

MINUTES OF MEETING OF SEPTEMBER 30, 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, September 30, 2025, at 8:20 A.M.

All the Directors were present. Also present were Clint Malone, Shawn Lillie, and Anna Jackson.

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

Anna Jackson 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 Tim Hanks, seconded by Audrey Blue, the meeting agenda was adopted.

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

Next, the Board seat for TECA is open due to Robert Kendrick's departure off of STEMC's Board. A representative from STEMC could fill this seat until November 2026. Upon motion by David Kinney, seconded by Brad Franks, the Board nominated Teri Robinson for TECA's Board of Directors.

An update to the Resolution for the Selection of Banks was needed since the chairman changed to David McDaniel. Upon motion by Marilyn Means, seconded by Teri Robinson, the resolution was approved.

Malone discussed a new policy number formatting that will be utilized as the policies are reviewed. This will distinguish which policies are member policies versus company policies. Upon motion by Tim Hanks, seconded by Scott McCaskill, the new format was approved.

Policy CP-AD-006-03 Smoke Free Workplace is being amended. This amendment will add Electronic Nicotine Delivery Systems (vapes) to the policy along with enforcing designated smoking areas in each district. Upon motion by David Kinney, seconded by Marilyn Means, the policy will be updated.

McDaniel led a discussion on a policy potentially becoming a bylaw regarding the number of past employees allowed on the Board of Directors. This discussion was tabled until next meeting.

The Board next discussed the Consent Agenda and upon motion of Tim Hanks, seconded by Teri Robinson, the August 22nd minutes were approved, the October write-offs in the amount of \$3,339.82 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. STEMC has decided to participate in TVA's Smart Thermostat Program. Southwest Members Care awarded Birth Choice grant money for furniture at their Jackson location along with Gilt Edge Fire Department to enhance their water rescue capabilities.

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

Secretary-Treasurer

APPROVED:

Chairman