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## FALL RIVER RURAL ELECTRIC COOPERATIVE, INC.

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### GENERAL POLICY No. 101

#### SUBJECT: COOPERATIVE POLICIES AND PROCEDURES

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#### I. PURPOSE:

##### BYLAW ARTICLE IV.

"Section 9: Policies, Rules, and Regulations. The Board of Directors shall have power to make and adopt such policies, rules and regulations, not inconsistent with law, the Articles of Incorporation of the Cooperative or these Bylaws, as it may deem advisable for the management, administration and regulation of the business and affairs of the Cooperative, and upon notice given thereof to the members, such policies, rules and regulations shall become as binding upon the members as if they were contained in these Bylaws. The Board shall also adopt policies, rules and/or regulations governing the Board as well as the conduct, discipline and removal of its members."

Under said Section 9, it becomes incumbent upon the Board of Directors to make and adopt, from time to time and as deemed necessary by the operations of the business, broad statements of policy to provide the management of the Cooperative with guidelines for the day-by-day conduct of the business of the Cooperative. The purpose of this policy is to establish the basis by which the various policies, rules and regulations for the operation of the Cooperative shall be proposed, promulgated, adopted and enforced so there can be consistency of operation, and so that members, consumers, directors, management and employees can be assured equitable and fair treatment in their relationships with the Cooperative.

In the context of this policy, a policy shall be understood to be an official action of the Board of Directors to cover the need for specific management decisions and actions in relation to recurring situations affecting the operations of the business and affairs of the Cooperative. Policy statements are not prepared to cover board or management actions concerning situations that occur only once, or very occasionally, in the life of the Cooperative.

## **II. POLICY:**

It shall be the policy of the Board of Directors of the Cooperative to adopt, from time to time as deemed necessary for the management of the business and affairs of the Cooperative, statements of policy which shall provide guidance for the Board, CEO/General Manager and Cooperative personnel to use in making decisions for recurring situations.

## **III. RESPONSIBILITY:**

### **A. Board of Directors:**

The Board of Directors shall have the responsibility for considering and adopting general policy statements as prepared by members of the Board or by the CEO/General Manager, and of the periodic review of all board policy statements to assure that the policies are adequate.

### **B. CEO/General Manager:**

The CEO/General Manager shall also have the responsibility for the initiation, development, and recommendation of policy statements for the consideration of the Board of Directors, and for the implementation and/or enforcement of the provisions of Board policies when they have been adopted.

Under the provisions of this policy, they shall be authorized to develop and establish such administrative policies, rules and regulations, or procedures, in relation to a general policy as they deem necessary to assure conformity with the policy statement, and intent of the Board of Directors.

#### **IV. PROCEDURES:**

The following procedures shall prevail in relation to the provisions of this policy:

##### **A. Types of Policies:**

The types of official statements that shall provide guidance to Cooperative personnel shall include:

###### **1. General Policies:**

Broad statements of policy adopted by the Board of Directors to cover recurring situations.

###### **2. Administrative Policies:**

More specific statements prepared by the CEO/General Manager detailing specific conditions pertaining to the implementation of a general policy, including any provisions which may be needed to detail step-by-step processes for enforcing or implementing general and/or administrative policies.

##### **B. Policy Manual:**

The various general and administrative policies shall be collected and maintained on the Cooperative's website for personnel and member access. Policies shall be made available to Cooperative personnel for their guidance and use in their work. Policies which could compromise the cyber or physical security of the Cooperative shall be excluded.

##### **C. Policy Format:**

The format of general and administrative policies shall conform to the format of this policy. Included shall be:

1. A statement of the purpose or objectives for establishment of a particular policy.
2. A concise statement of the general policy as the Board of Directors has determined it should be made, or the administrative policy as the CEO/General Manager has determined it should be made.

3. A detailing of the responsibility for the enforcement of the provisions of the policy.
4. A summary of any provisions, conditions, or procedures which the Board of Directors determines should apply to the provisions of the general policy, or the CEO/General Manager determines should apply to the provisions of the administrative policy.
5. An indication of the official action of the Board of Directors or the CEO/General Manager as evidenced by the approval signature of the President of the Board of Directors on general policies, and the CEO/General Manager on administrative policies, and the date of the action.

**V. PRIMACY OF POLICY**

This policy supersedes any existing policy that may be in conflict with the provisions of this policy.

APPROVED BY THE BOARD OF DIRECTORS

A handwritten signature in cursive script, appearing to read "Georg Behrens", is written over a horizontal line.

Georg Behrens, President

DATE APPROVED: January 18, 1988

DATE REVISED: March 27, 2000

September 27, 2010

January 22, 2018

April 26, 2021

October 23, 2023

June 21, 2025