



Tri-County Electric Board of Director Meeting
5:00 pm January 16, 2025 – Aledo, Texas



Minutes

1. Call to Order and Determination of a Quorum – Chairman Miller

The following directors were present: Jarrett Armstrong, Steve Harris, Kevin Ingle, Margaret Koprek, David Manning, David Miller, Sommer Portwood, Max Waddell and Timmy Yeary

Also present: Scott Spence, President and CEO, Andrea McCleese, Vice-President, Engagement and Solutions and Jeff Grable, Jackson Walker, LLP

2. Consent Agenda

- a. Disposition of TCEC Board Meeting Minutes of 12-19-24
- b. Disposition of TCEC Board Meeting Minutes of 12-19-24 Member Only
- c. Approval of Director's Expenses – December 2024
- d. Approval of CEO Expenses
- e. Approval of Board Attorney Invoices
- f. Approval of Estate Requests

The board voted to approve the consent agenda.

3. TCEC Board Director Election Timeline, Election Policy & Bylaw updates (vote requested)

- a. Removal of employee-produced candidate videos

The board voted to approve the removal of employee-produced candidate videos.

- b. Removal of employee-produced board biographies on TCEC website

The board voted to approve the removal of employee-produced board biographies on the TCEC website.

- c. Removal of board written biographies to be published on TCEC website

The board voted to allow board written biographies to be published on the TCEC website.

- d. Director Election Voting

The board voted to approve the change from at large member voting to voting by Director district in Director elections.

- e. Number of Required Signatures for Director Election Petition

The board voted to approve the current number of Member signatures required for a Director election petition: 25 signatures for nomination by committee or 50 signatures for nomination by petition.



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- f. Number of Candidates that may be nominated by the Nomination and Qualification Committee

The board voted to approve the number of candidates that may be nominated by the Nomination and Qualification Committee: up to 3, including the incumbent, if applicable.

- g. The board voted to approve the TCEC Board Director Election Timeline, Election Policy & Bylaw updates with the aforementioned edits and to be informed by the Nomination and Qualification Committee of all candidate nominations.

4. Distributed Generation Accounts with Grandfathered Rate: (vote requested)

The board voted to allow an extension of the distributed generation grandfathered rate to Members with the grandfathered account status from March 1, 2034 to March 1, 2044.

5. Future TCEC Board Meetings: Accessibility & Transparency (vote requested)

The board voted to table the discussion of future TCEC Board Meetings: Whether virtual, live or video delayed for TCEC Board of Directors meetings.

6. Minutes for TCEC Director Votes: *by name or by number* (vote requested)

The board voted to approve the existing formatting of Minutes for TCEC Director votes on Member facing minutes to include no names or numbers and for internal minutes to include both names and numbers.

7. Executive Session – 7:39 p.m.

The board voted to adjourn the meeting at 9:53 p.m.