

**EGYPTIAN ELECTRIC COOPERATIVE ASSOCIATION
POLICY BULLETIN NO. 411**

SUBJECT: CREDENTIALS COMMITTEE

POLICY:

Before a member meeting, the Board of Directors shall appoint a Credentials Committee for the member meeting consisting of an uneven number of unsuspended members between three and nine.

A. Credential Committee Members.

A Credentials Committee member must not be an existing, or close relative of an existing, cooperative employee or officer, or known director candidate.

B. Credential Committee Duties.

During, or within a reasonable time before or after, the member meeting for which the Credentials Committee was appointed, The Credentials Committee shall:

1. Elect a chairperson,
2. Observe and verify member registration and voting, and a tabulation of member votes; and consider and decide all questions, issues, or disputes regarding:
 - A. Member registration and voting, including the determination of members present;
 - B. A tabulation of counted member votes, including the determination of the results;
 - C. Whether a director nominee, or newly elected director, satisfies the director qualifications in accordance with Section 4.02 of the By Laws of the Cooperative.

The Credentials Committee may meet, consider, or decide the above member meeting issues, or otherwise act, only if at least three of the Credentials Committee members are present. A Credential Committee decision or action requires a vote of at least a majority of the Credential Committee members present. Except as otherwise provided, Credential Committee decisions, or actions during, or within a reasonable time before or after a member meeting are final.

C. Member Challenge.

A member entitled to vote at a member meeting may comment upon a member meeting issue, or challenge the Credential Committee's decision or action regarding a member meeting issue, by filing a written description of the member's comment of challenge ("Member Challenge") with the Cooperative within three business days following the member meeting addressed by the Member Challenge.

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Within 30 days of receipt of a Member Challenge, The Board of Directors shall:

1. As determined by the board of Directors, meet and receive oral or written evidence from a member, or legal counsel representing a member, directly and substantially implicated in, or effected by, the Member Challenge; and
2. Consider, decide, and rule on the Member Challenge, which ruling shall be in writing.
3. The Board of Directors' decision regarding the Member Challenge is final. The failure of the Cooperative, or the Board of Directors to act as required shall not, by itself, effect a vote, a director election, or other action taken in a member meeting.

D. Committee Per Diem

Per diem of \$100.00 per day, plus travel from the committee member's home and out-of-pocket expenses, will be paid to committee members when attending committee functions.

Adopted: May 27, 2014
Revised: February 28, 2023

Attested: Ken Jarrett, Secretary
Attested: Randall Campbell, Secretary