

b. Do you have a commitment of loyalty to another commercial enterprise that conflict with the best interests of the Cooperative?

Yes _____ No _____

c. Will you accept, or have you accepted or been provided any financial or campaign assistance in seeking election or performance of duties as a Cooperative Director?

Yes _____ No _____

Comments:

11. Are you a relative of any Cooperative employee or Director?

Yes _____ No _____

If yes, what is that relationship? _____

12. Have you, during the five years preceding the election for which you will be a candidate, been convicted of any felony, or been convicted of any offense, however denominated, involving a breach of trust or the unlawful taking or retention of any property of another?

Yes _____ No _____

13. Have you served in the past on boards of directors, public boards or as an officer of a public or private corporation or cooperative: (Please list specific dates and offices held.)

14. List current boards and activities with which you are involved. (Please list specific dates and offices held.)

15. Other relevant experience. (Do not list church or political activities and experience.)

16. Do you feel cooperatives are an important part of the electric industry? If so, why?

17. Why do you want to serve as a director of this cooperative?

18. Areas of expertise/contribution you feel you can make?

19. Any other information which you feel should be considered.

AFFIRMATION

I, the undersigned, hereby state and affirm as follows:

1. I have read the Cooperative's corporate policy 2.26 entitled "Functions of the Board of Directors."
2. I am qualified in accordance with the policy to be nominated and elected or appointed as a Cooperative Director.
3. I am qualified to serve as such Director.

Date

Signature

Please return this form to Heather Peterson at hpeterson@piercepepin.coop no later than 4:30pm on April 24, 2026. Thank you.

PIERCE PEPIN COOPERATIVE SERVICES

Wisconsin 32 Pierce

Ellsworth, Wisconsin 54011

POLICY BULLETIN 2.26

Functions of the Board of Directors

I. PURPOSE

- A. To establish, clarify, and interpret the responsibilities and authorities of the Board of Directors as set forth by law, the Articles of Incorporation, the Bylaws, and accepted business principles.
- B. To provide guidance to individual directors in the performance of their duties and responsibilities.
- C. To provide guidance to the member-owners in the selection of directors.

II. POLICY

The Board of Directors derives its authority from, and is directly accountable to, the member-owners of the Cooperative. The Board of Directors is empowered by them and required by law to institute such actions as are necessary to attain the objectives of the Cooperative by the protection of its rights, interests, and assets, except such actions which by law, the Articles of Incorporation, or the Bylaws are conferred upon or reserved to the members. Therefore, it shall be the policy of the Board of Directors of Pierce Pepin Cooperative Services to use the following outline of relationships and responsibilities as guidelines for action and behavior as individual and collective members of the Board of Directors in fulfilling its responsibilities and obligations to the member-owners of the Cooperative.

III. PROVISIONS

The following provisions apply to this policy:

- A. Relationships
 - 1. The Board of Directors reports to:
 - a. As a Board -- the member-owners through the elected officers and others; and

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- b. As individuals -- the Chairman as the chief presiding officer, or, in his/her absence, the Vice-Chairman.

2. The Board of Directors directs:

- a. All committees of the Board of Directors; and
- b. The President and Chief Executive Officer.

B. Responsibilities

The Board of Directors is expected to fulfill the following responsibilities:

- 1. To maintain the legal entity of the Cooperative by:
 - a. Complying with the provisions of the Articles of Incorporation, Bylaws, and regulatory and contractual requirements placed upon the Cooperative by, but not limited to, federal, state, and local statutes and ordinances, and the regulations of federal, state, and local commissions and agencies;
 - b. Recommending the revision of the cooperative's Bylaws as necessary or required; and
 - c. Executing, or having executed, all necessary legal contracts.
- 2. To act as trustee for the member-owners by:
 - a. Protecting the assets and interests of the Cooperative;
 - b. Complying fully with the provisions of the Bylaws and policies;
 - c. Assisting new members of the Board of Directors to become oriented in their responsibilities;
 - d. Maintaining or having maintained full and accurate minutes of official Board of Directors and membership meetings;
 - e. Informing or having the members informed of the objectives, plans, and programs of the Cooperative;

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Functions of the Board of Directors

- f. Participating in activities which enhance the prestige of the Cooperative and help to fulfill its corporate obligation to the area it serves; and
 - g. Keeping informed and improving their knowledge and skills as members of the Board of Directors and using their knowledge and skills to contribute to the effective management of the Cooperative.
3. To provide organization and operational direction by:
- a. Formulating, approving, and periodically reviewing general policies for the operation of the Cooperative; and
 - b. Selecting a President and Chief Executive Officer and delegating to him/her the responsibility and authority for the operation of the Cooperative within the limits of the general policies established by the Board of Directors.
4. To consider and adopt or approve in consultation with the President and Chief Executive Officer:
- a. Retail rates and classifications;
 - b. Terms and conditions governing the provisions of electrical service to members;
 - c. Plans for meetings of members;
 - d. Basic organization structure and wage and salary plan;
 - e. Employee benefit program;
 - f. Selection of legal, accounting, engineering, management, and other consultants;
 - g. Long and short range financial and engineering plans as required and necessary for the maintenance of the economic feasibility of the Cooperative; and
 - h. Annual work plans and operating budget.

5. To provide the continuing operating and capital requirements of the Cooperative by:
 - a. Considering the results of studies and recommendations prepared by the President and Chief Executive Officer;
 - b. Adopting rate changes and financial practices necessary to provide operating requirements; and
 - c. Initiating loan applications.

6. To establish and periodically review measures and controls as recommended by the President and Chief Executive Officer to:
 - a. Prevent unauthorized action;
 - b. Determine progress in major areas;
 - c. Predict trends;
 - d. Determine where changes should be made;
 - e. Measure performance in relation to goals, plans, and budget; and
 - f. Measure the Board of Directors' attainment of the stated objectives of the Cooperative.

Responsibility: Board of Directors

Procedure: As Outlined Above

Date Adopted: 12-04-1997

Date Revised: 09-06-2001

Date Reviewed: 03-12-2007

Date Reviewed: 06-01-2017