

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS FOR
NORTHCENTRAL MISSISSIPPI ELECTRIC POWER ASSOCIATION**

The January 26, 2022, 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 12:20 p.m.

Invocation was given by Mark Nichols.

Next, Motion by Director Julie Niblett to approve the January 2022 Agenda. Motion seconded by Director Joan Childress. Motion put to vote and passed.

LISTENING SESSION: None.

Next, Motion by Director Morris Thompson to approve the November 2021, December 2021, and the January 2022 Special Board Minutes. Motion seconded by Director Tony Taylor. Motion put to vote and passed.

Next, Motion by Director Don Dickerson, seconded by Director Tony Taylor, to approve new and terminated members for November and December 2021. Motion put to vote and passed.

Next, the Board reviewed financial reports for December 2021.

Next, Attorney's Report – Attorney Woods reported working on collections.

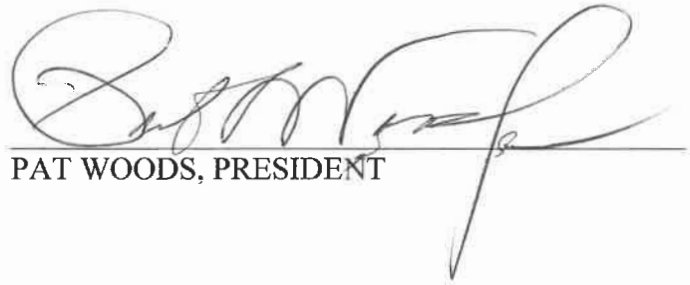
Next, Staff gave updates on their department, but no action was taken.

NEW BUSINESS:

- A. Motion by Director Jerry Nichols and seconded by Director Tony Taylor to approve the purchase of a 2022 Ford Expedition for \$60,830, a 2022 Chevy Traverse for \$36,390, a 2022 Ford Explorer for \$36,254 and a Terex LT40 aerial device on a Dodge 3500 for \$124,169. Motion put to vote and passed.
- B. Next, Motion by Director Don Dickerson and seconded by Director Jerry Nichols to approve the disposal of a Ford tractor, bush hog, Ditch Witch trencher and a GVWR trailer. Motion put to vote and passed.
- C. Next, Motion by Director Tony Taylor and seconded by Director Morris Thompson to approve 5 days for the NRECA Power Xchange 2022. Motion put to vote and passed.
- D. Next, Motion by Director Jerry Nichols and seconded by Director Tony Taylor to approve the payment of the proposed \$35,000 for the Fiscal Year 2021 Audit and for Manager Doddridge to negotiate the remaining balance. Motion put to vote and passed.
- E. Next, Motion by Director Tony Taylor and seconded by Director Joan Childress to approve moving the next Board Meeting to February 16, 2022. Motion put to vote and passed.
- F. Next matter on the Agenda, to approve 2, 30-year purchase power agreements for Marshall, LLC and Burch, LLC. These are 2 proposed large scale solar projects in Marshall County. The owner of Marhsall and Burch LLC is Silicon Ranch, a provider of large-scale solar power. Motion by Director Phil Lachaussee and seconded by Director Morris Thompson to approve the purchase agreement of Burch, LLC. Motion put to vote and passed.
- G. Next, Pat L. Woods, Director, has granted unto Silicon Ranch an option to purchase land for use by Marshall, LLC. Therefore, to avoid any conflict questions about the approval vote, Director Woods recused himself from the meeting and Vice President Jerry Nichols became Chairman of the meeting. Director Woods left the meeting and did not return until the purchase power agreement with Marshall, LLC was approved by the Board. Motion by Director Don Dickerson and seconded by Director Julie Niblett to approve the purchase power agreement, Marshall LLC.

Motion put to vote and passed. Next, Director Pat L. Woods returned to the meeting.

Chairman declared no further business on Motion by Director Jerry Nichols and seconded by Director Morris Thompson, the Chairman declared the meeting adjourned.



PAT WOODS, PRESIDENT



DON DICKERSON, SECRETARY

AGENDA

BOARD OF DIRECTORS REGULAR MEETING

February 16, 2022

Noon

- 1) Call to order by President
- 2) Invocation
- *3) Approve Agenda
- 4) Listening Session
- *5) Present and Approve 990 Tax Return
- *6) Approve Minutes of Previous Board Meeting
- 7) Review Financial Reports
- *8) Approve New and Terminated Members
- 9) Attorneys Report
- 10) 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
- 11) New Business:
 - *A. Approve Fiber Construction Contracts
 - *B. Approve Loan to Northcentral Connect
 - C. Ardagh Billing Error
 - D. New CPA Firm
- 12) Items of Mutual concern