

Cooperative Light & Power

Board Policy III-12

SUBJECT: Delegation of Authority - CEO

ADOPTED: 6/28/23

REVISED: 6/24/26

REVIEWED:

OBJECTIVE: Good management is key to the success of the Cooperative. Therefore, the Board delegates authority to the CEO to manage the operations of the Cooperative. In executing his/her authority, the CEO is expected to produce results and give an account to the Board for his/her stewardship. The Board acknowledges the CEO's performance is optimized when he/she is given latitude to exercise independent judgment in executing policies and practices.

The CEO manages all day-to-day operations, implements Board-approved policies, and is authorized to legally bind the Cooperative.

POLICY: To enable the Cooperative to achieve its mission, the CEO shall:

- a) Implement the mission, objectives, and strategic priorities of the Cooperative engaging the Board in a formal planning process;
- b) Provide advice to the board and take the lead in ensuring critical issues are presented and explained to the board in a timely fashion;
- c) Develop governing policies (i.e., operational, administrative, human resource and safety) to be recommended to the Board for its consideration and approval, and to appropriately communicate these policies to the workforce in a manner that assures understanding and compliance;
- d) Develop long-range financial plans, cash management plans, work plans, and budgets for recommendation to the Board, and provide regular reports on revenue, expenses, and other results compared to such plans;
- e) Analyze and recommend to the Board rates and charges to ensure financial and other applicable requirements are met;

- f) Create and maintain a culture that motivates employees to engage in safe work practices, direct and promote effective employee and public safety programs, and educate members regarding the safe use of electricity;
- g) Direct all staffing and related personnel practices, including developing and modifying the organizational structure, recruiting, hiring, training, appraising performance, determining compensation, terminating, and succession planning;
- h) Negotiate and administer Board-approved labor contracts.
- i) Select and hire consultants to provide services to operate effectively and efficiently, periodically reporting to the Board on services provided by said consultants;
- j) Serve as authorized spokesperson for the Cooperative;
- k) Coordinate state and federal legislative and regulatory matters with the MREA and NRECA and recommend to the Board if the Cooperative should adopt positions on such matters;
- l) In concert with the Board, organize, plan, and execute the monthly Board meetings, and the annual and other member meetings;
- m) Use Great River Energy and internal forecasts in planning for optimization of the electric distribution system, including attention to the use of best practices in energy conservation and protection of the environment;
- n) Participate in and support efforts that contribute to the economic and social development of the broad community the Cooperative serves with the intent of enhancing members' quality of life and building a loyal membership base;
- o) Delegate specific authorities or duties to staff with the recognition that CEO remains at all times responsible and accountable for any and all actions taken under such delegation.

RESPONSIBILITY: The Board of Directors is responsible for the administration of this policy.