

***GEORGIA
UTILITIES
COORDINATING
COUNCIL, INC.***

**POLICIES AND PROCEDURES
MANUAL**

I. MEMBERSHIP

A. *LIFE MEMBER* – This prestigious honor is for a retired Member who is not currently serving in any capacity in the utility industry. (In the event a life member returns to the industry as an employee or contractor; Life Member status and benefits will be suspended. Membership may be re-instated at the request of the suspended Life Member after a one (1) year separation from the industry.)

Selection Criteria

- This person must have served as an officer on the state advisory or executive boards or in a LUCC, chaired a local chapter or state association subcommittee, or served as a Regional Representative.
- This person must have attended at least one (1) state meeting per year for the past five (5) years and must have attended the majority of their LUCC meetings for the past five (5) years.
- This honor will be bestowed on a maximum of two (2) people per year.

Benefits

- Presentation of a framed Life Membership Certificate at the state association meeting of the candidate's choice.
- Complimentary conference registration for the member and spouse.

Application Requirements

To apply for candidacy, the Chairman of the member's local committee will submit a letter, a minimum of 90 days prior to the date of the state conference that the candidate is to receive the award, nominating the member for the Life Membership. A list of accomplishments and short biography is required with the nomination letter. The candidate and his/her local committee chairman will be notified by letter, a minimum of 30 days prior to the awards ceremony.

The GUCC Board of Director's shall vote these members in. Unsuccessful candidates may re-apply for Life Membership

II. NOMINATING COMMITTEES

A. **BOARD AND REGIONAL REPRESENTATIVES NOMINATING COMMITTEE:** Only members in good standing should be selected to serve. They should be well acquainted with the membership, be informed of the duties of the offices to be filled, understand the purpose and mission of the GUCC, and be willing to plan open-mindedly for its future progress by seeking out the best possible nominees for the vacant offices of Board and Regional Representatives. The Nominating Committee shall consist of the Past Board Chairman, a Board member, and a general Member. The Nominating committee shall be in force and effect for a one (1) year term. This term will begin after nominations of this committee are made and acceptance at the Spring Board meeting

and run until the approval of the nominees at the Fall meeting. A new nominating committee will be form at the following spring meeting.

B. COMMITTEE CHAIR NOMINATING COMMITTEE: This committee will be lead by the previous Board Chairman. He or she shall have the option to select his or her committee members. This committee shall become enforce and effect when the need arises for the replacement of a committee chair.

C. BOARD MEMBER COMMITTEE SPONSORSHIP: At the first meeting of the new year, each Board Member will be assigned to an existing committee as the committee's sponsor. This assignment will be designated by the current Chairman and/or a Board Member may volunteer as a Sponsor. The Sponsor will assist where needed with his or her committee. In the absence of the reports and feedback to the Board by the Committee Chair with activities of the committee, it will be the Sponsor's responsibility to report on the committee and its activities.

III. REGIONAL REPRESENTATIVE

A. The Nominating Committee shall recommend and elect Regional Representatives to share information related to the activities of the Organization on a regional basis. The representatives will be elected from the represented members of participating utilities, contractors, and governmental organizations. The Regional Representatives will report to the current GUCC Vice Chairman.

The Regional Representatives will receive information and direction from the current GUCC Vice Chairman. The Regional Representatives will in turn give feed back on subject matters of concern and interest, along with information from the local committees and the general GUCC membership.

The Regional Representatives are tasked with sending information to the local committee's current chairman for distribution at the local LUCC meetings, i.e. new legislation, policy changes and general happenings in the industry.

There will be seven Regional Representatives. Multiple Co-Representatives can be assigned areas in their respective regions. Their areas of responsibility will match the state GDOT district offices. These areas are currently identified as follows:

Region 1: Gainesville

Region 2: Tennille

Region 3: Thomaston

Region 4: Tifton

Region 5: Jesup

Region 6: Cartersville

Region 7: Chamblee

The minimum objectives of the Regional Representatives will be as follows:

- a) Attend a minimum of one (1) GUCC State Conference and participate in any meeting that is designated for the Regional Representative and/or Local Committee officers...i.e. Local officers and Representatives Breakfast that is held at each conference.
- b) Act as a liaison between the GUCC and the LUCC's.
- c) Provide feedback to the current GUCC Vice Chairman from the local committees and general membership participants.
- d) Attend each local committee meeting in their region at least one (1) time each quarter.
- e) Be responsible for collecting the nominations for the annual award for the local committees Chairman, Vice Chairman and Secretary of the Year award. This award is given at every Fall conference.

The current GUCC Vice Chairman will be responsible for distributing up to date information to the Regional Representative for distributing. This will included such items as the nominations for the Golden Backhoe Award and changing policies and industry standards. The GUCC Vice Chairman will also be responsible for the collection of data from the Regional Representative which pertains to the current information on the committees in their region for annual GUCC Directory. The GUCC Vice Chairman will also be responsible for selecting the Regional Representative of the Year recipient. This award will be given at the Spring conference.

In the event a Regional Representative cannot continue in his or her position as representative, then he or she will be required to submit in writing a letter of resignation to the Vice Chair.

IV. MISCELLANEOUS PROVISIONS

- A. Indemnification - The Organization shall indemnify those persons, which it is entitled to indemnify, pursuant to Official Code of Georgia Annotated Section 14-3-850, et seq., as amended. The Organization will purchase and maintain General Liability and insurance on behalf of any Officers and Directors against any liabilities asserted against such persons whether or not the Organization would have the power to indemnify such Officers and Directors against such liability under the laws of the State of Georgia. If any expenses or other amounts are paid by way of indemnification, other than by court order, or by an insurance carrier, the Organization shall provide notice of such payment to the members in accordance with the provisions of the laws of the State of Georgia.
- B. Insurance - To the extent permitted by Georgia Law, the Board may direct the Chairman or his/her designee to purchase and maintain insurance on behalf of any person serving the Organization at the Organization's request.
- C. Books and Records - All books and records of the Organization may be inspected by any member, or his or her agent or attorney, for any proper purpose at a reasonable time and at a location designated by the Organization.
- D. Policies and Procedures Manual - This **Policies and Procedures Manual** will serve as an expansion of the terms of operation of the Organization in accordance with the Articles of Incorporation and By-Laws. This Manual will not derogate or modify the purposes of the Organization and relationships, rights, and obligations of members, directors, officers, and staff. Revisions to this Manual will be made by approval of the Board.
- E. Amendments to Policies and Procedures - The Board shall have the power to alter or amend the Policies and Procedures by the affirmative vote of a majority of the Directors.
- F. Fiscal Year - The fiscal year of the Organization shall be such period as the Board shall determine, and unless otherwise so determined, shall begin on the first day of January each calendar year and end on the last day of December each calendar year.
- G. Local Utility Coordinating Committees - The LUCC's will operate independently from the Organization but shall serve as forums for exchanging ideas and sharing information in furtherance of the corporate purpose(s) of the Organization.
- H. Amendments to Articles of Incorporation - Except as may be provided by the Georgia Nonprofit Corporation Code, the Board shall have the power to alter or amend the Articles of Incorporation by the affirmative vote of a two thirds quorum of the Directors.
- I. Amendments to By-Laws - Unless otherwise required by law, revisions of the by-laws may be proposed by any member at a regular meeting of the full membership of the Organization or by any member of the Board at a regular meeting of the Board. A proposed Amendment must be submitted in writing to the Secretary of the Board of Directors no later than fourteen (14) days in advance of the meeting at which it is proposed. Any amendment proposed during a regular meeting of the Board or the Annual Meeting shall be tabled and referred to the Board for consideration. Such proposed Amendment will then be read and discussed in at least two subsequent meetings of the Board. After the prescribed reading and discussion the Board may approve the Amendment by a majority of a quorum of Directors present and voting at any regular meeting.