

## MINUTES OF MEETING OF OCTOBER 28, 2025

The regular meeting of the Board of Directors of Southwest Tennessee Electric Membership Corporation was held at the office of the Cooperative in Brownsville, Tennessee, on Tuesday, October 28, 2025, at 8:00 A.M.

All the Directors were present. Also present were Clint Malone, Matt Wood, Scott Sims, Alex Moyers, Michelle Killen, and Shawn Lillie.

David McDaniel, Vice-Chairman, presided over the meeting.

Alex Moyers and Michelle Killen kept the minutes of the meeting.

Clint Malone led the room in prayer and David McDaniel led the Pledge of Allegiance.

The meeting began with a motion to adopt the agenda. Upon motion by David Kinney, seconded by Tim Hanks, the meeting agenda was adopted.

Clint Malone discussed governance by showing a short video provided by NRECA.

Next, Matt Wood presented STEMCO's audit report. The OMB compliance supplement hasn't been issued, so he presented a draft instead of a "final". No numbers will change and there were no internal control issues found. Scott Sims explained the Cash Flow Statement. Upon motion by Teri Robinson, seconded by Audrey Blue, the Audit was accepted.

Sims also discussed whether STEMCO should raise or lower deposit rates on interest. After surveying banks deposit rates, and upon motion by Teri Robinson, seconded by David Kinney, the Board chose to keep the rate at 0.375%.

McDaniel discussed the Bylaw Board Member Qualification Survey Summary specifically pertaining to past employees. Directors discussed putting in a 3-year rule for past employees in the bylaws. This discussion is to be continued.

The Board next discussed the Consent Agenda and upon motion of Tim Hanks, seconded by Audrey Blue, the September 30<sup>th</sup> minutes were approved, the November write-

offs in the amount of \$2,877.51 were approved, and the vendor payment list and the comparative statement were reviewed and discussed.

The President's Report was discussed. This included a financial summary, current events, company news, outage reports, etc. IBEW union negotiations are coming up in November. The Inaugural Power Up Picnic was held at the Mid-South Youth Camp. STEMC employees hosted bingo at senior living facilities across our service territory for Co-op Day of Service.

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

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Secretary-Treasurer

APPROVED:

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Chairman