

TRUSTEE POLICY NO. 201

1. SUBJECT: QUALIFICATIONS FOR TRUSTEES

2. OBJECTIVE:

- 2.1. To ensure members nominated to serve on Beartooth Electric Cooperative's (BEC) Board of directors as trustees for, and representatives of, the membership are qualified as defined in Article IV of BEC Bylaws.

3. POLICY:

- 3.1. Members nominating an individual for election to the Board of directors of BEC should be aware of, and carefully consider, the following legal requirements and personal qualifications before any nomination is made.

- 3.1.1. Nominee must be a member and a bona fide resident of a district as provided for in the BEC Bylaws.

- 3.1.2. Nominee must promote and safeguard the interests of BEC and represent the membership of BEC.

- 3.1.3. Nominee must not be employed by, or financially interested in, any enterprise primarily engaged in selling electrical energy as described in the Bylaws of BEC and must not be employed by BEC or have been employed by BEC within the past five years of the annual meeting date where members would vote on the nominee.

- 3.1.4. Nominee, if elected to the Board of trustees, must attend regularly scheduled and special meetings of the Board, plus meetings of national, state and local organizations with associated interests, as designated by the Board. As a trustee, the nominee must also be willing to attend training institutes or seminars, which will aid in keeping the nominee well informed on matters affecting BEC.

- 3.1.5. Nominee must be aware that as a trustee, the nominee will serve without salary and on a fee basis to attend regularly scheduled and approved affairs of BEC. In addition, the nominee will be reimbursed for all reasonable expenses, as outlined in approved policies, in connection with such scheduled activities.

- 3.2. The nominee's service as a trustee will include the following responsibilities:

- 3.2.1. To review and study the information provided to trustees.

- 3.2.2. To attend the annual meeting, monthly Board meetings and other business meetings, as called or scheduled.

- 3.2.3. To abide by the Bylaws and policies of BEC.
- 3.2.4. To contribute to the development of, and adherence to, statements regarding functions and responsibilities of trustees.
- 3.2.5. To objectively evaluate, consider and provide direction on BEC issues.
- 3.2.6. To keep informed as to the aims and objectives of BEC and analyze the policies, plans and issues which result from efforts to achieve BEC's aims and objectives.
- 3.2.7. To stay informed and be aware of the attitudes of the members and general public toward BEC's objectives and policies.
- 3.2.8. To inform all interested persons about BEC's objectives, programs and services when provided opportunity to do so.
- 3.3. This policy will serve as an adjunct to the articles of incorporation and approved Bylaws, and is intended to serve as a guide to inform members of their nominating, voting and attendance obligations.

4. RESPONSIBILITY:

- 4.1. The General Manager will ensure a copy of this policy is provided to each member nominated to serve on the Board.

Adopted: 11/25/2014

Reviewed: 01/31/2017

Reference: LV201, BEC Bylaws Article IV

Review Date: January 2019

Attest: /s/ David Peterson
Board President

Attest: /s/ Julie Lindgren
Secretary/Treasurer