

REGULAR MEETING OF THE BOARD OF DIRECTORS

MINUTES – SEPTEMBER 27, 2023

A regular meeting of the Board of Directors of A & N Electric Cooperative was held Thursday, September 27, 2023 at 8:00 a.m. at ANEC in Tasley, VA.

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

Present: Chairman Addison W. Nottingham, Directors: S. Keith Colonna, Ralph W. Dodd, E. Garrison Drummond, Gregory L. Duncan, Mark A. Hickman, Penney P. Holland and W.E. “Ted” Shockley. Director Chris D. Bott attended via Zoom. Also present was Attorney Cody Murphey, CEO Butch Williamson, Shawn Hildebrand, Todd Bireley, Roger Blizzard, Joe Cataldo, Jay Diem and Bette Cornell.

Minutes of the Regular Meeting of the Board of Directors held on August 24, 2023, were presented.

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

Resolution Consent Agenda

The Consent Agenda, which included Memberships, August Safety Report, the August Income Statement and Balance Sheet, August Financial Report, Outages, Accounts Receivables/Arrears Update, Member Services Report, Facilities Update, Investment & Funding Analysis, 2023 Workplan Update, Information Technology Report, Engineering Workload for July, were provided.

Motion was made by Director Holland to approve the Consent Agenda, seconded by Director Drummond. Upon the motion, the Consent Agenda was approved.

August Operating Reports

The August 2023 Financials and Operating Reports were presented by Shawn Hildebrand.

The Engineering Report was presented by Todd Bireley.

The Operations/Construction Report was presented by Joe Cataldo.

Roger Blizzard gave a Human Resources Report on LDR & Safety Training. Mr. Williamson announced that the office will be closed during the afternoon on October 4, 2023 for the Safety Stand Down Day.

Administrative Updates

Mr. Williamson noted that the ANEC 990 Form has been uploaded to the CTO for the Board to review. This will be filed by mid November 2023.

A presentation on the 2024-2028 Construction Work Plan and RUS loan application process was presented by Shawn Hildebrand, Joe Cataldo and Todd Bireley.

Committee Reports

- Chairman Nottingham reported information from the Members Helping Members Committee meeting that was held on September 14, 2023.
- Director Dodd reported the policies that were presented at the committee meeting on July 20, 2023. The Board approved the policies as recommended by the committee apart from the new policy, ANEC Censure of Director(s) policy, to be reviewed for amendment at the next Bylaw/Policy Committee meeting in November.

Legal Report

Attorney Cody Murphey reported that the State Corporation Commission, by order dated September 18, 2023, approved the affiliate arrangements between the Cooperative and its affiliate, A & N Innovative Solutions, Inc.

ODEC Report

Director Drummond presented an ODEC Report.

VMDAEC Report

There was no report presented. Mr. Williamson noted the upcoming VMDAEC GA Committee and Board Budget meeting in October which he will be attending.

President's Report

Mr. Williamson provided an update on the upcoming dates of events and meetings.

Old Business

The revised Access Charge Resolution was made available to the Board for review. After a brief discussion, a motion was made to rescind the Access Charge Resolution approved by the Board on August 24, 2023 and accept the revised Access Charge Resolution.

A motion was made by Director Colonna to approve the revised Access Charge Resolution to be administratively filed with the State Corporation Commission, seconded by Director Duncan. Upon the motion, the revised Resolution was approved.

New Business

There was no New Business.

Other Business

There was no Other Business.

Executive Session

The Board entered executive session at 10:32 am.

After coming out of Executive Session at 10:55 am, and there being no further business in the regular board meeting, the meeting was adjourned at 10:55 am.

The next board meeting is scheduled for October 26, 2023, at 1:00 pm.

Assistant Secretary

APPROVED:

Secretary

APPROVED:

Chairman