

LA PLATA ELECTRIC ASSOCIATION, INC.

DURANGO, COLORADO

**Board of Directors Policy**

Subject: <b>Disclosure of Cooperative Information</b>			Policy No: <b>108</b>
Original Issue: 1/17/01	Last Revised: 11/15/23	Last Reviewed: 11/15/23	Page 1 of 6

I. OBJECTIVE

To guide the disclosure of information of La Plata Electric Association, Inc. (Cooperative) in response to requests by members of the Cooperative, the general public, and news media; establish the procedure for requesting disclosure of Cooperative information; and ensure that the Cooperative meets or exceeds the statutory and regulatory requirements for the disclosure of Cooperative information without compromising the best interests of the Cooperative, its employees or individual members.

II. POLICY AND PROCEDURES

A. Information available to the general public for inspection and copying

1. Subject to compliance with the request procedures set forth below, the following information shall be available on the Cooperative's website for the general public and news media or upon verbal or written request, except for video recordings in Section i below, which will only be available on the website:
  - a. The Articles of Incorporation and the Bylaws of the Cooperative.
  - b. The notices, agendas and approved minutes, including resolutions, of all meetings of the Board of Directors and annual and special meetings of the members held within the three years immediately preceding the request.
  - c. A list of names and official contact information of current directors, their districts, and officers of the Board of Directors.
  - d. Waivers of notices of meetings of the Board of Directors.
  - e. A list of committees of the Board of Directors and the names of directors serving on such committees.
  - f. Published tariffs, rules, and regulations of the Cooperative.
  - g. Mission statements and written statements of principles approved by the Board of Directors.

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- h. Policies of the Board of Directors, including but not limited to the policy governing the election of directors, how to become a director, and the deadline for mailing in ballots at the annual meeting, as required by C.R.S. Section 40-9.5-101, et. seq.
  - i. Video recordings of regular Board Meetings will be posted on the Cooperative's website for a period of one year from the date of recording. Technical issues that may arise and prevent the posting of recordings of said meetings will not put the Cooperative in violation of this policy.
  - j. A summary of all donations, sponsorships, and scholarships made by the Cooperative, which shall be displayed on the Cooperative's website for the past three years.
  - k. A summary of all expenditures of the Board of Directors, as contained in the Director Expenditure Reports, which shall be displayed on the Cooperative's website for the past three years.
  - l. The Cooperative's net metering requirements as required by C.R.S. Section 40-9.5-108.5 (1)(b).
  - m. Procedure for filing complaints with the Cooperative.
  - n. Additional information or types of information that may be designated from time to time by the Board of Directors or the CEO for general distribution to the public.
2. The Cooperative will provide the three most recently filed IRS annual tax returns upon written or verbal request.
  3. Any other information required by federal or state law or regulation will be provided upon written request using the attached Exhibit 1 which includes the date, requesting party's name, account number, if applicable, and a description of the information desired.
  4. If the Cooperative determines that the information requested is voluminous, the requesting party shall prepare a written request using the attached Exhibit 1. Said information shall then be provided as soon as

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practicable, but the member must give the Cooperative at least five business days advance notice before the date on which the member wishes to inspect such records.

- B. Information available to current members of the Cooperative, without statement of purpose
1. In addition to the information listed in section A above, Cooperative members may inspect all Cooperative documents, except for those categories listed in Sections C and D below, without providing a statement of purpose. Such information shall include, but not be limited to:
    - a. Annual audited financial reports of the Cooperative for the three years preceding the date of the request.
    - b. Monthly published financial reports showing assets, liabilities and the result of operations for all periods during the current and preceding fiscal year.
    - c. Budgets and Forecasts approved by the Board of Directors.
    - d. All written communications issued to the members as a group or to any class of members as a group within the three years preceding the request.
    - e. The most recent corporate report delivered to the Secretary of State.
    - f. Resolutions adopted by the Board relating to characteristics, qualifications, rights, limitations, and obligations of the members.
    - g. General information about hiring practices of the Cooperative.
    - h. Presentation materials, such as slides, used during open session at a Board meeting.
  2. Any member of the Cooperative that wishes to inspect documents of the Cooperative shall complete a request using the attached Exhibit 1, which includes the date, member's name, account number, and a description of the information desired.

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3. Responses to requests made under the above section shall be provided as soon as practicable, but the member must give the Cooperative at least five business days advance notice before the date on which the member wishes to inspect such records.
- C. Information available to current members of the Cooperative with a good faith statement of purpose
1. The following information shall be subject to disclosure upon providing a good faith statement of a proper purpose for its use in a request using the attached Exhibit 1, which includes the date, member's name, account number, and a description of the information desired:
    - a. A list of members of the Cooperative and their addresses are available to (i) candidates qualified under Policy 105 and running for director at the next election pursuant to C.R.S. Section 40-9.5-110(1)(b); and (ii) a member for inspection, pursuant to C.R.S. Section 7-127-201, from two business days after the notice of the members' meeting until the date of the members' meeting.
    - b. The candidate or member requesting the list of members will sign a nondisclosure agreement and affidavit, consistent with Exhibit 2 attached hereto, attesting that:
      - (1) The requesting party is a candidate qualified under Policy 105 and running for director at the next election, or a current member of the Cooperative that is entitled to vote at the members' meeting for which the list was prepared.
      - (2) The purpose of receiving the list shall be for the distribution of candidate or position statements to other members in anticipation of a members' meeting and will not be used for any other purposes of advertising, marketing, or solicitation.
      - (3) The information will be destroyed or returned to the Cooperative promptly after the members' meeting.
      - (4) The member will not allow the information to be used in a computerized auto dialer system.

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2. Responses to requests made under the above section shall be provided as soon as practicable, but the member must give the Cooperative at least five business days advance notice before the date on which the member wishes to inspect such records in accordance with C.R.S. Section 40-9.5-110(1)(b).

D. Information not available to members, due to privacy or other protection

1. The following information shall be considered confidential or protected from disclosure to the members of the Cooperative, unless the Board of Directors approves such request for disclosure after consideration at a regular meeting:
  - a. All personnel files, including but not limited to specific information regarding any employee's compensation, benefits or work performance;
  - b. All documents or information related to executive sessions of the Board of Directors or any Board committee;
  - c. All member account information that discloses confidential information about the member or the member's account;
  - d. All documentation related to litigation matters, contract negotiations, real estate matters, or other documents otherwise protected by applicable law;
  - e. All documentation or information that is subject to a Non-Disclosure Agreement or similar agreement;
  - f. All documentation or information that constitutes a trade secret, process, program, or trademark;
  - g. All documentation or information whose disclosure is prohibited by law;
  - h. All other documentation or information that is designated as confidential by the Board of Directors or the CEO.

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2. To request review by the Board of Directors, the requesting member must be a member of the Cooperative for at least three months, complete the written request form attached as Exhibit 1, and include a good faith statement of the purpose for requesting the information and how the information will be used. The Board of Directors may require an affidavit and nondisclosure agreement, consistent with the attached Exhibit 2, be signed prior to releasing any of the requested information.
3. The member must give the Cooperative at least five business days advance notice before the date on which the member wishes to inspect such records as required by C.R.S. Section 40-9.5-110(1)(b).
4. Nothing herein contained is intended to supersede the disclosure of information required by law or compelled by court order. Notwithstanding anything herein contained to the contrary, any member shall be provided specific account and business information related to the member's account and shall be free to discuss with appropriate members of the Cooperative staff any questions or concerns about the member's account or the services provided to such member by the Cooperative.

III. REIMBURSEMENT

The Cooperative reserves the right to assess charges for providing information such as reimbursement for staff time, copying expense, and postage, if any, unless otherwise required by law. The Cooperative also reserves the right to request a deposit for such charges, unless prohibited by law.

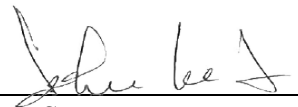
IV. RESPONSIBILITY

The Chief Executive Officer (CEO) is responsible for the administration of this policy and for maintaining the written request form (Exhibit 1) and the nondisclosure agreement and affidavit (Exhibit 2).

The CEO shall provide a quarterly report to the Board summarizing all requests received.

11/15/2023

Date



Secretary