

## Aug. 2022 Board of Directors Meeting Minutes

### Appendix

#### ***EL1: TREATMENT OF CONSUMERS***

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In interacting with consumers, the GM will ~~not cause or allow~~ ensure that conditions, procedures, ~~or and~~ decisions ~~that~~ are ~~unsafe~~, ~~undignified~~, ~~unnecessarily un~~intrusive, non-discriminatory, and are ~~or in other ways~~ inconsistent with the board's stated Ends.

The GM will not:

- EL 1.1 Elicit information for which there is no clear necessity.
- EL 1.2 ~~Use methods of e~~Collecting, reviewing, transmitting, or storing information ~~that fail to protect against improper~~ without protecting access to ~~the material elicited or~~ the consumer's privacy.
- EL 1.3 Fail to operate facilities with appropriate accessibility.
- EL 1.4 Fail to act in ways that ensure a high level of customer service in all areas of cooperative operations.
- EL 1.5 Fail to ~~educate consumers~~ provide education on the benefits of the co-op business model.
- EL 1.6. Endanger the cooperative's public image, credibility, or its ability to accomplish Ends.

#### ***EL6: ASSET PROTECTION***

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The GM will ~~not cause or allow~~ ensure that the cooperative's assets are to be unprotected, ~~inadequately maintained,~~ ~~or~~ insured, ~~or and not~~ placed at ~~unnecessary~~ avoidable risk.

The GM will not:

- EL 6.1 Fail to adequately insure the cooperative's assets.
- EL 6.2 Fail to obtain an adequate D&O insurance policy and fail to provide a copy of the policy upon request.

- EL 6.3 Fail to follow accounting procedures sufficient to satisfy the board-appointed auditor's standards.
- EL 6.4 Unnecessarily expose the cooperative, its board or staff to claims of liability.

## ***EL8: COMMUNICATION AND SUPPORT TO THE BOARD***

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The GM will ~~not permit~~ensure that the board ~~to be unis~~ informed ~~or unand~~ supported in its work.

The GM will not:

- EL 8.1 Neglect to submit monitoring data required by the board in Board-Management Delegation policy "Monitoring of GM Performance" in a timely, accurate and understandable fashion, directly addressing provisions of board policies being monitored, and including GM interpretations consistent with Board-Management Delegation policy "Delegation to the GM," as well as relevant data.
- EL 8.2 Allow the board to be unaware of any actual or anticipated noncompliance with any Ends or Executive Limitations policy, regardless of the board's monitoring schedule.
- EL 8.3 Allow the board to be without decision information required periodically by the board or let the board be unaware of relevant trends.
- EL 8.4 Let the board be unaware of any incidental information it requires, including threatened or pending lawsuits and material internal changes.
- EL 8.5 Allow the board to be unaware that, in the GM's opinion, the board is not in compliance with its own policies on Governance Process and Board-Management Delegation, particularly in the case of board behavior that is detrimental to the work relationship between the board and the GM.
- EL 8.6 Allow the board to be unaware that the board's compensation is causing financial harm to the co-op.
- EL 8.7 Present information in unnecessarily complex or lengthy form or in a form that fails to differentiate among information of three types: monitoring, decision preparation, and other.
- EL 8.8 Fail to support the functions of the board.
  - EL 8.8.1 Fail to provide information showing that board elections are being

conducted fairly and accurately.

- EL 8.9 Deal with the board in a way that favors or privileges certain board members over others except when, (a) fulfilling individual request for information or (b) responding to officers or committees duly charged by the board.
- EL 8.10 Fail to submit to the board a consent agenda containing items delegated to the GM yet required by law, regulation, or contract to be board-approved, along with applicable monitoring information.