

ORIENTATION OF NEW DIRECTORS

I. OBJECTIVE

To ensure that each new director receives an appropriate orientation concerning their duties and obligations as a director soon after their election or appointment.

II. POLICY

- A. New directors will be given the orientation described in this policy.
- B. Each new director will, within one month following their election or appointment, be provided access to the following documents:
 - 1. Association Bylaws.
 - 2. Articles of Incorporation.
 - 3. Policy Manual.
 - 4. Minutes of the regular and special meetings of the Board for the preceding six months.
 - 5. The most recent annual report.
 - 6. RUS Form 7 for each of the preceding six months.
 - 7. Budget for the current year.
 - 8. Current Alaska Power Association (APA) Directory.
 - 9. Tariffs.
 - 10. The most current copy of the *Ruralite* magazine.
 - 11. The most current GVEA internal newsletter.
 - 12. Calendar of directors' meetings and available seminars.
 - 13. A list of external organizations in which GVEA participates.
 - 14. A listing of general electric industry acronyms.
 - 15. Such other documents and materials as may be appropriate.

The Chair of the Board and the President & CEO will schedule a meeting with the new Board member within two months of being elected, for the purpose of answering questions and responding to any concerns the new director may have.

- C. The Chair of the Board will review with the new director Policies 1.2, (GVEA's Mission and Values), 2.1 (Authority and Functions of Directors), 2.1.1 (Director's Conflict of Interest), 2.2 (Delegation of Authority by the Board of Directors to the President & CEO), 2.3 (Relationship Between the Board of Directors and the President & CEO) and 2.6 (Directors' Fees, Expenses and Transportation), and such other policies and matters as the Chair may consider appropriate.

- D. The President & CEO will introduce the new director to key members of their staff, including all Executives. The orientation will include a briefing from each Executive and the CEO (or designee), and a tour of GVEA's facilities, including the main offices in Fairbanks, the North Pole Power Plants, the Healy Power Plant, and the BESS facility.
- E. The Executive Administrative Assistant will inform the new director of the details concerning documentation of travel and other expenses, the payment of directors' expenses and fees, and the scheduling of activities of the director to be conducted on behalf of GVEA.

III. RESPONSIBILITY

The Chair of the Board and the President & CEO will be responsible for ensuring that orientation of new directors occurs in the manner specified in this policy.

ADOPTED: May 23, 1988
AMENDED: March 27, 2017