



Tri-County Electric Board of Director Meeting
4:00 pm November 13, 2025 – Azle, Texas



Minutes

The following Directors were present: Margaret Koprek, Sommer Portwood, Don Lambert, Robin Corder and David Manning. Non-Board members present: Scott Spence, President and CEO.

1. Consent Agenda
 - a) Approval of TCEC Board Meeting Minutes of 10-2-25
 - b) Approval of TCEC Board Meeting Minutes of 10-2-25 Member Only
 - c) Approval of Director's Expenses – October 2025
 - d) Approval of CEO Expenses
 - e) Approval of Board Attorney Invoices
 - f) Approval of Estate Requests
 - g) Approval of Credentials and Election Committee

District 1: Jeffery Bass
District 2: Richard Farry
District 3: Ryan Miller
District 4: Edward Daugherty
District 5: Chrystal Bravo
District 6: John Starr
District 7: Rannell Scott
District 8: Jason Fulgham
District 9: William Mullins

Margaret Koprek made a motion to approve the Consent Agenda; Robin Corder seconded the motion. Vote: Motion carried four votes to none.

2. Cyber Security Training: "Human Firewall: Think Before Clicking"
Board Members observed a training video on Cyber Security.
3. 2026 Budget: Future-Focused, Fear-Free Finances
President and CEO presented on the proposed 2026 budget.

**Margaret Koprek made a motion to approve the 2026 budget as presented and refinance the line of credit. Don Lambert seconded the motion.
Vote: 4 to 1 motion carries.**

4. Special Election Update:
 - a. Bylaws Benchmarking
 - b. Nomination & Election Committee Feedback
 - c. Next Steps
 - d. Updated Timeline

President and CEO presented on proposed bylaw update.

Margaret Koprek made a motion to approve proposed bylaw update as presented. Don Lambert seconded the motion.



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Vote: Unanimous motion carries

5. Executive Session (The Board may include industry professionals to assist with topics involving current or future litigation, competitive purchasing opportunities, or specific personnel updates)

IRS Form 990 Distribution – November Board Minutes

The Board of Directors received and reviewed the Cooperative's draft IRS Form 990 (Return of Organization Exempt From Income Tax) for the calendar year ending December 31, 2024. Distribution of the draft return to all directors satisfies the requirement of Part VI, Section B, line 11a of Form 990 ("provided a complete copy ... to all members of its governing body before filing"). The Board further acknowledges that including the return in the October board packet and noting this fact in the minutes documents the review process required under line 11b. Directors were reminded that no formal vote of approval is required; however, all were invited to direct any questions to the President & CEO prior to the November filing deadline.

6. Adjournment