

Policy Type: Board-Management Relationship

Policy Title: D3 – Delegation to the GM

Last Revised: March 1, 2021

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The Board shall delegate authority to the GM through written Ends and Executive Limitations policies.

1. The Board shall authorize the GM to establish all further policies, practices, and plans for the Cooperative as long as the GM uses any reasonable interpretation of the Board's Ends and Executive Limitations policies.
2. The Board will let stand the GM's choices as long as those choices are based on reasonable interpretations of Board policies. The Board shall be the final arbiter of reasonableness. Judging "reasonableness" means judging with a "reasonable person" test rather than with interpretations favored by individual directors or by the Board as a whole.
3. Should the Board change an Ends or Executive Limitations policy, the change(s) shall apply prospectively only.