

MINUTES OF MEETING OF APRIL 28, 2026

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, April 28, 2026, at 8:00 A.M.

All the Directors were present. Also present were Clint Malone, Scott Sims, Anna Friedman, and Shawn Lillie.

David McDaniel, Chairman, presided over the meeting.

Anna Friedman 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 Scott David Kinney, the meeting agenda was adopted.

1. The Board reviewed governance principles via a short informational video provided by NRECA.
2. Scott Sims presented a financial review for March 2026.
3. Scott Sims also presented Form 990 for STEMC and SMC. Upon motion by Marilyn Means, seconded by Teri Robinson, both 990's were approved to submit to the IRS.
4. The Board reviewed the TPDC Guarantor's Certificate of Resolutions and Incumbency for a line of credit from CFC. Upon motion by Teri Robinson, seconded by Brad Franks, the resolution was approved.
5. Clint Malone requested Board approval to eliminate Policy 2-2 Railroad Crossing Contract from the policy manual. Upon motion by Audrey Blue, seconded by David Kinney, the Board agreed to eliminate the policy.
6. The Board discussed a member comment regarding suggestions for improved member participation practices in board meetings.

7. The Policy Committee reported on its ongoing review of existing STEMC policies.
8. The Bylaw Committee reported on its ongoing review of existing STEMC bylaws and their future plans.
9. The President's Report included current events and safety, financial, and reliability performance.
10. The Consent Agenda was approved upon motion by Tim Hanks, seconded by Scott McCaskill.
11. Andy Kalicak, Cooperative Building Solutions, entered the meeting to discuss part 1 of the Facility Planning Study.

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

Secretary-Treasurer

APPROVED:

Chairman