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**KEMPER COUNTY UTILITY DISTRICT  
REGULAR MEETING OF THE BOARD OF COMMISSIONERS  
Wednesday, November 15, 2023, 8:00 a.m.**

**MINUTES**

The regular meeting of the Kemper County Utility District ("KCUD" or the "District") was held on November 15, 2023, at 8:00 a.m., at 14062 Highway 16 West, Dekalb, MS 39328.

Chairman Granger declared a quorum present and called the meeting to order. Present were the following Commissioners: James Granger, Susan Morgan, Bill Wilkerson, and Dr. Scott Alsobrooks (telephonically). Commissioner Bobby McDade was absent. Also present were Secretary Ike Kiefer, legal counsel Kacey Bailey, and EMEPA representative Bryce Nester.

Granger opened the meeting with prayer.

**Agenda.** The agenda for the meeting was presented. Motion was made by Morgan and duly seconded by Granger to approve and confirm the agenda as presented. After discussion, the agenda was approved and passed by unanimous vote. Voting yea: Granger, Morgan, Wilkerson, and Alsobrooks. Voting Nay: None.

**Minutes.** The minutes of the September 20, 2023, regular meeting were presented. Motion was made by Morgan and duly seconded by Wilkerson to approve the September 20, 2023, minutes as presented. After discussion, the September 20, 2023, minutes were approved and passed by unanimous vote. Voting yea: Granger, Morgan, Wilkerson, and Alsobrooks. Voting Nay: None.

The minutes of the October 18, 2023, regular meeting were presented. Motion was made by Morgan and duly seconded by Granger to approve the October 18, 2023, minutes as presented. After discussion, the October 18, 2023, minutes were approved and passed by unanimous vote. Voting yea: Granger, Morgan, Wilkerson, and Alsobrooks. Voting Nay: None.

**New Business.**

The Board discussed the regular meeting schedule of the District. Motion was made by Alsobrooks, duly seconded by Wilkerson, to hold regular meetings of the District on the third Wednesday of each month at 8:00 a.m., at 14062 Highway 16 West, Dekalb, MS 39328. After discussion, the motion and resolution passed by unanimous vote to hold regular meetings of the District on the third Wednesday of each month at 8:00 a.m., at 14062 Highway 16 West, Dekalb, MS 39328. Notice of such meetings would be posted to the public.

**RESOLVED**, that the Kemper County Utility District shall hold its regular meetings on the third Wednesday of each month at 8:00 a.m., at 14062 Highway 16 West, Dekalb, MS 39328.

The Board discussed the draft Bylaws that had been circulated prior to the meeting. Motion was made by Morgan, seconded by Wilkerson, to approve the Bylaws in the form and substance

attached hereto as **Exhibit "A"**. After discussion, said Bylaws were approved and passed by unanimous vote. Voting yea: Granger, Morgan, Wilkerson, and Alsobrooks. Voting Nay: None.

**RESOLVED**, the Bylaws of the Kemper County Utility District shall be and are reflected in the attached Exhibit "A" to these minutes.

Kiefer presented the W9 form for the Board's review, which is attached hereto as **Exhibit "B"**. Motion was made by Morgan, seconded by Wilkerson, to approve the W9 form as presented and for Granger to sign on behalf of the District. After discussion, said W9 form was approved and passed by unanimous vote. Voting yea: Granger, Morgan, Wilkerson, and Alsobrooks. Voting Nay: None.

Kiefer discussed and resigned as Secretary of the District in view of the agenda item to approve his services as a consultant for the District to provide administrative support, consistent with the enabling legislation. Morgan moved to appoint Wilkerson as Secretary, which was duly seconded by Granger. After discussion, the motion for Wilkerson to serve as Secretary was passed and adopted by the Board of Commissioners. Voting yea: Granger, Morgan, Wilkerson, and Alsobrooks. Voting Nay: None.

**RESOLVED**, that Bill Wilkerson shall serve as Secretary of the Kemper County Utility District.

The Board discussed the need to clarify and adopt a resolution to assign responsibilities with respect to the bank account at Commercial Bank, given the change in officers, as follows:

1. Opening and closing bank accounts, depositing funds, withdrawing funds, signing for loans and other contracts, accessing safe deposit boxes:  
Chairman James Granger, Sr.;  
Vice Chairman Susan Morgan; and  
Treasurer Bobby McDade.
2. Drafting checks:  
Secretary Bill Wilkerson and/or Todd "Ike" Kiefer
3. Signing checks (all checks require two (2) signatures)  
Chairman James Granger, Sr.;  
Vice Chairman Susan Morgan; and  
Treasurer Bobby McDade.
4. Courier transfer of funds and banking documents:  
Chairman James Granger, Sr.;  
Vice Chairman Susan Morgan;  
Treasurer Bobby McDade; and  
Secretary Bill Wilkerson and/or Todd "Ike" Kiefer.

Wilkerson moved for the adoption and passage of the aforesaid resolution. Granger seconded the motion, whereupon said Resolution was discussed, passed, and adopted by the Board of Commissioners. Voting yea: Granger, Morgan, Wilkerson, and Alsobrooks. Voting Nay: None.

**RESOLVED**, the following persons shall have authority to performed the listed responsibilities on behalf of the District:

1. Opening and closing bank accounts, depositing funds, withdrawing funds, signing for loans and other contracts, accessing safe deposit boxes:  
Chairman James Granger, Sr.;

- Vice Chairman Susan Morgan; and  
Treasurer Bobby McDade.
2. Drafting checks:  
Secretary Bill Wilkerson and/or Todd "Ike" Kiefer
  3. Signing checks (all checks require two (2) signatures)  
Chairman James Granger, Sr.;  
Vice Chairman Susan Morgan; and  
Treasurer Bobby McDade.
  4. Courier transfer of funds and banking documents:  
Chairman James Granger, Sr.;  
Vice Chairman Susan Morgan;  
Treasurer Bobby McDade; and  
Secretary Bill Wilkerson and/or Todd "Ike" Kiefer.

**RESOLVED**, that the Chairman shall sign any separate resolution, if necessary, on behalf of the District.

Morgan reported that the balance of the account at Commercial Bank was \$8,400.00 as of November 6, 2023.

Kiefer reported that the meeting with Kipling Water is planned for November 28, 2023. Wilkerson and Kiefer will attend.

Granger provided a written letter resignation as Chairman and Commissioner of the District effective following the adjournment of the November regular meeting. The letter is attached to these minutes as **Exhibit "C"**. Commissioners expressed their gratitude for Granger's contributions, support, and leadership to the District and to Kemper County over his many years of faithful service.

#### **Ongoing Business.**

Kiefer reported on the status of the TVA Reimbursable Agreement and the District's request for payment of \$10,670.05 from appropriate County funds.

#### **Claims Docket.**

The Board reviewed and discussed the quote from Commercial Insurance Agency in the amount of \$5,511.00. Upon motion by Wilkerson, seconded by Morgan, and after discussion, said expense was unanimously approved. Voting yea: Granger, Morgan, Wilkerson, and Alsobrooks. Voting Nay: None.

The Board reviewed and discussed the invoice from Glover, Young, Hammack, Walton & Simmons, PLLC in the amount of \$480.00 for legal services. Upon motion by Wilkerson, seconded by Granger, and after discussion, said expense was unanimously approved. Voting yea: Granger, Morgan, Wilkerson, and Alsobrooks. Voting Nay: None.

The Board reviewed and considered the Contract Services Agreement proposed by Kiefer between the District and Todd "Ike" Kiefer dba Empirical Energy for administrative consulting services to the District and its Officers, which is attached hereto as **Exhibit "D"**. Finding that Empirical Energy has administrative and technical experience with utilities and past experience supporting the efforts of the Natural Gas District and the District and that the proposed services are with the type of professional and consulting services authorized by the enabling legislation,

upon motion by Wilkerson, seconded by Morgan, and after discussion, the Contract Service Agreement was unanimously approved. Voting yea: Granger, Morgan, Wilkerson, and Alsobrooks. Voting Nay: None.

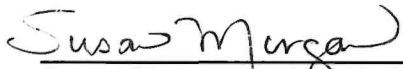
Being no further business to come before the meeting, the regular meeting was adjourned.

Respectfully submitted,

Kacey Bailey

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These minutes approved by the board this 20<sup>th</sup> day of December, 2023.



Susan Morgan, Acting Chairman



Bill Wilkerson, Secretary