



POLICIES

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1. Policy Purpose

Jemez Mountains Electric Cooperative, Inc. (JMEC), is committed to ensuring that all JMEC Policies and related resources are managed in a manner that is compliant and consistent with legal and regulatory requirements and JMEC’s bylaws, mission and values.

This document outlines JMEC’s approach to Policy standards regarding the development, approval, implementation, and maintenance of JMEC Policies. This Policy seeks to create a standardized Policy governance framework based on the following guiding principles:

- Policies align with and strengthen JMEC’s mission, vision, and values;
- The Policy governance model creates clear ownership and accountability in the Policy development and implementation process;
- The Policy governance model enables an efficient and collaborative Policy management process;
- Policies, procedures, and related resources are in a consistent and accessible format and written as clearly as possible;
- Policies are maintained in a user-friendly, organized, central repository to increase awareness and mitigate risk; and
- Policies and related resources are kept up-to-date and compliant with relevant requirements.

2. Policy Purpose

This Policy applies to the development, approval, implementation, and maintenance of all JMEC Policies. All JMEC staff members and members of the Board of Trustees are expected to comply with this Policy.

3. Definitions

Term Definitions

3.1 Subject Matter Expert (“SME”): SMEs have highly specialized knowledge of a specific task, procedure, department, operation, technology system, material or equipment.

3.2 Policy Expectations: Policies outline expected behaviors of JMEC’s personnel and Board members.



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3.3 Guidelines: Serve as recommendations to advise on best practices.

3.4 Procedure: Procedural documents identify the tasks and processes that must be followed to ensure quality, consistency, and compliance with the way JMEC conducts its members’ business and with all JMEC Policies. A procedure details the “how” of the Policy. Procedures involve specific required actions, generally presented in a high-level step-by-step description, and the conditions under which those actions must be taken.

4. Policy Details

Once the need for a new or revised Policy is identified, the CEO and General Manager (GM) shall draft or have drafted by JMEC’s legal counsel and/or SMEs a draft Policy. Once drafted, the draft Policy shall be submitted to the JMEC Policy Committee for review. After the initial review by the full JMEC Board of Trustees, the draft Policy or Existing Policy amendments will be considered for final approval at the next JMEC regular monthly Board meeting.

Administrative revisions that are technical and not substantive (e.g., new contact details, new position titles, date of last review, etc.) do not require the formal Policy review and approval process.

4.1 Policy Format

Policy formats and required information to be included in Policies based upon past JMEC practice shall be followed. Information regarding tone, tenor, voice, level of detail, and language should be discussed and considered during Policy development and review.

4.2 Policy Review and Approval

Policies will be submitted for review to JMEC’s Policy Committee.

Prior to submittal to the JMEC Policy Committee, new or revised Policy drafts shall be reviewed by the JMEC GM for the following:

- Adherence to applicable laws or regulations;
- Consistency, integration, and impact on other Policies;
- Format, accessibility, style, and language;
- Impact on members, the JMEC Board of Trustees and JMEC staff; and
- Impact on cooperative operations, mission and values.



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The JMEC GM will then report to the JMEC Policy Committee regarding any relevant points for the Committee’s consideration.

4.3 Policy Distribution, Communications, and Training

JMEC intends that all JMEC Policies will be retained by the GM’s office and by JMEC’s Contract Administrator. The Policy shall also be made available on the JMEC website as soon as practicable for access by JMEC’s members.

If a new or revised Policy requires communications or training, such communications and training shall be developed and implemented by the GM as soon as practicable. Minor revisions that are technical and not substantive (e.g., new contact details, new position titles) do not require communications and training.

Additionally, JMEC Staff shall post JMEC Policies considered and approved by the JMEC Board of Trustees on the JMEC’s website within two weeks of the Policy’s approval.

4.4 Periodic Policy Review

JMEC’s Board of Trustees, in conjunction with the JMEC Policy Committee, shall continuously review JMEC’s Board Policies at a suggested minimum pace of at least one Policy per month and make a good-faith effort to review at the JMEC’s regular monthly Board meetings. The minimum pace may be accelerated as needed.

Once all JMEC Board Policies have been reviewed, the Policy review process shall begin anew at the very next JMEC regular monthly Board of Trustees meeting. The minimum pace shall be the same; a review of at least one Policy per month. This Policy review process shall be continued by the JMEC Board of Trustees indefinitely.

Off-cycle updates or reviews may be prompted by, but not limited to, a change in regulation, investigation, audit, change in JMEC leadership, emergency situations or a change to JMEC’s operations.

If a Policy update is needed, the GM and the JMEC Policy Committee shall be responsible for updating and/or revising the Policy and submitting the Policy with a recommendation to the JMEC Board of Trustees. The Policy Committee Chair on his or her own or at the prompting of the JMEC Board of Trustees may initiate new Policy drafts, updates or reviews. Additionally, JMEC employees may suggest new Policies or amendments to existing Policies to the Policy Committee.

4.5 Retirement and Archiving



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Policies may be retired for several reasons, including but not limited to:

- Changes in federal, state, regulatory or local legislation;
- Changes to JMEC operations; and
- Identification of an existing Policy or Policies that overlap or are duplicative.

If a Policy is identified that needs to be retired, a JMEC Trustee and/or the JMEC Policy Committee Chair should notify the JMEC Board President. The JMEC Board President shall instruct the JMEC Policy Committee to review the request and recommend appropriate action to the full JMEC Board of Trustees.

Policies that are no longer in effect will be removed from the JMEC web page and archived by the GM’s office and by the JMEC Contract Administrator.

4.6 Procedures, Standards, and Guidelines

4.6.1 Periodic Review

Procedures, Standards, and Guidelines should be reviewed against Policy requirements each time a Policy is reviewed or updated, and whenever there is an operational change at JMEC which impacts how the Policy is implemented or monitored.

4.6.2 Exceptions

In the event of an emergency situation, legally mandated deadline, agency audit, or any other circumstance that requires a JMEC Policy be approved on an expedited basis, the issue shall be dealt with as soon as practicable by the GM. Any emergency Policy or Policy changes shall be communicated to the JMEC Policy Committee Chair and JMEC Board President as soon as practicable by the JMEC Policy Committee and reviewed at the next practicable regular monthly Board meeting of the JMEC Board of Trustees.

5. Procedure for Emergency Policy Creation, Review, and Approval

If a Policy requires emergency creation, modification review and/or approval due to legal, regulatory, statutory, or other requirements at JMEC, the JMEC Policy Committee Chair and the JMEC Board President shall be notified as soon as practicable. They shall confer with the GM regarding the appropriate next steps which shall be undertaken as soon as practicable.

6. Supermajority of the Board of Trustees Needed to Amend



BOARD OF TRUSTEES

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Once a JMEC Policy is approved by the full JMEC Board of Trustees, the Policy shall remain in place and not be amended or repealed without a supermajority vote of 8 of the 11 JMEC Trustees, including the JMEC Board President. The vote on a Policy amendment shall be tabled if less than all 11 JMEC Trustees are present at the meeting. The supermajority provision contained herein is not required for new JMEC Policies. Additionally, new Policies do not require a supermajority but rather a simple majority. Administrative revisions that are technical and not substantive e.g., new contact details, new position titles, date of last review, etc. do not require the formal Policy review and approval process.

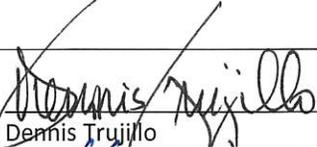
7. Responsibilities

The JMEC Board of Trustees shall be responsible for all aspects of this Policy.

All Policies must be approved (signed) by the JMEC Board President and the Policy Committee Chair. The name of the Board President and the Committee Chair approving the Policy shall be printed below the signature line, along with the date of approval.

8. Amendments to Policies

All amendments and modifications to Policies shall be tracked by including the date of the amendment and an indication of whether the change was technical or substantive. If the amendment contains substantive changes, reference to the paragraph and section of the Policy, as well as a brief description of the change shall be included in an appendix to the Policy. The appendix containing amendment details shall remain permanently affixed to each Policy so as to memorialize each amendment going forward.

 _____, President of the Board Dennis Trujillo	Date: <u>3/23/2023</u>
 _____, Chair of the Policy Committee Marcelina Martinez	Date: <u>3/23/2023</u>