



# OPEN RECORDS POLICY

Effective Date: ~~November 20, 2020~~ TBD

## 1. PURPOSE

The purpose of this Open Records Policy (“Policy”) is to implement the Cooperative’s Member Bill of Rights regarding access to Records of Pedernales Electric Cooperative, Inc. (“PEC” or “Cooperative”). This Policy establishes the framework for providing Members access to Records. It also describes exemptions to disclosure of Cooperative Records.

## 2. SCOPE

This Policy addresses how Members of the Cooperative may have access to Cooperative Records. The Policy applies to all Members and employees of the Cooperative. This Policy applies to Records that exist at the Cooperative. The Policy does not require the creation of Records.

## 3. POLICY AND IMPLEMENTATION

- 3.1. Member Right to Records. A Member has the right, on written request, to examine and copy at the Member’s expense the Records of PEC, except those Records exempted from disclosure for any of the following reasons:
  - 3.1.1. Privacy. The release of Records sought to be inspected would unduly infringe upon or invade the privacy or personal security of any person, including, without limitation, individual Member information (other than Member Contact Information distributed in accordance with the Cooperative’s [Membership List Policy](#)), Records relating to anticipated and planned travel of employees and Board Directors and related expenditures, or information pertaining to concerns reported under the Cooperative’s [Ethics and Compliance Reporting Policy](#).
  - 3.1.2. Attorney-Client Privilege. The Records sought to be inspected include:
    - 3.1.2.1. Information pertaining to litigation or settlement negotiations, until the litigation is complete or a settlement is finalized by a final disposition of the proceeding and all appeals are exhausted or foreclosed by law, and PEC’s Board of Directors (“Board”) is aware of the conclusion, except for settlement agreements that require confidentiality.
    - 3.1.2.2. Information that if released, would violate the privilege of confidential communication between the Cooperative and its attorneys, including, without limitation, information pertaining to concerns reported under the Cooperative’s [Ethics and Compliance Reporting Policy](#), or that is otherwise protected by court order.



- 3.1.3. Real Estate Subject Matters. The Records sought to be inspected include information relating to the location, appraisal, lease, purchase, sale, or condemnation of real property, until the announcement of the project or the formal award of contracts for the property, with details of any such transaction to be publicly available upon public filing of instruments.
- 3.1.4. Personnel Subject Matters. The Records sought to be inspected include personnel information the disclosure of which would violate the law or constitute a clearly unwarranted invasion of personal privacy, including, without limitation, salaries and compensation of any at-will employee except as required by law to be publicly reported.
- 3.1.5. Security Matters. The Records sought to be inspected include the safety or security of the Cooperative's facilities or electrical system, including, without limitation, information pertaining to concerns reported under the Cooperative's [Ethics and Compliance Reporting Policy](#).
- 3.1.6. Competitive Matters. The Records sought to be inspected include Competitive Matters as provided in the Designation of Competitive Matters Policy. Competitive Matters include commercial information and utility-related matters related to the Cooperative's competitive activity that would, if disclosed, give an advantage to individuals or entities who have sought or are likely to seek business from the Cooperative, or the dissolution, takeover, or sale of PEC, or would adversely affect PEC's ability to competitively purchase goods and services and further for which the Board determines in good faith that disclosure presents a compelling risk of likely harm to the Cooperative or its Members.

#### 4. DEFINITIONS

- 4.1. **Records** – Any information, regardless of medium or characteristic, made or received and retained by the Cooperative in observance of legal obligations or in the transaction of business, consisting in physical or electronic form.

#### 5. PROCEDURE RESPONSIBILITIES

- 5.1. The Board establishes the principles set forth in this Policy. The Chief Executive Officer ("CEO") shall implement this Policy, and the General Counsel, as the Policy's Administrator, shall ~~implement and~~ administer this Policy.

#### 6. POLICY ENFORCEMENT

- 6.1. The CEO, through the Administrator, is responsible for enforcement of this Policy.
- 6.2. If a Member is aggrieved by an action of PEC under this Policy, the Member may file a written complaint ~~with the CEO.~~ No later than the 30th day after ~~the date the CEO receipt receives of~~ such a complaint, the CEO Administrator shall take corrective action regarding the complaint, or shall explain to the Member in writing the grounds for declining to take corrective action.
- 6.3. Violations of this Policy may result in disciplinary or corrective action, up to and including, termination.



## 7. REFERENCES AND RELATED DOCUMENTS

[Articles of Incorporation, Article IX](#)

[Bylaws, Preamble](#)

[Tariff and Business Rules §§ 300.4, Member Access to Cooperative Records and ~~500.4~~ 500.8, Fee Schedule](#)

[Designation of Competitive Matters Policy](#)

[Ethics and Compliance Reporting Policy](#)

[Election Policy and Procedures](#)

[Membership List Policy](#)

[Board Meetings Policy](#)

[Policy and Procedure for the Disposition of All or a Substantial Portion of the Cooperative's Property](#)

[Privacy Policy](#)

Date adopted:	August 18, 2008
Last reviewed:	<del>September 29, 2022</del> TBD
Review frequency:	Every two years
Amendment dates:	September 20, 2010; December 19, 2011; November 14, 2016; November 20, 2020; TBD
Effective date:	<del>November 20, 2020</del> TBD
Approver:	Board of Directors
Applies to:	All PEC Members, <del>Staff</del> Employees and Board of Directors
Administrator:	General Counsel
Superseding effect:	This Policy supersedes all previous policies and memoranda concerning the subject matter. Only the Approver may authorize exceptions to this Policy.

