

WIREGRASS ELECTRIC COOPERATIVE, INC.

Regular Meeting of the Board of Trustees

A regular meeting of the Board of Trustees of Wiregrass Electric Cooperative, Inc. was held at 6:15 p.m. on September 27, 2011, at the Hartford office of the Cooperative in Geneva County, Alabama. A copy of the agenda is attached hereto as **Exhibit "A."**

The meeting was called to order by President Donald Ray Wilks.

The Invocation was given by Donna Parrish.

Debra Baxley led the Pledge of Allegiance.

The following Trustees were reported present: Debra E. Baxley, Donald Ray Wilks, Nolan Laird, Greg McCullough, Danny McNeil, Donna Parrish, John Clark, Tracy Reeder and Kip Justice.

Business of the Membership was discussed.

Chief Executive Officer, Mike McWaters, shared a couple letters of thanks including: The Geneva County Leadership Workshop for FFA officers for goodie bags donated; The Family of Charlie Lee Miller for the donation to the NRA in memory of Mr. Miller who is the brother to WEC employee, LaRita Creech; The Wallace Community College Foundation for the donation in memory of Mayor James E. Grimes of Elba.

The Consent Agenda was unanimously approved following a motion by Greg McCullough and a second by Debra Baxley. Items on the Consent Agenda included the minutes of the August 23, 2011, Board Meeting and the Membership List, which was to vote on 225 persons and vote off 246 members in the month of August.

CEO, Mike McWaters, presented the three year Right-Of-Way clearance bid submitted by current contractor, Providence Tree Service. Providence was awarded the 2009-2011 clearance bid for Wiregrass, and the Engineering and Operations Department states the company has done an excellent job. Nolan Laird made a motion we accept the three-year bid from Providence, and Danny McNeil seconded. All were in favor.

Nolan Laird made a motion to appoint CEO, Mike McWaters, as the CFC Region III Voting Delegate. Greg McCullough seconded, and all agreed.

RUS Forms 219's for January through June of 2011, totaling \$1,988,348.40 were reviewed and unanimously approved, after a motion and second by Debra Baxley and John Clark, respectively.

The Trustees then reviewed the petitions submitted for the Board of Trustee races in Districts three (3), six (6) and nine (9.) Petitions were only submitted by the incumbent Trustees, John Clark, Kip Justice and Nolan Laird, so no election will be held in conjunction with the Cooperative's Annual Meeting on October 14, 2011.

Financial and Operating Reports for the month of August were presented by CEO Mike McWaters and CFO Les Moreland. A motion by Donna Parrish and a second by John Clark unanimously carried to approve the Statement of Operations for August.

Attorney, Ed Price, then made his report to the Board of Trustees.

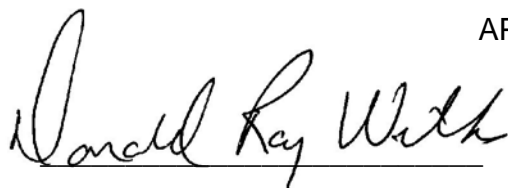
CEO, Mike McWaters, then made his report to the Board of Trustees.

The PowerSouth Board Meeting was held on August 26, 2011.

There being no further business, the meeting adjourned upon unanimous approval of a motion by Tracy Reeder and a second by Nolan Laird

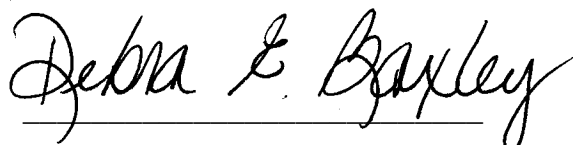
The next regularly scheduled Board Meeting is set for October 25, 2011, at 6:15 p.m. at the Hartford office of the Cooperative.

A Special Board Meeting is scheduled for the day of Annual Meeting, October 14, 2011, following the Business Meeting at 10:30 a.m.



President

APPROVED:



Secretary