

Amended 9/25/06  
Amended 6/2/08  
Amended 3/23/09  
Amended 11/21/13  
Amended 1/29/18  
Reviewed 1/24/22

POLK-BURNETT ELECTRIC COOPERATIVE

Policy No.: **BD-1**

Subject: **Board/Staff Relationship**

Objective: To delineate the duties and responsibilities of the Board of Directors and staff to provide proper coordination between the formulation of policies and their execution and to delegate necessary authority and responsibility to the General Manager to ensure this objective is attained.

Policy: It is recognized that good management is essential for the effective and efficient operation of the Cooperative. Mutual respect, understanding, and cooperation between the Directors and the General Manager are necessary to accomplish this objective.

The Board of Directors is the elected representative of the members of the Cooperative. The General Manager is employed by the Board. The flow of authority for management of the Cooperative shall pass through the General Manager who shall be the connecting link between Directors and employees.

Responsibility for the establishment of policies, approval of plans and specifications, approval of contracts, and the delegation of authority to the General Manager lies with the Board. These responsibilities are within the framework established by the Bylaws and Articles of Incorporation.

All policies and actions of the Board shall be promulgated at regular or special meetings. Directors shall not, as individuals, make commitments on behalf of the Cooperative. The President shall be the official spokesperson for the Board, except as may be authorized by the Board in special circumstances.

While the Board is encouraged to act as a sounding board whenever concerns are brought to their attention, it shall be the policy of the Board that Directors refrain, as individuals, from directing management considerations and procedures with employees of the Cooperative. Such discussions, when deemed necessary and appropriate, shall be held at regular or special meetings of the Board.

The Board gives the General Manager latitude in judgment and discretion in executing policies which they have established. In this way effective growth, and the development and improvement of service to members, will be fostered. The General Manager must be prepared at all times to give an account of his/her stewardship to the Directors and be responsible for the faithful performance of his/her duties.

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Edward O. Gullickson, President  
January 24, 2022