

MINUTES OF THE BOARD OF DIRECTORS OF JEFFERSON ENERGY COOPERATIVE

December 23, 2024

CALL TO ORDER

The Board of Directors of Jefferson Energy Cooperative met at the Headquarters in Wrens on Monday, December 23, 2024, at 9:00 a.m. The following Directors were present:

Rhonda L. Daigs
Mark D. Davis
Tim Garrett
James L. Gay
Larry W. Hadden

Ophelia J. McCain
Derek Partridge
Tommy Phelps
Joe Shurley

Also attending the meeting were James T. Jones, Attorney; Wayne A. Gossage, President & CEO; Kenny Johnson, Vice President of Line Services; Kim Sharpe, Vice President of Corporate Services; Miranda Youngblood, Vice President of Energy Services; Geoff Potter, Vice President of Information Services; and Martha Scott, Executive Assistant.

ACTION ON AGENDA

The Agenda for the December 23, 2024 Board meeting was sent to the Board prior to the meeting. A motion was made and seconded to approve the Agenda. The motion was approved.

ACTION ON MINUTES

A copy of the minutes of the regular Board Meeting held on November 27, 2024 were sent to the Board members for review prior to the meeting. A motion was made and seconded to approve the minutes. There was no additional discussion. The motion was approved.

EXECUTIVE SESSION

Executive Session was called to order at 9:00 a.m. The Executive Session ended at 10:12 a.m. and General Session was called to order.

APPROVAL OF AGENDA ITEMS 5-6

A motion was made and seconded to accept Agenda Items 5-6, Old Business and Informational Reports, as information. All questions were answered to the satisfaction of the Directors. The motion was approved.

GEMC REPORT

Wayne Gossage reported on the upcoming GEMC day at the Capitol with legislators, scheduled for February 2025.

NRECA REPORT

Wayne Gossage reported on the latest developments regarding the House's FEMA Loan Interest Relief Act. He also updated the board on NRECA President Jim Matheson's letter to President Trump.

The following Voting Delegates were updated:

2025 NRECA Voting Delegates

A motion was made and seconded to appoint Derek Partridge as Voting Delegate and Wayne Gossage as the Alternate. The motion was approved.

2025 NRTC Voting Delegates

A motion was made and seconded to appoint Ophelia McCain as Voting Delegate and Rhonda Daigs as the Alternate. The motion was approved.

2025 Federated Voting Delegates

A motion was made and seconded to appoint Rhonda Daigs as Voting Delegate and Derek Partridge as the Alternate. The motion was approved.

2025 CRC Voting Delegates

A motion was made and seconded to appoint Tiffany Davis as Voting Delegate and Miranda Youngblood as the Alternate. The motion was approved.

POWER SUPPLY

OPC, GTC, GSOC

Joe Shurley reported that the next OPC, GTC, GSOC Member Representative meeting will be the Annual Meeting held in March. He provided updates from the last meeting.

Wayne Gossage reported on several legislative issues that OPC expects to face for the 2025 session.

Georgia Energy Cooperative (GEC)

Ophelia McCain reported that GEC is in good financial standing. Wayne Gossage reported that 2025 forecasted GEC power costs are in line with what previous estimates.

Green Power

Wayne Gossage reported that the Ailey Solar Project, a partnership between Green Power EMC and Silicon Ranch, is expected to remain on schedule for full operations later this month.

COMMITTEE MEETINGS

On behalf of the Executive Committee, Chairman Hadden recommended the following:

Acceptance of the following documents as information:

- Director and CEO Expense Reports dated May 1, 2024 through November 30, 2024;

Approval of CEO 2025 Appraisal and Salary;

After discussion, the recommendations as presented by Chairman Hadden were approved.

On behalf of the Executive Committee, Mark Davis recommended the following:

That no changes be made to Directors' current Per Diem and Compensation levels;

Approval of Policy 207-Director Compensation (fees), Expenses, Benefits as presented;

After discussion, the recommendations as presented by Mr. Davis were approved.

VICE PRESIDENTS' REPORTS

Energy Services Report

The Directors reviewed the Energy Services Report prepared by Ms. Youngblood. Questions were asked to the satisfaction of the board.

Line Services Report

The Directors reviewed the Line Services Report prepared by Mr. Johnson. Mr. Johnson gave Pike construction updates.

Corporate Services Report

The Directors reviewed the Corporate Services Report prepared by Ms. Sharpe. Ms. Sharpe gave Hurricane Helene and loan updates.

Information Services Report

The Directors reviewed the Information Services Report prepared by Mr. Potter.

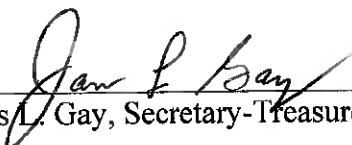
PRESIDENT & CEO REPORT

Martha Scott provided meeting updates and reminders.

NEXT MEETING

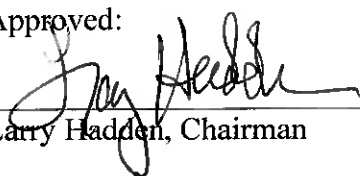
The next regular meeting of the Board of Directors is scheduled for Wednesday, January 29, 2025, at 9:00 a.m.

There being no further business, the meeting was adjourned at 11 a.m.


James L. Gay, Secretary-Treasurer

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Approved:



Larry Hadden, Chairman