



**BEMC is governed by a member-elected board of directors tasked with setting policies, providing oversight and strategic governance for management, while representing the members' voice in Cooperative operations.**

**The board of directors is responsible for the following:**

- The board develops and evaluates decisions and policies that help the Cooperative successfully further its commitment to serving our community by providing excellent member service and safe and reliable energy at the lowest possible cost.
- The board adopts and enforces policies, resolutions, and actions governing ethical conduct, accountability, and compliance with applicable laws and regulations.
- The board provides financial oversight, establishes financial targets, approves the Cooperative's budget, and reviews capital investments, loans, and the rates for providing electric service to members.
- The directors serve as ambassadors to our membership, community, and legislative representatives. Directors are visible, active, and available to members throughout the Cooperative territory.

**Directors are members who understand, listen to, and live in the communities they serve.**

### QUALIFICATIONS

*Directors must be active members receiving service at their primary residence in the district they represent for a minimum of three (3) consecutive current years. Directors cannot be an immediate relative to an employee, employed by an enterprise that directly competes with or provides substantial services to the Cooperative, or have any other conflict of interest. A complete list of qualifications is located within the Cooperative Bylaws.*

### COMMITMENT

*Directors serve a three-year term and must be available to attend monthly board meetings, the Annual Meeting, and additional training and/or conferences throughout their term. Board members are also expected to prepare for board meetings and represent the Cooperative to the community at large. Time commitments for directors range between 30-60 hours a month.*

### COMPENSATION

*Directors receive a per diem for attending Cooperative meetings.*

## **BEMC DIRECTOR RESPONSIBILITIES/EXPECTATIONS**

- Regularly attend board meetings and related local, regional, state, and national events.
- Knowledge and understanding to establish and promote the cooperative's mission, vision, and strategic objectives; be familiar with the cooperative's organizational structure, rate classifications, financial information, key risks, and risk management strategy; solicit and relay cooperative member comments, suggestions, and questions; communicate positions of cooperative members, vote in the cooperative's best interests; based upon being adequately informed, exercises independent judgment, seeking to avoid or address conflicts of interest; consistently reading Cooperative and board communications.
- Think systematically, conceptually, and analytically to implement effective solutions.
- Participate in training and education to strengthen knowledge and understanding of industry and governance issues.
- Understand the cooperative's operations and finances.
- Attendance at meetings, having reviewed materials and formulated questions for clarification of issues.
- Actively participate in board discussions, periodic evaluations and planning efforts.
- Endeavoring to move the Cooperative forward by engaging in working relationships with other directors.
- Service on committees, task forces or assigned work groups.
- Familiarity with Cooperative technologies to communicate and conduct Cooperative business.
- Acknowledging and adhering to board policies requiring that a director not speak on the board's behalf, direct, instruct, or supervise cooperative employees or agents, or disclose confidential information or documents.

