



DECORUM POLICY

Effective Date: ~~October 16, 2020~~ TBD

1. PURPOSE

As a ~~democratically-controlled~~ democratically controlled and Member-owned Cooperative, Member participation in Pedernales Electric Cooperative, Inc. ("Cooperative" or "PEC") affairs is valued and respected, and individuals should be allowed to state opinions. Meetings or functions of the Cooperative and any business interactions with the Cooperative, whether conducted on or off PEC premises or any PEC platform, shall be conducted in a professional and courteous manner.

2. SCOPE

This Policy applies to all Participants at meetings of PEC Board of Directors ("Board" or "Directors") and any other business meeting or function of the Cooperative, and any business interactions with the Cooperative, whether on or off PEC premises or any PEC platform.

3. POLICY AND IMPLEMENTATION

3.1. PEC Business Meetings—~~or~~, Functions—, or Business Interactions with the Cooperative

3.1.3.1.1. ~~Participants in any business meeting or function~~ shall maintain an environment free of abusive, slanderous, or bullying behavior. To protect the security and safety of persons attending ~~such meetings~~ meetings or functions or with respect to any business interactions with the Cooperative, all Participants shall respect an individual's physical space and refrain from any form of physical intimidation or abuse. Any behavior demonstrating or threatening violence, ~~attack~~ personal attacks, or physical abuse ~~is~~ will not be tolerated.

3.1.1.3.1.2. ~~Meeting~~ Participants may not display placards, bumper stickers, signs, or other campaigning, or political advocacy materials within the premises of a PEC meeting or function, other than those materials displayed on the individual Participants' body or clothing. Campaigning and electioneering for PEC elections is governed by the Cooperative's Election Policy and Procedures.

3.1.2.3.1.3. ~~Meeting~~ Participants shall refrain from disruptive or distracting behavior or from harassing or similar behavior. Personal or character attacks, or improperly sidetracking the attention of other Participants with subject matter that is irrelevant to PEC or unrelated to PEC are examples of disruptive or distracting behavior.



3.1.4. Directors and PEC Employees shall behave in an orderly fashion and preserve the decorum of any business meeting or function conducted on or off PEC premises or with respect to any business interactions with or on behalf of the Cooperative.

3.2. Board Meetings. ~~PEC Board meetings are conducted in accordance with the Board Meetings Policy and the current Board Meetings Policy, the latest~~ edition of Robert's Rules of Order Newly Revised, as practicable, and "Board and Committees – 'Procedure for in Small Boards' (for example, Robert's Rules of Order Newly Revised § 49 (11th ed. Cambridge, Mass.: Perseus Publishing, 2011)). Boards" included therein.

3.2.1. All Participants wishing to address the Board during the designated portion of a Board meeting shall sign a registry identifying themselves prior to speaking, and shall open their remarks by stating their name and whether they are a Cooperative Member. Time allotted by the Board for each speaker cannot be shared or allotted with other speakers. The allotted time shall include and commence from the beginning of the speaker's remarks and include any time that passes during questioning or colloquy between the speaker and the Board. Additional time may be granted to a person by the Presiding Board President Officer, or upon a majority vote of the Board.

~~3.2.1.~~3.2.2. When any ~~Member or~~ Participant wishes to provide written or demonstrative materials to the Board or others, such ~~Member or~~ Participant must, prior to the meeting's start, provide the information to the Board Secretary or their designee for distribution.

~~4.1.4.~~3.2.3. Participants shall refrain from disruptive or distracting behavior, or from harassing or similar behavior. Personal or character attacks, speaking out of turn, approaching or standing at the Board meeting dais or areas designated for PEC employees without the permission of the Presiding Board Officer, or improperly sidetracking the attention of other Participants with subject matter that is irrelevant to PEC or unrelated to PEC are examples of disruptive or distracting behavior.

4. PROCEDURE RESPONSIBILITIES

~~4.1. PEC Business Meetings or Functions. Directors and Employees shall maintain order and preserve the decorum of any business meeting or function conducted on or off the Cooperative premises.~~

3.2.4. Board Meetings. The Presiding Board Officer shall maintain order and preserve the decorum of Board meetings as provided in this Policy. Each Board Director shall cooperate with the Presiding Board Officer in preserving order and decorum, and no Participant shall, by conversation or otherwise, delay or interrupt the proceedings of the Board, nor disturb any person while speaking.

5.4. DEFINITIONS

5.1.4.1. Participants – Collectively includes Cooperative Board Directors, employees, Members, or any other attendees persons in attendance at PEC Board meetings, other business meetings ~~or~~, functions, online interactions, or other discussions with respect to any business interactions with the Cooperative.



6.5. POLICY ENFORCEMENT

6.1.5.1. When ~~Member or Participant~~ Participant's behavior violates this Policy, is severe, or threatens physical safety or property, the Presiding Board Officer, ~~CEO~~ Chief Executive Officer, or ~~responsible designated~~ Cooperative employee or agent may require the ~~Member or Participant~~ to leave the PEC premises, to leave any PEC Board meeting, any other business meeting or function, or discussion to discontinue any discussions regarding Cooperative business.

6.2. ~~Repeated or Severe Violation~~

6.2.1.5.2. ~~PEC Business Meetings or Functions.~~ Upon repeated or severe violation of this Policy, the ~~Board, CEO, or their designee~~ Presiding Board Officer, Chief Executive Officer, or designated Cooperative employee or agent, may prohibit a ~~person~~ Participant from ~~attendance at coming onto PEC premises, or from attendance at future PEC Board meetings, any other business meetings, functions, online or telephonic discussions, or from oral discussions regarding Cooperative business.~~ The duration of the prohibition shall be based upon the severity and nature of the violation and to be determined in the sole discretion of the Cooperative or its designee.

6.2.2. ~~Board Meetings.~~ Upon repeated or severe violation of this Policy, the Board may prohibit a person from attendance at PEC Board meetings. The duration of the prohibition shall be based upon the severity and nature of the violation.

5.3. The Cooperative reserves the right to block, delete, or edit posts on its social media platforms where such posts are determined by PEC to be inappropriate, unprofessional, offensive, or otherwise in violation of PEC's policies.

7.6. REFERENCES AND RELATED DOCUMENTS

Board Meetings Policy

Board Meetings Policy

Robert's Rules of Order Newly Revised (11th ed. Cambridge, Mass.: Perseus Publishing, 2011) Latest edition, "Boards and Committees – Procedure in Small Boards")

Date adopted:	March 15, 2010
Last reviewed:	October 16, 2020 <u>TBD</u>
Review frequency:	Every Five <u>Three</u> Years
Amendment dates:	September 21, 2015, October 16, 2020; <u>TBD</u>
Effective date:	October 16, 2020 <u>TBD</u>
Approver:	Board of Directors
Applies to:	All Participants at meetings of the Board of Directors, any other business meeting or function of the Cooperative <u>or with respect to any business interactions with the Cooperative, whether on or off PEC premises or any PEC platform.</u>
Administrator:	Board of Directors and Chief Executive Officer
Superseding effect:	This Policy supersedes all previous policies and memoranda concerning the subject matter. Only the Approver may authorize exceptions to this Policy.

