

## MINUTES OF MEETING OF DECEMBER 27, 2022

The regular meeting of the Board of Directors of Southwest Tennessee Electric Membership Corporation was held in the office of the Cooperative in Brownsville, Tennessee, on Tuesday, December 27, 2022, at 8:00 A.M.

All the Directors were present. Also present were Kevin Murphy and Anna Jackson.

Robert Kendrick, Chairman, presided over the meeting.

Anna Jackson kept the minutes of the meeting.

Greg Jones led the room in prayer via audio recording and Kevin Murphy led the Pledge of Allegiance.

The meeting began with a motion by Robert Kendrick, seconded by Allan Ferguson, to adopt the agenda.

Executive Session began at 8:10 A.M. and ended at 8:30 A.M.

The Board then voted on the new attorney. Upon motion by David McDaniel, seconded by Marilyn Means, the Board approved to vote between the two candidates, Shawn Lillie and Joshua Shearon. With a 6:4 vote, Shawn Lillie will be the new Board attorney.

Next, Kevin Murphy presented the Board with a resolution for Mr. Pat Mann and congratulated him on his 40 years of service as the STEMC Board Attorney. The resolution is as follows:

**WHEREAS** Patrick H. Mann, Jr. was hired as attorney for Southwest Tennessee Electric Membership Corporation on March 30, 1982, and has served continuously in such capacity since that time; and

**WHEREAS** Patrick H. Mann, Jr. last meeting as attorney ended December 27, 2022, when he retired; and

**WHEREAS** Patrick H. Mann, Jr. has served diligently and faithfully, and his wisdom will be greatly missed.

**NOW, THEREFORE, BE IT RESOLVED**, by the Board of Directors on behalf of the Board and membership of the Cooperative that such bodies express deep and lasting appreciation to Patrick H. Mann, Jr. for his forty years of devoted service to Southwest Tennessee Electric Membership Corporation and to the cause of rural electrification.

**BE IT FURTHER RESOLVED** that a copy of this resolution be spread upon the minutes of the Board of Directors and that a copy be furnished to Patrick H. Mann, Jr.

Next, Kevin Murphy discussed the Union negotiations with the Board. He discussed the offer that was made to the Union that was declined and explained that it will be next year before they come to an agreement.

Murphy also spoke with the Board about the 2023 board meeting calendar. As of now, there is only one date that needs to be changed. Upon motion by Audrey Blue, seconded by David Kinney, the February meeting will be moved to Friday, February 24, 2023.

The Board next discussed the Consent Agenda and upon motion of Tim Hanks, seconded by Jackie Butler, the November minutes were approved, the January write-offs in the amount of \$5,781.57 were approved, and the vendor payment list and the comparative statement were reviewed and discussed. The President reported a negative margin of (\$176,253.73).

There being no further business to come before the Board, and upon motion by Jackie Butler, seconded by Tim Hanks, the meeting was duly and regularly adjourned.

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Secretary-Treasurer

APPROVED:

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Chairman