

FREESTATE ELECTRIC COOPERATIVE, INC.

Board Policy No. 19: MEMBER ATTENDANCE AT BOARD MEETINGS

I. OBJECTIVE:

To establish appropriate procedures relating to member attendance at Board Meetings,

II. POLICY:

It is the Cooperative's policy to allow member attendance and observation of Board meetings. It is in their official meetings that the Board most often exercises the cooperative's powers through Board action. This Policy establishes appropriate procedures relating to member attendance and observation of Board meetings.

A. When one or more members shall request to attend a Board meeting, the following rules and procedures shall apply:

1. The request shall be submitted to the Cooperative in writing, at least 14 days prior to the scheduled meeting, on the "Board Meeting Attendance Request" form attached here-to and made an integral part of this Policy.
2. An attendance request may be solely for the stated purpose of allowing the requesting member(s) to observe the Board meeting for their own interest and enlightenment about their Cooperative's affairs, in which case they will be permitted to attend the entire meeting except such part thereof, if any, in which the Board goes into Executive Session.
3. An attendance request may be for the sole stated purpose of observing one or more particular items on the Board agenda, in which case (assuming the item does not require Executive Session consideration), the Board will make every reasonable endeavor to take up those items early on the meeting agenda for the requesting member's convenience.
4. An attendance request may be for the sole stated purpose of bringing a complaint or matter in controversy before the Board, in which case the Cooperative's management shall make every reasonable effort through conference with the requesting member(s) to resolve the matter without necessity of their attending a Board meeting. If such effort fails, then the Board shall schedule a time on its meeting agenda to hear the requesting member(s) if -- (1) The Cooperative's CEO concludes that the subject matter of such request has merit and is not improperly motivated, and that any decision that is to be made should be directly made or approved by the Board; or (2) The member requests or demands that he be permitted to make such appearance with or by legal counsel for a stated, bona fide purpose; or (3) The Cooperative's attorney recommends that such appearance be made for the purpose of enabling a member to exhaust his administrative remedies for an alleged wrong, even though the attorney may be of the opinion that the subject of the member's complaint is wholly without merit or is improperly motivated; or (4) The request is for the purpose of challenging, or requesting certain action by the Board in connection with, (a) the calling of a member meeting, (b) the eligibility of an incumbent Board member or candidate therefore, or (c) the manner in which Board elections have been or are going to be conducted; or (5) The Board decides that it is otherwise in the best interests of the Cooperative to grant the request.

FREESTATE ELECTRIC COOPERATIVE, INC.

MEMBER REQUEST TO ATTEND BOARD MEETING FORM

FULL NAME: _____

ADDRESS: _____

ACCOUNT NUMBER: _____ TELEPHONE NUMBER: _____

(Note: If this request is also for and on behalf of other members of the Cooperative, state their full names, addresses, telephone numbers and member account numbers on a separate sheet and attach it hereto.)

THE SPECIFIC PURPOSE FOR REQUESTING SUCH ATTENDANCE IS:

STATE NAMES, ADDRESSES AND TELEPHONES NUMBERS OF ANY PERSON(S) YOU DESIRE TO ATTEND THE BOARD MEETING WITH YOU AND WHY, AND DESCRIBE THEIR STATUS--WHETHER THEY ARE COOPERATIVE MEMBERS, YOUR ATTORNEY OR OTHER:

Date this Request form executed: _____, 20____.

Signed: _____

** To be filled out by the Cooperative*

ACTION ON REQUEST

Date of Action: _____ Signed: _____

Title: _____