

COBB ELECTRIC MEMBERSHIP CORPORATION

POLICY NO. 611

I. SUBJECT: OPEN MEETINGS

II. POLICY

A. Open Meetings Requirement

Current Members in good standing may attend regular monthly meetings of the Board of Directors as well as other meetings of the Board of Directors including committee meetings whenever a quorum of Directors for the transaction of business is present, except for Executive Sessions of such meetings as allowed by section 4.07 of the bylaws. All meetings shall be called with proper notice, and any final action on a matter shall be made in regular session of a meeting and shall be recorded in the official minutes of the meeting as called for in section 4.08 of the bylaws.

B. Member Attendance Requirements

To attend an open meeting, a member must register with Cobb EMC at least 24 hours prior to the meeting. Members must sign in at least 10 minutes prior to the published start time in order to obtain admittance. Members are limited to observing the meeting unless the member formally requests to speak at least three business days in advance of the board meeting by submitting to the CEO of Cobb EMC or Secretary of the board a request documenting the information to be presented. Members may address any matter with the board except service related issues, or matters under Section 4.09 of the By-Laws of Cobb EMC. Service related issues must first be referred to EMC staff before being presented to the board. If unresolved, then the member may request to present to the board. Member comments are limited to three minutes. No one may interrupt or speak and no photos or audio/video is allowed; including cell phone or smart phone use which is prohibited. The board may limit the number of members attending meetings.

C. General Provisions

A "board meeting" and "committee meeting" means a deliberation between a quorum of the voting Board of Directors or between a quorum of the voting Board of Directors and another person, during which cooperative business or policy over which the Board of Directors has responsibility is discussed or considered or during which the Board of Directors takes formal action.

The term "board meeting" does not include the gathering of a quorum of the Board of Directors at a social function, or the attendance by such a quorum at

a regional, state, or national convention or workshop, ceremonial event, or press conference or any other gathering, if formal action is not taken and any discussion of Cobb EMC business is incidental to the social function, convention, workshop, ceremonial event, or press conference or other gathering. Notwithstanding the foregoing, a member meeting as defined in the bylaws shall not be considered a board meeting. A board member's telephonic attendance at a meeting shall count towards a quorum. An "open meeting" means a meeting open to members of the cooperative; an "executive session" means a meeting to which members do not have access as defined in section 4.01 and 4.09 of the bylaws, respectively.

D. Board Meeting Records

Board meeting records shall be kept in accordance with the provisions of Section 4.08 of the By-Laws of Cobb EMC.

E. Notice of Meetings

1. Posting

Posting of meetings shall be performed in accordance with the provisions of Section 4.01 of the By-Laws of Cobb EMC.

2. Recess

If the Board of Directors recesses an open meeting to the following regular business day, they are not required to post notice of the continued meeting if the action is taken in good faith and not to circumvent this section.

3. Emergency

Emergency meetings, if necessary, shall be in accordance with Section 4.02 of the By-Laws of Cobb EMC.

F. Exceptions to Requirement That Meetings Be Open: Executive Sessions

An executive session may be held as allowed by law or in accordance with Section 4.09 of the By-Laws of Cobb EMC.

ADOPTED: September 25, 2012

REVIEWED: August 27, 2013 – Policy number change.

REVISED: December 15, 2015 – Added member attendance requirements to II, Section B.

REVISED: January 24, 2017 – Removed language in Section II., A., replaced with Bylaw language of 4.07 and added language to Section II., C.


Chairman, Board of Directors