

A&N Electric Cooperative
Board of Directors Meeting Minutes
February 22, 2024

A regular meeting of the Board of Directors of A & N Electric Cooperative was held Thursday, February 22, 2024, at 1:00 pm at ANEC Headquarters in Tasley, VA.

The meeting was called to order by Chairman Nottingham, followed by the invocation by Director Holland.

Present: Chairman Addison W. Nottingham, Directors: Chris D. Bott, S. Keith Colonna, Ralph W. Dodd, E. Garrison Drummond, Gregory L. Duncan, Mark A. Hickman, Penney P. Holland, and W.E. "Ted" Shockley. Attorney Cody Murphey and Staff, CEO Butch Williamson, Shawn Hildebrand, Todd Bireley, Roger Blizzard, Joe Cataldo, Jay Diem, Robie Marsh, Dana Penney, and Bette Cornell.

Also, present was John Cheatham of Adams, Jenkins & Cheatham Accounting Firm,

John Cheatham (Adams, Jenkins & Cheatham) gave a presentation on the 2023 Audit. Mr. Cheatham reviewed all parts of the 2023 Audit and noted A & N has an efficient accounting staff. Mr. Williamson thank Shawn Hildebrand and his staff for doing a great job in assisting with the audit.

The board will continue to review the audit findings and place the matter to discuss if needed and acceptance at the March Regular Board meeting.

Minutes of the Regular Meeting of the Board of Directors held on January 25, 2024, were presented.

Motion was made by Director Drummond to approve the minutes as presented, seconded by Director Holland. Upon the motion, the minutes were approved.

Resolution Consent Agenda

The Consent Agenda, which included Memberships, January Safety Report, the January Income Statement and Balance Sheet, December and January Financial Reports, Outages, Accounts Receivables/Arrears Update, Member Services Report, Investment & Funding Analysis, 2023 Workplan Update, Information Technology Report, 4th Quarter Member Satisfaction Full Report, and 4th Quarter Member Satisfaction Survey Comments were provided.

Motion was made by Director Shockley to approve the Consent Agenda, seconded by Director Hickman. Upon the motion, the Consent Agenda was approved. The motion was adopted after debate.

January Operating Reports

The January 2024 Financials and Operating Reports were presented by Shawn Hildebrand.

The Operations, Construction and Engineering Report was presented by Joe Cataldo.

Human Resources Report

There was no Human Resources Report presented.

Administrative Updates

Shawn Hildebrand presented the 2023 KPI Update, which included the achieved initiatives and targeted payout. The staff recommendation of funding the KPI at the full 5.60% payout.

Motion to approve the Staff Recommendation of the 5.60% KPI Payout was made by Director Shockley and seconded by Director Hickman. The motion was adopted after debate.

Shawn Hildebrand reviewed the 4th Quarter Member Satisfaction Summary that showed the ACSI Satisfaction and Retention Scores. ANEC's overall ACSI Overall Satisfaction score was 87.

Shawn Hildebrand reviewed the Regional Rate Comparison chart that list comparisons with neighboring utilities.

Shawn Hildebrand reviewed information on Projects Update which included Revenue Neutral Access Charge Change and the RUS Loan Application.

Committee Reports

The Members Helping Members statement was made available for review. Mr. Williamson discussed applying the 2024 CO-Banks Sharing Success funds on another project or with another non-profit organization in the community.

Legal Report

There was no Legal Report presented.

ODEC Report

Director Drummond presented an ODEC report.

VMDAEC Report

There was no VMDAEC report presented.

President’s Report

Mr. Williamson reported that Legislation is still in session. He mentioned the Senate and House Bills that A&N had some concerns with, have been amended and are more favorable. Mr. Williamson also reported that he met with the Shore’s legislative delegation to discuss our issues.

Mr. Williamson also reminded the board about the upcoming meetings and A&N’s Arbor Day/Member Appreciation Day, which will take place April 27th 9am – 1pm here at our office.

Old Business

There was no Old Business.

New Business

Attorney Cody Murphey reviewed proposed changes to Section 4.3 and Section 5.9 of the Bylaws. The issue is the two provisions conflict with each other. Mr. Murphey shared the suggested revision for the Board to review for consideration at the next Board meeting.

Other Business

The 2024 Nominating Committee member names were presented to the Board for the acceptance.

Motion to accept the 2024 Nominating Committee members was made by Director Drummond and seconded by Director Bott. The motion was adopted after debate.

Executive Session

The Board entered executive session at 3:28 pm.

The Board came out of Executive Session at 4:16 pm.

There being no further business in the regular board meeting, the Board adjourned at 4:16 pm.

The next Board meeting is scheduled for March 28, 2024, at 1:00 pm.

Assistant Secretary

APPROVED:

APPROVED:

Addison W. Nottingham, Chairman

Ralph W. Dodd, Secretary