

## Board of Trustees Policy

Subject: <b>Committees of the Board of Trustees</b>			Policy No: <b>107</b>
Original Issue: 01/20/2020	Last Revised: 07/15/2024	Last Reviewed: 07/15/2024	Page 1 of 2

### I. OBJECTIVE

To provide for the establishment of committees of the Board of Trustees of 4 Rivers Electric Cooperative, Inc. (Cooperative) and to ensure that their functions are clearly defined and periodically reviewed.

### II. POLICY

- A. The Board of Trustees may establish or abolish such standing or special committees as it deems desirable.
- B. Each committee shall have such powers and duties as may be delegated to it by the Board of Trustees. Functions of the committee shall be defined in this policy or a written Statement of Functions that shall be reviewed periodically by the Board of Trustees to determine if revisions are needed or if the committee is still required.
- C. Unless otherwise provided in this policy, the President of the Board, in consultation with other Board members, shall appoint the members of committees, taking into consideration the preference of the Directors and their expertise.
- D. The chair of such committees shall be appointed by the President of the Board.
- E. Board committees shall meet as required. Either the President, or the committee chair, may convene a committee meeting. Dates of all committee meetings shall be coordinated with the General Manager / Chief Executive Officer (CEO) or his/her designees, to avoid conflict and to assure completion of any required staff study or support.
- F. The CEO, or his/her designees, may attend each committee meeting to provide staff advice and assistance.
- G. All Board members will be notified of each committee meeting. Non-committee members may attend but will not be paid for attendance, unless their attendance is specifically requested by the President of the Board.
- H. A committee may go into executive session. The chairman of the committee will use his/her best judgement in determining when, and if, and executive session will be called. Any official action taken by the committee will be done in open meeting.

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- I. The Executive Committee shall be a standing committee. The make-up and Statement of Functions for the Executive Committee shall be:
1. Made up of the President, Vice President, Secretary, and Treasurer of the Board of Trustees.
  2. To serve as a committee which can be called together to address an urgent issue, facing the Cooperative, that is perceived to need advice or action on short notice.
  3. Called to meet by the President of the Board or by the CEO should they deem a situation warrants such a meeting.
  4. The President or CEO shall immediately report any actions or decisions made by the Executive Committee to the Board of Trustees and ensure that said action is placed on the agenda at the next regular meeting. The Board of Trustees shall consider ratification of any such actions.

III. RESPONSIBILITY

- A. The President of the Board of Trustees shall be responsible for the administration of this policy.

07/15/2024

Date

/s/ Warren Schmidt

Board of Trustees, Secretary