

Elkhorn Rural Public Power District

Policy #1022

Delegation of Authority from the Board of Directors to the Manager

I. Objective

To delegate authority to the Manager and to express the Board's expectations regarding managerial performance.

II. Policy

The Manager is the chief operating officer of the District, capable of binding it legally and responsible for day-to-day operations. To enable the District to achieve its mission, the Manager shall:

A. Planning

1. Identify the mission, objective and strategic priorities of the District by periodically engaging in a planning process with the board.
2. Develop policies to be recommended to the board for its consideration. Such policies shall be reviewed by the Manager at least once a year with recommendations regarding revisions.
3. Conduct studies and research, utilizing staff, and develop proposed action plans and reports in such areas as load forecasts, power requirements, financial plans, energy management, marketing plans, and engineering requirements.
4. Arrange for customer satisfaction surveys and other techniques to measure customer satisfaction, and also on a periodic basis conduct needs assessments to determine customer interest in additional products or services that might be offered by the District.
5. Develop long-range financial plans, cash management plans, and work plans and budgets for recommendation to the board, and provide periodic reports of revenue, expenses and other results compared to such plans.
6. Analyze and determine state and federal legislative and regulatory matters to be proposed, supported or opposed.

7. Periodically analyze the system's rates and service rules and regulations to make sure they meet operating requirements and make appropriate recommendations to the board.

B. Organizations and Human Resource Management

1. Review activities of the District and determine the organization structure best suited to carry out its objectives within the limitations of the budget, including recommending the need for additional positions.
2. Ensure that written position descriptions and job specifications are prepared and reviewed as necessary for all personnel. Such completed descriptions will not require board approval.
3. Develop or approve standards and qualifications for use in recruitment, transfer and promotion of personnel, and select, appoint, transfer, promote and terminate personnel.
4. Ensure that staff members are trained in accordance with the qualifications and requirements of their positions.
5. Appraise, at least annually, the performance of immediate staff members, and ensure that a performance appraisal program is established and carried out for all personnel.
6. Develop and propose a compensation plan for board approval.
7. Determine all salary adjustments, except the Manager's, within the board-approved compensation plan and policy and within the limitations of the budget. Salary adjustments for the Manager shall be determined by the board.
8. Negotiate, with or without consulting assistance, labor contracts if applicable and make recommendations to the board. Administer the approved labor contract and see that the appropriate managers and supervisors understand the provisions of the contract and its administration.
9. Authorize and approve travel expenses of personnel (except the Manager) on company business within the limitations of the budget and within established policy. Such expenses shall be supported by itemized expense

accounts with receipts attached, as appropriate. Expenses of the Manager will be reviewed by the board.

10. Select and appoint consultants to provide advice and assistance within the limitations of the work plan and budget, and advise the board of actions taken. The selection of consultants working in areas which affect the functions of the board require the board's approval. Report to the board periodically on services provided and the fees received by consultants.

C. Operations

1. Direct day-to-day operations of the District except as specified otherwise by the bylaws or the Board if Directors; delegate authority to immediate staff; authorize further delegation of authority to any level of management with full recognition that the Manager cannot be relieved of overall accountability.
2. Designate an appropriate person to serve as Assistant Manager. In case the Manager becomes incapacitated or is absent, the Assistant Manager shall serve temporarily as acting manager. In the event the Manager is incapacitated or absent for a period in excess of 20 calendar days, the Board of Directors shall take appropriate action, if necessary, at a special or regular meeting of the Board..
3. Participate in national, regional, state and local meetings which further the best interests of the District, within the limitations of board policy and the approved budget. Participation by the Manager in such activities which require considerable time over a sustained period requires the approval of the board. The Manager's service on the board of other organizations shall be reported to the board.
4. Serve as the authorized spokesperson for the District.
5. Administer the approved budget, including approval of non-budgeted items up to \$20,000, which, in his judgment, are vital to affect unanticipated emergency maintenance or repairs. Non-budgeted items exceeding \$20,000 which are not items vital to affect unanticipated emergency maintenance or repairs, must be presented to the board for approval.
6. Determine insurance coverages required for effective risk management and negotiate purchases of such coverage within the limitations of the budget and board policy.

7. Authorize memberships in civic clubs and organizations and company memberships in local organizations in which membership would be beneficial to the District, within the limitations of board policy and state law.

D. Reporting to and Working with the Board

1. Develop with the Board President a schedule of topics to be discussed and reports to be presented to the board to ensure that adequate attention can be devoted to strategic issues and challenges.
2. Develop with the Board President an agenda for each board meeting to ensure that issues are discussed in a timely fashion. Ensure that the agenda reflects the distinction between board reports that address past actions and action items that involve future issues that must be addressed.
3. Report to the board on conformity of operations with approved policies, plans and budgets, and recommend revisions requiring board approval. Periodic and special reports include:
 - a. Status of the long-range financial plan, including equity management and rate competitiveness
 - b. The Annual Financial Audit and Management Letter
 - c. Reports on electric service reliability
 - d. Reports on consumer satisfaction
 - e. A review of the bylaws, board policies, or legal issues
 - f. Loss Control
 - g. Others as appropriate

III. Responsibility

- A. The Manager shall report to the board on how these delegations are being carried out. The Manager may delegate any of the forgoing authorities to the acting manager.
- B. The Board of Directors is responsible for seeing that the performance of the Manager is appraised each year by the board, including a recommendation on a salary adjustment when appropriate, and that the results of such appraisal are discussed with the Manager.

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