GRAYSON RURAL ELECTRIC COOPERATIVE CORPORATION GRAYSON, KENTUCKY

BOARD POLICY NO. 120

SUBJECT: EDUCATION, TRAINING AND DEVELOPMENT OF NEW AND EXISTING DIRECTORS OF GRAYSON RURAL ELECTRIC COOPERATIVE CORPORATION.

I. OBJECTIVE

To insure that new and existing Directors avail themselves of every opportunity to expand and improve their abilities to serve as a Director for GRAYSON RURAL ELECTRIC COOPERATIVE CORPORATION.

II. POLICY

- A. New Directors
 - 1. When a Director is newly elected or appointed to serve a term on the Board of GRAYSON RURAL ELECTRIC COOPERATIVE CORPORATION, he/she shall be:
 - a. Given a Board Policy Manual containing all Cooperative Board Policies.
 - b. Given a current copy of the Bylaws of GRAYSON RURAL ELECTRIC COOPERATIVE CORPORATION.
 - c. Given a copy of the current Strategic Plan for the Cooperative.
 - d. Given a copy of the Administrative Guidelines.
 - e. Given a Cooperative credit card to be used for official business or travel expenses.
 - New Directors shall be made aware of the N.R.E.C.A. Directors Training and Education Program and the benefits to the Cooperative and to the Director in the performance of his/her duties while serving on the Grayson R.E.C.C. Board of Directors.
 - 3. New Directors shall be advised of:
 - a. The proper method of filing an expense voucher for the reimbursement of expenses while on Cooperative business and what constitutes a valid expense.
 - b. The insurance coverage and benefits due him/her as a director of GRAYSON RURAL ELECTRIC COOPERATIVE CORPORATION, according to Board Policy No. <u>514</u>.
 - c. The qualifications and responsibilities that are required of a Director of the Cooperative (Board Policy No. <u>103</u>).
 - d. The interrelationship between Directors of the Cooperative and the President & CEO and between the Cooperative Legal Counsel and the Board of Directors. Board Policy <u>105 & 112</u>.
 - e. Board Policy No. 124, Ethics and Conflict of Interest.

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- B. Existing Directors
 - 1. Existing Directors shall be encouraged to attend any training and educational programs as outlined in Board Policy # 120 that will be beneficial to the Cooperative and to him/her in the performance of his/her duties as a Director of the Cooperative.
 - 2. Review annually the Board Policies concerning the Responsibilities and Qualifications of Directors of Grayson R.E.C.C. (Board Policy No. 103); Insurance and Benefits due Directors (Board Policy No. 514); Interrelationship between the Board of Directors and the President & CEO (Board Policy No. 105) and between the Board of Directors and the Cooperative Legal Counsel Board Policy No. 112) and Board Policy No. 124, Ethics and Conflict of Interest.
- C. All Directors
 - 1. All Directors are encouraged to actively participate in any programs that will enable them to better serve the Member Owners of the Cooperative.

III. RESPONSIBILITY

It shall be the responsibility of the Chairman of the Board of Directors and the President & CEO to see that this policy is carried out and that every Director exercise the full potential of its opportunities to better serve as a Director of GRAYSON RURAL ELECTRIC COOPERATIVE CORPORATION.

L. Trent, Chairman

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Date Adopted: 02/21/86 Minute Book Page: 1554-1555 Date Revised: 10/25/96 Minute Book Page: 2805-2806 Date Revised: 02/26/99 Minute Book Page: 3082 - 3083 Date Revised: 06/24/04 Minute Book Page: 3623-3624 Date Reaffirmed: 5/27/10 Minute Book Page: 4320