

# **MINUTES OF THE BOARD OF DIRECTORS OF JEFFERSON ENERGY COOPERATIVE**

December 19, 2025

## **CALL TO ORDER**

The Board of Directors of Jefferson Energy Cooperative met at the Headquarters in Wrens on Friday, December 19, 2025, at 9:30 a.m. The following Directors were present:

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

Randy Johnson  
Ophelia McCain  
Derek Partridge  
Tommy Phelps

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; Cameron Marchant, Manager of Engineering Services; and Martha Scott, Executive Assistant.

Mr. Larry Hadden opened the meeting with prayer.

## **ACTION ON AGENDA**

The Agenda for the December 19, 2025 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 26, 2025 and the Special Board Meeting held November 13, 2025, were sent to the Board members for review prior to the meeting. A motion was made and seconded to approve the minutes for each meeting as presented. The motion was approved.

### **EXECUTIVE SESSION**

Executive Session was called to order at 9:35 a.m. and ended at 10:45 a.m. General Session was then called to order.

### **OLD BUSINESS**

There were no items to discuss at this time.

### **INFORMATIONAL REPORTS**

A motion was made and seconded to accept these reports as information. All questions were answered to the satisfaction of the Directors. The motion was approved.

### **GEMC REPORT**

Mr. Gossage provided pole attachment case updates.

### **NRECA REPORT**

Mr. Partridge reported on permitting, processing, transmission, and broadband projects. He reported that the NRECA PowerXchange meeting will be held in Nashville, Tennessee March 8, 2026 - March 11, 2026.

### **POWER SUPPLY REPORTS**

#### **OPC, GTC, GSOC**

Mr. Gossage provided an update on GTC's transmission projects. Cameron Marchant discussed GTC's process for evaluating large loads. Mr. Gossage also reported on the Scherer Unit 2 lease options, biomass costs, and reserve margins.

#### **Georgia Energy Cooperative (GEC)**

Mr. Davis reported the GEC Committee meeting was held December 5, 2025 and the GEC board meeting was held December 12, 2025. He reported that

excess margins will be transferred to Advances from Members and not returned directly to the members at this time.

### **COMMITTEE MEETINGS**

On behalf of the Executive Committee meeting held December 11, 2025, Chairman Hadden recommended the following:

- (a) Acceptance of the following documents as information:
  - Director and CEO Expense Reports dated June 1, 2025 through November 30, 2025;
  
- (b) Approval of the revisions to the following Member Policies as presented:
  - Policy 111 - Resale of Power
  - Policy 112 – Notification of Planned Service Interruption
  - Policy 113 – Material Sales
  - Policy 114 – Line Clearance For Oversize Load Moves
  - Policy 115 – Relocation of Facilities
  - Policy 116 – Tampering with JEC Equipment
  - Policy 117 – Disconnection of Service
  - Policy 118 – Line Extensions
  - Policy 119 – Capital Credit Retirements
  - Policy 120 – Penalty for Late Payment of Power Bill
  - Policy 121 – New Meter Connects and Reconnects after Normal Working Hours and on Weekends
  - Policy 122 – Member Access to Cooperative Information
  - Policy 123 – Protection of Members’ Personal Information
  - Policy 124 – Distributed Generation Policy
  
- (c) Approval of the revisions to the following Personnel Policies as presented:
  - Policy 315 – Office Attire and Uniforms
  - Policy 339 – Timekeeping
  - Policy 428 – Sending of Flowers
  - Policy 431 – Use of Tobacco Products
  
- (d) Approval of the Homestead Deferred Comp Amendments for the Directors and Employees 457(b) plans as presented.

(e) No changes be made to Policy 207 regarding the current rate of directors' per diems or compensation at this time.

(f) Approval of the 2026 CEO appraisal and salary as presented.

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

### **VICE PRESIDENTS' REPORTS**

#### **Energy Services Report**

The Directors reviewed the Energy Services Report prepared by Ms. Youngblood.

#### **Line Services Report**

The Directors reviewed the Line Services Report prepared by Mr. Johnson. He also provided post construction updates. Cameron Marchant provided estimated time of restoration (ETOR) updates.

#### **Corporate Services Report**

The Directors reviewed the Corporate Services Report prepared by Ms. Sharpe. Ms. Sharpe notified the Board that the third and final payment on Jefferson Energy's Category B Storm Restoration project from GEMA was received and applied to the CFC Emergency Line of Credit.

#### **Information Services Report**

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

### **PRESIDENT & CEO REPORT**

Mr. Johnson provided the Hurricane Helene After-Action Report on behalf of Mr. Gossage.

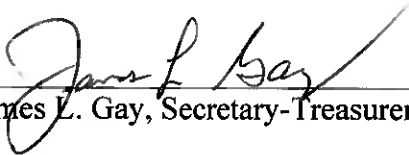
### **NEXT MEETING**

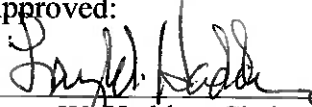
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There being no further business, the meeting was adjourned at 12:15 p.m.

  
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James L. Gay, Secretary-Treasurer

Approved:  
  
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Larry W. Hadden, Chairman