report
 - C. Line Construction Report
 - D. Safety Report
 - E. Administrative Report
 - F. Manager's Report
- 10) Old Business
 - A. COVID-19
 - B. NRECA Conferences and Training
- 11) New Business:
 - * A. FMLA Policy Amendment
 - * B. Payroll Protection Plan Loan/Grant
 - * C. Equipment Purchase
 - * D. Recommendation of Audit Committee
 - * E. Broadband Affiliate Resolution
 - * F. Policy for Access to Broadband Feasibility Study
 - * G. Appoint Northcentral Connect Board of Directors
- 12) Items of Mutual Concern

Northcentral Electric Cooperative

Policy Number 40-001A (Amendment)

Emergency Family and Medical Leave Expansion Act and Emergency Paid Sick Leave Act

I. Purpose

The purpose of this policy is to comply with the Families First Coronavirus Response Act and to assist employees affected by the COVID-19 outbreak with job-protected leave and emergency paid sick leave. This policy will be in affect from April 1, 2020, until December 31, 2020. Northcentral Electric's existing FMLA policy 40-001 remains effective an applies to all other reasons for family and medical leave not covered in this policy.

II. Expanded Family and Medical Leave

1. Employee Eligibility

All Employees who have been employed with Northcentral Electric for at least 30 days are eligible for the Expanded Family and Medical Leave.

2. Reason for Leave

Expanded Family and Medical Leave is provided to eligible employees who are unable to work (or telework) due to a need to care for their child when the school or place of care has been closed, or the regular childcare provider is unavailable due to a public health emergency with respect to COVID-19.

3. Definitions

- a) "Son or Daughter" means a biological, adopted, or foster child, a stepchild, a legal ward, or a child of a person to loco parentis, who is under 18 years of age; or 18 years of age or older and incapable of self-care because of a mental or physical disability.
- b) "Childcare Provider" means a provider who receives compensation for providing childcare services on a regular basis, including:
 - a center-based childcare provider
 - a group home childcare provider
 - a family childcare provider (one individual who provides childcare services for fewer than 24 hours per day, as the sole caregiver, and in a private residence)
 - other licensed provider of childcare services for compensation
 - a childcare provider that is 18 years of age or older who provides childcare services to children who are either the grandchild, great grandchild, sibling (if such provider lives in

a separate residence), niece, or nephew of such provider, at the direction of the parent.

- “School” means an elementary or secondary school

4. Duration of Leave

Employees will have up to 12 weeks of leave to use from April 2, 2020, through December 31, 2020, for the purposes stated above. This time is included in and not in addition to the total FMLA leave entitlement of 12 weeks in a 12-month period.

5. Pay During Leave

The first 10 days of leave will be unpaid; however, employees may use any accrued paid vacation or sick leave, as applicable, during this time. The employee may also elect to use the paid leave provided under the Emergency Paid Sick Leave Act, as further explained below. After the first 10 days, leave will be paid at two-thirds of an employee’s regular rate of pay for the number of hours the employee would otherwise be scheduled to work. The employee may elect to use accrued vacation or sick leave, as applicable, for the remaining one-third of their regular rate. Any unused portion of this leave will not carry over to 2021.

6. Employee Status and Benefits During Leave

While an employee is on leave, Northcentral Electric will continue the employee’s health benefits during the leave period at the same level and under the same conditions as if the employee had continued to work.

7. Employee Procedure for Requesting Leave

All employees requesting FMLA leave must provide written notice, where possible, of the need for leave to Human Resources as soon as practicable. Verbal notice will otherwise be accepted until written notice can be provided. Within five business days after the employee has provided this notice, HR will complete and provide the employee with any Department of Labor (DOL) required notices

The notice the employee provides should include a brief statement as to the reason for leave, and if possible, the expected duration.

8. Employee Status After Leave

Generally, an employee who takes FMLA leave will be able to return to the same position or a position with equivalent status, pay, benefits and other employment terms.

III. Emergency Paid Sick Leave

1. Employee Eligibility

All full-time and part-time employees unable to work (or telework) due to one of the following reason for leave:

- a) The employee is subject to a federal, state or local quarantine or isolation order related to COVID-19.
- b) The employee has been advised by a health care provider to self-quarantine due to concerns related to COVID-19.
- c) The employee is experiencing symptoms of COVID-19 and seeking a medical diagnosis.
- d) The employee is caring for an individual who is subject to either (a) or (b) above.
- e) The employee is caring for his or her child if the school or place of childcare has been closed, or the childcare provider of such child is unavailable, due to COVID-19 precautions.
- f) The employee is experiencing any other substantially similar condition specified by the secretary of health and human services in consultation with the secretary of the treasury and secretary of labor.

2. Definitions

- a) "Child" means biological, adopted, or foster child, a stepchild, a legal ward, or a child of a person standing in loco parentis, who is under 18 years of age; or 18 years of age or older and incapable of self-care because of a mental or physical disability.

3. Amount of Paid Sick Leave

All eligible full-time employees will have up to 80 hours of paid sick leave to use for a qualifying reason above. Eligible part-time employees are entitled to the number of hours worked, on average, over a two-week period.

4. Rate of Pay

Paid emergency sick leave will be paid at the employee's regular rate of pay, or minimum wage, whichever is greater, for leave taken for reasons (a), (b), (c) above. Employees taking leave for reasons (e), (f) and (g) will be compensated at two-thirds their regular rate of pay, or minimum wage, whichever is greater. Employees may elect to use accrued vacation or sick leave for the remaining one-third of their regular rate of pay.

5. Interaction with Other Leave

The employee may use emergency paid sick leave under this policy before using any other accrued paid time off for the qualifying reasons stated above.

Employees on expanded FMLA leave under this policy may use emergency paid sick leave for the first 10 days of normally unpaid FMLA leave.

6. Procedures for Requesting Emergency Paid Sick Leave

Employees must notify their manager or HR of the need and specific reason for leave under this policy. A form will be provided to all employees to use for notifications. Verbal notification will be accepted until practicable written notice is provided.

7. Carryover

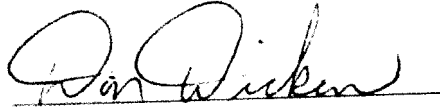
Paid emergency sick leave under this policy will not be provided beyond December 31, 2020. Any unused paid sick leave will not carry over to the next year or be paid out to employees.

8. Job Protections

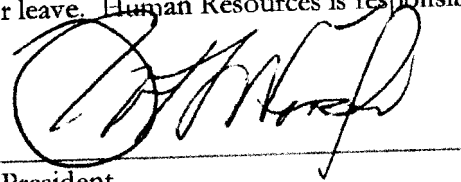
No employee who appropriately utilizes emergency paid sick leave under this policy will be discharged, disciplined or discriminated against for work time missed due to this leave.

IV. Policy Responsibility

An employee is responsible for notifying the supervisor or Human Resources for the need of leave under this policy. Supervisors are responsible for notifying Human Resources of the employee's request for leave. Human Resources is responsible for administration of this policy.



Secretary



President

Revised 5/27/20