



## Legislation Details (With Text)

**File #:** 2018-008      **Version:** 1      **Name:**  
**Type:** Action Item/Other Items      **Status:** Agenda Ready  
**File created:** 12/15/2017      **In control:** Board of Directors  
**On agenda:** 1/19/2018      **Final action:**  
**Title:** Resolution - Approval Directing General Counsel to Prepare 2018 Proposed Non-Director Election Ballot Item(s) - D Ballard  
**Sponsors:**  
**Indexes:**  
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**Attachments:**

| Date | Ver. | Action By | Action | Result |
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### Resolution - Approval Directing General Counsel to Prepare 2018 Proposed Non-Director Election Ballot Item(s) - D Ballard

**Submitted By:** Renee Oelschleger

**Department:** Legal Services

**Financial Impact and Cost/Benefit Considerations:** Expenditure of Cooperative funds estimated in the amount of \$0 currently included in the Cooperative's 2016 operating budget; expenditures of staff time estimated in amount of 0 hours (other than ordinary processing requirements).

Section 6.1 of the Election Policy and Procedures provides that

"The Board may, from time-to-time, submit matters under consideration by the Board to a vote of the Members. The vote in any such Non-Director Election shall be advisory only, except in such cases where a vote of Members is required by law or the PEC Bylaws, such as a vote to amend the PEC Articles of Incorporation. No later than the Regular Board Meeting 5 months prior to an election, the Board will direct the General Counsel to prepare proposed Ballot wording for any items to be put to a vote in a Non-Director Election. Any such matters will be presented by the General Counsel in a way to enhance Member understanding of such measures, including any Board recommendation or position concerning such a vote."

The Board may now wish to consider whether any Non-Director Election(s) items shall be placed on the 2018 election ballot.

**BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE COOPERATIVE** that the General Counsel of the Cooperative is directed to prepare proposed ballot wording for consideration by the Board of Directors on the following Non-Director Election matter(s) (as defined in the Cooperative's Election Procedures):  
\_\_\_\_\_; and

**BE IT FURTHER RESOLVED** that, in accordance with Section 6.1 of the Election Procedures, the ballot wording will be presented in a way to maximize Members' understanding of the Non-Director Election matter,

including any Board recommendation or position concerning the matter; and

**BE IT FURTHER RESOLVED** that the Board votes to [support/oppose] the proposed Non-Director Election matter and the General Counsel is directed to draft proposed ballot language that reflects the Board's position; and

**BE IT FURTHER RESOLVED** that this proposed Non-Director Election matter shall not be included on the ballot unless and until a majority of the Directors votes to affirmatively place the matter on the ballot and approves the ballot wording.