



BOT POLICIES

Subject: Relationship Between BOT and the CEO and GM Policy			Policy No.: 104
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Board Policy 4 is revoked and replaced with Board of Trustees Policy 104			

PURPOSE

The purpose of this Policy is to define the principles governing the basic relationship between the Jemez Mountains Electric Cooperative, Inc. (JMEC) Board of Trustees (BOT) and the JMEC CEO and (GM) and set forth guidelines for delegation of authority.

ACCOUNTABILITY

The JMEC BOT is accountable for ensuring implementation of and adherence to this policy.

SCOPE

The BOT recognizes that a good relationship between it and the GM is essential to the successful development of JMEC’s potential and to the efficient management of JMEC.

POLICY

The JMEC BOT establishes the following principles and guidelines to outline its relationship with the JMEC GM:

1. The BOT authorizes and directs the GM to promote the overall strategic direction and goals of JMEC through managing the operations of the organization. The GM is authorized, in carrying out this responsibility, to originate and negotiate contracts, to execute contracts as authorized by the BOT, to develop and implement plans and programs, and to meet with various persons and groups within and outside JMEC as required. The GM must keep the BOT fully informed as developments substantially affecting JMEC occur, but it is acknowledged and understood that the GM may, at times, find it necessary to act or meet on matters without first informing the BOT, providing that such action is consistent with the GM’s roles and responsibilities as set forth in BOT Policy 105. When this occurs, the BOT must be informed at its next regular board meeting, or, in case immediate Board action is required, at a special board meeting.
2. The GM is given the authority and responsibility of managing JMEC in accordance with applicable law, bylaws, policies, approved budget, and generally accepted business practices.
3. Members of the Board will refrain from discussing JMEC matters with employees except in instances where the Board may deem it necessary or desirable to confer with employees at regular or special Board meetings, or meetings of the Board committees, or when the GM authorizes such discussions as a part of an employee’s duties.
 - a. Any concerns by members or employees brought to the attention of a Trustee shall, to avoid any appearance of impropriety, refer the matter to the GM.
 - b. Violations of this Policy shall be referred to a Policy 102 Ethics Committee, as named by the JMEC Board President. Please see Policy 102, Code of Conduct.



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4. The GM is responsible for maintaining an efficient and effective organization and shall have the authority to employ, compensate, train, supervise, demote, discipline, or replace personnel as may be necessary for the best interests of JMEC. The GM may delegate some duties and responsibilities as necessary.

 Dennis Trujillo	Chairman of the Board	Date: 9/9/2022
 Marcelina Martinez	Policy Committee Chair	Date: 9/9/2022

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