

ALASKA VILLAGE ELECTRIC COOPERATIVE, INC.
Nominating Committee Policy - #2029

I. PURPOSE

To set forth the cooperative's policy regarding establishment and operation of a Nominating Committee to develop a slate of candidates for the Board of Directors while maintaining the "widest possible geographic diversity."

II. POLICY

A. Charter of the Nominating Committee

The Nominating Committee is responsible to prepare a slate of qualified candidates for director to be presented to the membership each year in advance of the Cooperative's Annual Meeting.

The Committee consists of seven individuals selected from amongst the current delegates elected by the membership. Committee members are appointed in August of each year and serve until the next Annual Meeting.

B. Organization and Operations of the Nominating Committee

The nominating committee is constituted and conducts its affairs as follows:

1. The Chairman of the Board of Directors, with approval by the board, will appoint annually a nominating committee of seven current community delegates and will designate the Chair of the committee.
2. The committee meets at least annually, via teleconference, to consider and adopt a list of qualified nominees for seats being vacated on the Board of Directors.
3. The Committee is staffed by the Cooperative's Executive Assistant.
4. Committee members will receive pre-paid phone cards for committee-related calls.
5. Committee members will receive teleconference meeting fees per Policy 2002.

C. Functions and Responsibilities

The duties of the nominating committee include the following:

1. Meeting via teleconference at least once a year to review and select candidates to run for open seats on the board of directors.
2. Ensuring that candidates selected meet the required criteria of:
 - Being a bona fide member of the cooperative.
 - Being in good standing – not past due on any debts to the cooperative.
 - Not employed by or financially interested in a competing enterprise or a business selling electric energy or supplies to the cooperative.
 - The candidates, in conjunction with the rest of the board members, represent the widest possible geographical distribution.
3. Submitting a list of candidates no later than 90 days before the next scheduled annual meeting.

D. Policy Review

The Board of Directors reviews the policy annually and amends it as appropriate.

III. RESPONSIBILITY

The Chairman of the Board of Directors shall monitor and enforce this policy.

Date Adopted: 08/24/15

Resolution No. 15-20

Dave Revised: 06/03/16

Resolution No. 16-24

ATTEST _____
Phyllis Clough, Secretary