

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

The January 24, 2024, meeting was held pursuant to the Bylaws. Directors Pat Woods, Don Dickerson, Phil Lachaussee, Jerry Nichols, Morris Thompson, Ricky Jones, and Julie Niblett were present. Also present were Kevin Doddridge, CEO/General Manager, Attorney James E. Woods, Attorney Chris Latimer, and Staff.

President Pat Woods determined a quorum was present and called the meeting to order at noon.

CEO/General Manager Kevin Doddridge gave the invocation, observing a moment of silence in the passing of Director Kim Gordon.

Director Julie Niblett moved to approve the January 24, 2024 Agenda, seconded by Director Jerry Nichols, and passed unanimously.

CEO/General Manager Doddridge introduced Attorney Chris Latimer with Mitchell McNutt as successor to James E. Woods.

LISTENING SESSION: None.

Director Morris Thompson moved to approve the November 2023, December 2023, and January 2023 Special Board Minutes, seconded by Phil Lachaussee, and passed unanimously.

Director Don Dickerson moved, seconded by Director Jerry Nichols, to approve new and terminated members for November and December 2023. The Board unanimously approved.

The Board reviewed the financial reports for December 2023 and approved by acclamation

ATTORNEY REPORT: Attorney Woods thanked the Directors and Staff for the opportunity to serve Northcentral and for working with him over the past fifty years.

Director Tony Taylor joined the meeting.

Staff members gave reports to the Board related to: marketing and business development, engineering and operations, line construction, safety, administration, and management. The Board received the updates with no action taken.

NEW BUSINESS:

Director Jerry Nichols moved, seconded by Director Tony Taylor, to declare a Board vacancy in region seven due to Director Kimberly Gordon's passing. The Board unanimously approved.

Director Phil Lachaussee moved, seconded by Director Tony Taylor, to purchase a Chevrolet Silverado truck for \$50,222.50 from All Star Chevrolet. The Board unanimously approved.

Director Tony Taylor moved, seconded by Director Morris Thompson, to recess until the Retirement Reception for Attorney Woods at 3 p.m. The Board unanimously approved.

President Pat Woods reconvened the Board of Directors at 3:35 p.m.

CEO/General Manager Doddridge read a Resolution in honor of Attorney Jimmy Woods. Director Phil Lachaussee moved, seconded by Director Tony Taylor, to adopt the Resolution. The Board unanimously approved.

President Woods declared no further business. Director Phil Lachaussee moved, seconded by Director Jerry Nichols, to adjourn. The Board unanimously approved. President Woods declared the meeting adjourned.

Jerry Nichols
PAT WOODS, PRESIDENT
Jerry Nichols, Vice President

Don Dickerson
DON DICKERSON, SECRETARY

AGENDA

BOARD OF DIRECTORS REGULAR MEETING

January 24, 2024

Noon

- 1) Call to order by President
- 2) Invocation
- *3) Approval of Agenda
- 4) Listening Session (if needed)
- *5) Approve Minutes of Previous Board Meetings
- *6) Approve New and Terminated Members
- 7) Review Financial Reports
- 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) New Business:
 - *A. Vehicle Purchase
- 11) Items of Mutual Concern

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**RESOLUTION OF THE BOARD OF DIRECTORS OF NORTHCENTRAL ELECTRIC
COOPERATIVE EXPRESSING APPRECIATION FOR JAMES E. WOODS ON 50
YEARS OF SERVICE**

WHEREAS, on January 23, 1974 Northcentral Mississippi Electric Power Association retained the firm of Walker, Franks, Rone, Bridgforth, and Woods to represent the cooperative, and

WHEREAS, the minutes of the meeting indicate that James E. Woods would attend the monthly meetings of the Board on behalf of the firm as attorney for Northcentral, and

WHEREAS, in 1974 Northcentral had annual revenue of \$1.8 million, 26 employees, and 5,800 member accounts of which 1,500 were farms, and

WHEREAS, 50 years later, during the tenure of Mr. Woods as attorney, Northcentral has grown exponentially, with annual revenue of \$145 million, 120 employees, and 35,000 members, including substantial commercial and industrial services, and

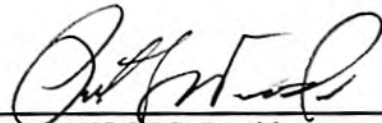
WHEREAS, Mr. Woods has represented Northcentral through periods of oil embargo; national political and financial crisis; periods of war, peace, and energy volatility; multiple changes in local, state, and federal leadership; and an ever-changing technological landscape, and

WHEREAS, with a steady hand, unquestioned integrity, a keen sense of humor, and a conviction to serve the greater public good, Mr. Woods has wisely counseled Northcentral over parts of 6 decades, from a community dotted with dairy farms to one served by Northcentral Connect high-speed fiber.

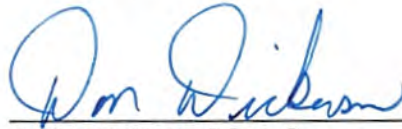
NOW THEREFORE, be it resolved by the Board of Directors of Northcentral Electric Cooperative as follows:

1. *That the Board extends its deep appreciation to James E. Woods for 50 years of dedicated service to Northcentral.*
2. *That the Board congratulates Mr. Woods on his retirement as Board attorney for Northcentral.*

RESOLVED this 24th day of January, 2024.



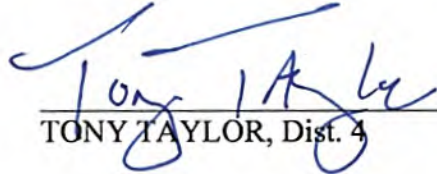
PAT WOODS, President



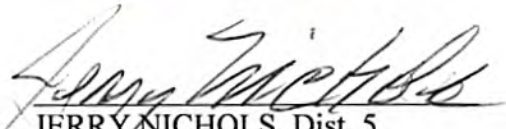
DON DICKERSON, Secretary



PHIL LACHAUSSEE, Dist. 3



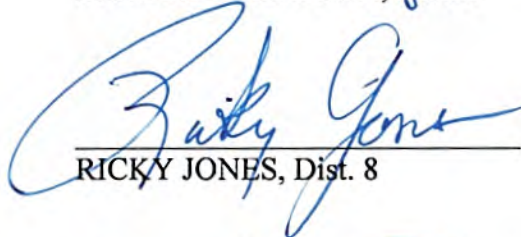
TONY TAYLOR, Dist. 4



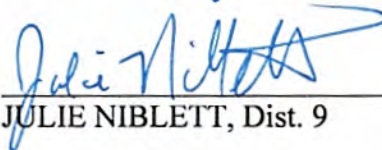
JERRY NICHOLS, Dist. 5



MORRIS THOMPSON, Dist. 6



RICKY JONES, Dist. 8



JULIE NIBLETT, Dist. 9