

NRECA Director **Education provides** you with the full spectrum of education you need to govern your co-op successfully from the first day in your position, to the time you leave the board. No matter your tenure, NRECA offers education that is relevant to your role.

NRECA Director Education Highlights



Director Competencies

NRECA has developed a set of competencies that address the knowledge, skills and abilities necessary for any member of the board to govern their co-op effectively.

See page 7 or visit cooperative.com/dircompetencies for more information.



Director Community

Looking for a place to connect with director peers from co-ops across the country? The cooperative.com based online Directors Community is just the place. Follow these five easy steps to join:

- 1. Log on to cooperative.com.
- 2. Click on MENU in the upper left.
- 3. Click on "People and Networking."
- 4. Click on "Professional Communities."
- **5.** Select "**Directors Community**" request to join.



Online Courses

NRECA's online learning portfolio covers a wide range of topics and learning formats, including select CCD and BLC courses.

Visit cooperative.com/online for more information and schedules.

Why Choose Us? We Know Co-ops.

NRECA offers a wide range of co-op specific education programs you need to effectively lead your co-op.

- Our programs feature co-op specific case studies, examples and discussions.
- Our instructors are not only experts in their fields, but average more than 20 years of co-op experience.
 Check out page 6 for more on our instructors.

Explore Your Options

NRECA offers governance education programs in a variety of formats and delivery options:

- Online
- On-site at your co-op, statewide or G&T
- Face-to-face conferences and meetings

Whatever your preference, we've got plenty of learning options for you!

Get Started Today!

- Take the Online Director Education Assessment to learn what education programs are right for you. Visit cooperative.com/directorassessment or see page 5 for more information.
- Review this catalog or visit cooperative.com/learning to see all we have to offer.
- Register online where available or call us at 703-907-5656 to get started!

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Director Certificate Programs

NRECA's Director Certificate Programs (offered in three levels, from fundamental to advanced) are designed to help electric cooperative directors, at every stage of their service, understand their roles and responsibilities, stay up-to-date on the key issues and trends in the industry and prepare them to meet the challenges facing electric cooperatives now and in the future.

The Director Gold credential recognizes directors who have earned their CCD and BLC credentials and want to continue learning throughout their service on the board. See page 31.



The Board Leadership Certificate (BLC) program consists of courses focusing in greater depth on specific industry and governance issues such as risk management, ratemaking and policy development. See pages 12-30.

BLC
BOARD LEADERSHIP
CERTIFICATE

The Credentialed Cooperative Director (CCD) Certificate is a set of five courses that focuses on basic governance knowledgeand the essential skills required of cooperative directors. See pages 9–11.

CCD

CREDENTIALED COOPERATIVE
DIRECTOR CERTIFICATE

I have learned so much through the NRECA courses that I have taken. That knowledge makes me a better cooperative director and sharing experiences and insights with other directors is extremely valuable."

Tim G. Lehmberg, CCD, BLC, DGC Central Texas Electric Cooperative

Director Gold = CCD + BLC + 3
Additional Credits from BLC Courses

(renewal every two years)

BLC = CCD + 10 Credits from CoursesWithin Specialty Areas:

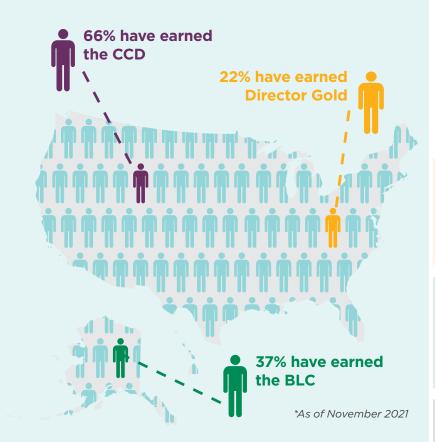
Communications • Cooperative Business Model • Grassroots • Financial • Governance • Power Supply • Risk Management

CCD = 5 Core Courses:

- (2600) Director Duties and Liabilities
- (2610) Understanding the Electric Business
- (2620) Board Operations and Process
- (2630) Strategic Planning
- (2640) Financial Decision-Making

DID YOU KNOW?

Of the 7,200* directors nationwide:



Learn More!

Review this catalog or visit cooperative.com/directors to learn more about all three Director Certificate Programs.

My Education Action Plan

Use this worksheet to keep track of the courses you've taken and what you still need to take to reach your learning goals!

Taken	Want to Take	Course				
	C	redentialed Cooperative Director Certificate (CCD)				
		2600 Director Duties and Liabilities				
		2610 Understanding the Electric Business				
		2620 Board Operations and Process				
		2630 Strategic Planning				
		2640 Financial Decision Making				
		Board Leadership Certificate (BLC)				
		Communications				
		914.1 Cooperative Communications and Public Opinion: The Director's Perspective				
		943.1 Conversation Skills Outside the Boardroom				
		944.1 Giving and Receiving Effective Feedback				
		956.1 Crucial Conversations in the Boardroom				
		Cooperative Business Model				
		913.1 Cooperative Fundamentals, Legacy and Economic Impact				
		919.1 Cooperative Structure: A Strategic Advantage				
		Financial				
		974.1 Rate Making Strategies and Policy Decisions for Electric Cooperative Boards				
		975.1 Capital Credits Issues and Decisions				
		977.1 Equity Management and Boardroom Decision Making				
		Governance				
		901.1 Rules and Procedures for Effective Board Meetings				
		903.1 The Role of the Board Chair in Conducting Effective Meetings				
		905.1 Assessing Governance: Taking a Continuous Improvement Approach to Governing Your Co-op				
		925.1 Co-op Bylaws: Guiding Principles & Current Issues				
		929.1 Current Governance Issues in Policy Development				
		930.1 Ethics and Governance: Implementing the New Accountability				
		935.1 Appraising and Compensating the CEO				
		941.2 The Gettysburg Leadership Experience (2.5 days)				
		951.1 Developing Effective Boardroom Decision Making				
		952.1 Increasing Influence and Building Board Consensus				
		953.1 Improving Board Decision Making Quality				
		955.1 Your Board's Culture: Its Impact on Effectiveness				

Taken	Want to Take	Course					
		957.1 How to Evaluate and Improve Board Performance					
		958.1 Succession Planning: Developing the Purpose-Driven Organization					
	959.1 Boardroom Challenges: Connecting Theory to Action						
		971.1 Governance Challenges of the Evolving Distribution Cooperative					
	Grassroots						
		918.1 Maximizing Your Grassroots Strategy					
		Power Supply					
		961.1 The Evolution of Electric Cooperative Power Supply					
		964.1 Communicating the New Energy Landscape					
Risk Management							
		921.1 Risk Oversight: The Board's Role in Risk Management					
		927.1 Cybersecurity: The Board's Oversight Role					

Have You Taken Courses Not Listed Here?

900-level courses not listed are no longer offered but they may apply toward the BLC certificate.

Not Sure Where to Start?

We can help you create a custom learning roadmap with our Online Director Education Assessment. This competency-based self-assessment provides individualized summaries of strengths, areas for development and recommended learning opportunities. Your results can lay the foundation for and guide professional development planning.

Visit cooperative.com/directorassessment to choose your path!

Need to Know What Courses You've Taken?

Visit cooperative.com/courserecord or contact:

Angie Hylton angie.hylton@nreca.coop 703-907-5656



Faculty Spotlight

Through NRECA's nearly 50-year reputation in providing co-op education and training programs, our members have access to instructors with over 200 years of combined co-op experience.



MOLLY MCPHERSONFounder of Molly + Co. | 25+ years



DELAINE ORENDORFF
Director, Human Capital Planning,
Business and Technology Strategies
NRECA | 20+ years



MIKE MARSCH Consultant | 25+ years



JOHN PENRYFounder, Penry Consulting
17+ years



BRYAN K. SINGLETARYPresident Practical Energies | 35+ years



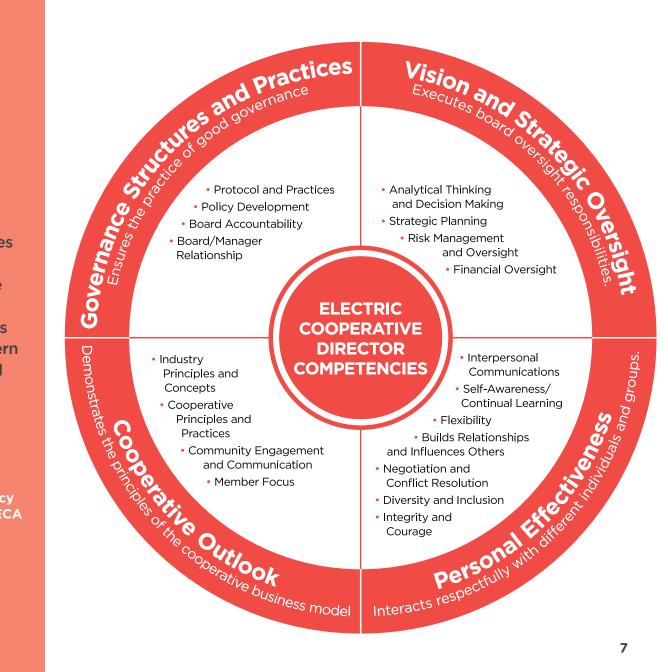
DAVE TAYLORCEO and Co-owner, LDR Leadership
27+ years

6 | Director Education Catalog

Electric Cooperative Director Competencies

NRECA is committed to helping electric cooperative directors meet the challenges of a rapidly changing industry—inside and outside the boardroom. To help identify the knowledge, skills and abilities needed to govern effectively, we've developed a competency framework specifically for electric cooperative directors.

Visit cooperative.com/dircompetencies to learn more about this competency framework and how it maps to NRECA **Director Education programs.**



Continuous Learning **YOUR Way**

NRECA's competency-based education programs are designed to target knowledge and skills that are relevant and transferable to the co-op boardroom. We offer a wide range of education programs for directors. Explore the following pages to learn about all that we have to offer!



Online

Instructor-led/remote classroom or 24/7 on demand at your own pace



On-site

Available for delivery at your co-op, statewide or G&T. See page 16 or visit cooperative.com/onsite.



Various Locations

Face-to-face conference or meeting. Dates, location(s) and online registration available at cooperative.com/conferences.



NRECA/CFC Headquarters

Face-to-face meeting occurs at NRECA and CFC headquarters in Northern Virginia. Visit cooperative.com/conferences for dates and to register.



Governance Talk Videos

NRECA has created a series of free, short educational videos for directors, CEOs. attorneys and staff that feature conversations with co-op and industry experts on some of today's most important governance issues, including transparency, member elections, cybersecurity and the director-CEO relationship.

Visit cooperative.com/governancetalk to start watching!

V■These symbols indicate where the events, programs and courses in the catalog are offered. Additional information about all education programs is available at cooperative.com/conferencesandeducation



Director Certificate

2600 Director Duties and Liabilities

2610 Understanding the **Electric Business**

2620 Board Operations and Process

Boards are responsible for directing the affairs of the corporation. This course discusses and explains the duties of loyalty, obedience and due care, and the need for directors to acquire the minimum knowledge and skills necessary to fulfill their responsibilities within the cooperative context.

Key topics:

- An overview of today's multibillion dollar electric utility business
- The concepts and values that govern cooperatively owned businesses and related types of organizations
- Legal and regulatory concepts affecting public utilities
- Key legal documents such as articles of incorporation and bylaws
- The role of management and guidelines for maintaining an effective relationship with the CEO

On-site Online

Various Locations

This course is designed to provide the electric distribution director with an understanding of the operational challenges electric cooperatives face. The course also presents a set of tools to facilitate due diligence in boardroom decision making on these issues.

Key topics:

- The policy and planning decisions boards make with regard to utility operations.
- Developing a culture of safety at your cooperative.
- How boards authorize resources consistent with the strategic plan, long-range financial.
- The board's role in the delivery of electricity includes how board provide direction through a strategic planning process.

On-site Online

Various Locations

It gives a great view into the mechanics of the electrical grid and its importance to understanding the board's role."

Judy Geier, CCD Director, Northern **Plains Electric Cooperative**

The board of directors is responsible for managing the affairs of the corporation. In fulfilling its duties, the board typically can only take official action via majority vote in a duly convened meeting. This course focuses on the legal requirements for holding board meetings and also on the human factors and group processes that make such meetings productive and effective.

Key topics:

- Identifying the individuals and groups with whom the board must maintain effective working relationships
- Understanding, working with and responding to members
- How public officials and opinion leaders impact the cooperative and the board's role in building and maintaining effective relationships
- · Lessons and guidelines regarding key internal relationships: with the board chair, with the attorney and within the cooperative

On-site Online

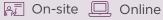
Various Locations

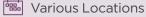
2630 Strategic Planning

Boards have ultimate responsibility for ensuring and evaluating the long-term health of the organization. They help fulfill this duty through strategic thinking, identifying goals through strategic planning and authorizing the appropriate allocation of resources through the adoption of financial policies, budget review and approval and monitoring management's progress toward strategic goals. This course teaches directors how to participate effectively in strategic thinking and planning processes.

Key topics:

- Understanding the difference between strategic thinking and strategic planning
- Analyzing your cooperative's strengths, weaknesses, opportunities and threats
- Recognizing the board's oversight responsibility
- Using the strategic plan in the annual evaluation of the cooperative's accomplishment and as the foundation of the CEO's performance appraisal





2640 Financial Decision Making

This course is designed to help directors assess their cooperative's financial position via financial statements used in financial reporting and planning, as well as key ratios developed from these financial statements. Participants will also recognize how board decisions impact their co-op's financial position.

Key topics:

- Identifying the key financial decisions boards make.
- The uniqueness of the cooperative business model and a typical cooperative's financial attributes.
- Recognizing three financial documents used by cooperatives and related key financial ratios.
- Understanding how board decisions impact the financial position and financial statements.
- The difference between reporting a cooperative's financial results and understanding a cooperative's financial position.
- The audit function.

On-site Online

Warious Locations





Board Leadership Certificate

Build a Balanced Board

The BLC courses are grouped into specialty areas. To ensure boards have a diverse set of knowledge and skills relevant to governing electric co-ops, directors are encouraged to make certain their board as a whole has exposure to each category. We advise that all directors complete five recommended BLC courses—indicated with • in the list below.

COMMUNICATIONS

914.1 Cooperative Communications and Public Opinion: The Director's Perspective

943.1 Conversation Skills Outside the Boardroom

944.1 Giving and Receiving Effective Feedback

956.1 Crucial Conversations in the Boardroom

COOPERATIVE BUSINESS MODEL

 913.1 Cooperative Fundamentals, Legacy and Economic Impact

919.1 Cooperative Structure: A Strategic Advantage

FINANCIAL

974.1 Rate Making Strategies and Policy Decisions for Electric Cooperative Boards

975.1 Capital Credits Issues and Decisions

977.1 Equity Management and Boardroom Decision Making

GOVERNANCE

901.1 Rules and Procedures for Effective Board Meetings

903.1 The Role of the Board Chair in Conducting Effective Meetings

905.1 Assessing Governance: Taking a Continuous Improvement Approach to Governing Your Co-op

• 925.1 Co-op Bylaws: Guiding Principles & Current Issues

• 929.1 Current Governance Issues in Policy Development

 930.1 Ethics and Governance: Implementing the New Accountability

935.1 Appraising and Compensating the CEO

941.2 The Gettysburg Leadership Experience (2.5 days)

951.1 Developing Effective Boardroom Decision Making

952.1 Increasing Influence and Building Board Consensus

953.1 Improving Board Decision Making Quality

955.1 Your Board's Culture: Its Impact on Effectiveness

957.1 How to Evaluate and Improve Board Performance

958.1 Succession Planning: Developing the Purpose-Driven Organization

959.1 Boardroom Challenges: Connecting Theory to Action

971.1 Governance Challenges of the Evolving Distribution Cooperative

GRASSROOTS

• 918.1 Maximizing Your Grassroots Strategy

POWER SUPPLY

961.1 The Evolution of Electric Cooperative Power Supply

964.1 Communicating the New Energy Landscape

RISK MANAGEMENT

921.1 Risk Oversight: The Board's Role in Risk Management

927.1 Cybersecurity: The Board's Oversight Role

NOTE: To earn the BLC, directors must have earned their CCD and complete 10 credits from the 900-level courses shown above. The credit value for each BLC course is indicated after the decimal point in the course number. For example, course 941.2 provides two (2) credits.

914.1 Cooperative Communications and Public Opinion

943.1 Conversation Skills **Outside the Boardroom**

COMMUNICATIONS

Builds understanding of the importance of effective communications at the personal and organizational level to strengthen a co-op's identity with memberconsumers and build long-term loyalty.

Given the challenges of the evolving energy landscape, effective communications from the cooperative is an area of increasing importance. Whether it is communicating future rate increases or advertising our cooperative's participation in renewable energy programs, strong communications programs can strengthen your identity with consumer-members and build loyalty.

Key topics:

- The difference between the communication roles and responsibilities of directors and those of cooperative staff
- The purpose of a communications policy
- The value of a message
- How a cooperative can manage messages and public perception

On-site Online



Various Locations

A fresh look at how co-ops can connect with members"

Philip Hamm, CCD, BLC, DGC **Director, Umatilla Electric Cooperative** Many co-ops are getting member requests for information as the energy industry evolves toward a consumer-centric model. Co-ops are well positioned as their members' trusted energy adviser to provide education and information on the changing energy landscape. While directors are not the co-op's official spokespersons they are sometimes asked questions by members when they are out in the community. This course provides directors with skills and guidance on how to handle such situations by either responding or referring questions to their co-op's CEO or designated spokesperson. Participants will observe and practice how (or how not) to communicate their co-op's policies, plans, and positions on such timely matters as rates, distributed energy resources, or the benefits of belonging to a consumer-centric cooperative utility.

Key topics:

- Distinguishing the CEO's role as primary co-op spokesperson from the director's role in co-op communications efforts
- · Awareness of what is being communicated through body language
- Effective techniques for referring questions to the CEO or the designated spokesperson
- Recognizing that anything directors say can be recorded by a smartphone and wind up on the internet
- Responding to media inquiries and interviews if and when necessary





Warious Locations

944.1 Giving and Receiving **Effective Feedback**

Giving and receiving feedback is a necessary part of any functional relationship. Yet, many lack the confidence and skill to both deliver and receive it successfully. Electric co-op boards must give feedback to the CEO if the relationship with its only employee is to be effective and productive. Directors giving and receiving feedback from one another in boardroom discussions is a critical element for effective boardroom dialogue. This course will provide valuable skills and instructor-guided practice opportunities to sharpen the skills needed to successfully give and receive both types of feedback.

Key topics:

- Recognize the importance of giving and receiving feedback effectively
- Given a scenario, conduct and evaluate effective feedback practices
- Demonstrate techniques for delivering feedback to CEOs of different generations or gender
- Practice delivering feedback to fellow board members and receiving it from them.



On-site Various Locations

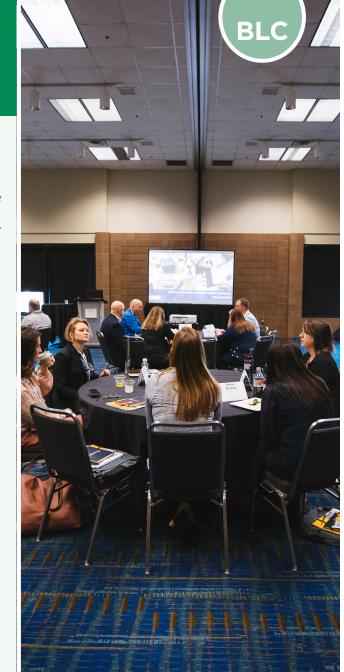
956.1 Crucial Conversations in the Boardroom

This highly interactive one-day course teaches electric cooperative directors skills for creating alignment and agreement in the boardroom by fostering open dialogue around high-stakes, emotional or risky topics—on the issues that face electric cooperatives today. Using real world coop examples, directors will practice speaking for clarity and purpose; encourage others to do the same; and, analyze the best ideas to make the highest-quality decisions with the goal of acting on issues with unity and commitment.

Key topics:

- Speaking persuasively, not abrasively
- Fostering teamwork and better decision making
- Building acceptance rather than resistance
- · Resolving individual and group disagreements

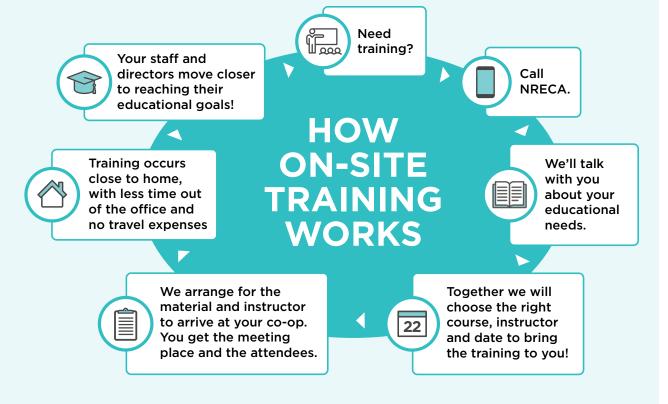




We can come to you!

Why bring training on-site?

- Learn with your board members. By learning alongside your fellow directors, you will leave with shared knowledge that will help you apply what you learned in the boardroom.
- Personalize your learning. Your board will receive the personalized attention of the instructor, enhancing the relevancy of your learning experience.
- Save time and money. Eliminate travel time and costs by hosting training close to home. Invite neighboring co-ops to co-host the event and share costs.



Learn More!

Visit cooperative.com/onsite or contact Brianne McIntyre at brianne.mcintyre@nreca.coop or 703-907-5619 to learn how we can help vou craft the best solution to meet your board members' training needs.

What is the value of bringing training on-site?

By bringing the courses to our state, we see full boards attend the course together. These boards are then able to hear the same message and discuss how the information could be applied at their specific cooperative."

Shana Read, CCC

Director of Education and Training, Kansas Electric Cooperatives, Inc.



913.1 Cooperative Fundamentals, Legacy and Economic Impact •

919.1 Cooperative Structure: A Strategic Advantage

COOPERATIVE BUSINESS MODEL

Explores the unique aspects and competitive advantages of the cooperative business model.

= Recommended

Understanding the unique aspects of the cooperative business model better prepares directors to lead organizations with purpose, not profit, at their core. Course participants will explore the cooperative principles and define how they provide a competitive advantage for today's co-op organizations.

Key topics:

- Describe the role cooperative business enterprises play in the world's economy.
- Distinguish the cooperative business model from other business models.
- Articulate the seven cooperative principles and how those are applied in today's electric cooperatives.
- Understand the history of electric cooperatives –how and why they were created; the challenges they have overcome through the years.
- Be able to identify future challenges facing electric co-ops and the cooperative business model.

On-site Online

Warious Locations

The cooperative business model provides unique advantages to electric co-ops in today's challenging and shifting energy environment. Electric cooperatives that live their purpose and operate in accordance with the cooperative business model empower their members to improve their quality of life. This course is designed to help directors tap into the strategic advantage of the cooperative structure through greater understanding and use of the cooperative principles and values.

Key topics:

- The meaning of a "cooperative culture" and the board's role in shaping it
- Using a cooperative culture as a key component in your co-op's member engagement strategy
- Moving from a monopoly mindset to a competitive one through the advantages of the cooperative structure
- How the cooperative structure can attract and retain the next generation of co-op employees and leaders

PREREQUISITES: It is suggested but not required that participants first take Cooperative Fundamentals, Legacy and Economic Impact (913.1)

On-site Online

Warious Locations

Measuring the Value of Education

Attendees of NRECA's conferences, meetings and online programs* over the last 12 months reported:



95% find the course valuable in terms of time and money invested.



of participants
would
recommend the
program to peers
and colleagues.



intend to take action or have discussions based on information or connections gained.



find the course valuable to their role at the co-op.



of participants say the knowledge and skills covered in the program will help them achieve better job performance.

^{*} based on post-course surveys from 2021 NRECA hosted director training courses.



974.1 Rate Making Strategies and **Policy Decisions for Electric Cooperative Boards**

975.1 Capital Credits **Issues and Decisions**

The rate making process includes many mathematical calculations, but wisdom and judgment are also critical aspects of the process. The rate making process requires directors, CEOs, and staff to develop fair and equitable rates that will produce margins necessary to meet financial goals, lender requirements, and member reliability amid pressures in an era of rising costs, flat or declining sales, and members impacted by economic circumstances.

Participants will work through the rate making process, focusing on the critical strategy and policy decisions Boards face.

Key topics:

FINANCIAL

financial matters such

Focuses on critical

as the board's role

in developing rates

and setting policies

regarding capital

credits and equity.

- · Recognize the critical strategic and policy rate-making decisions boards are responsible for making.
- Industry trends and issues that impact rates and rate design
- Evaluate effective means for communicating rates to different classes of members.
- The impact on rates of key financial goals.
- Reference the jointly developed NRECA/ CFC Retail Rate Guide to provide practical considerations and steps in the rate-making process as well as address the changes sweeping the electric utility industry

Various Locations

Adopting and implementing a capital credits policy are key responsibilities of a co-op's board of directors and management. As the elected representatives of the members, directors must understand the cooperative's capital credits policy and be able to explain to members who have questions why it was adopted and how.

Key topics:

- Describe what and how funds will be allocated to members.
- Select whether to make special retirements.
- Decide which approach to retiring capital credits will maximize the value for the cooperative and its members.
- Understand the rate and financial issues and implications.
- Understand key legal guidelines and issues.

PREREQUISITES: It is suggested but not required that participants first take Financial Decision Making (2640).

On-site Online

Warious Locations

A great look at rate design, cross subsidies and the variables that influence our rate studies. Terrific class!"

> David Campbell, CCD, BLC **Director, Holy Cross Energy**

977.1 Equity Management and Boardroom **Decision Making**

This course is designed to help directors assess their cooperative's capital position through a thorough understanding of the balance sheet and the three key levers that the board has at its disposal: rates, capital credits, and asset growth. Participants will also receive an understanding of how board decisions impact their financial position.

Key topics:

- Recognize the impact of boardroom decisions on key financial statements (e.g., balance sheet, statement of cash flows, statement of operations).
- Understand the choices that boards make and how they affect the capital structure.
- Recognize the different impacts that the capital structure has on rates and cost of service.
- Understand the position that your capital structure puts the cooperative for future growth/change.

PREREQUISITES: It is suggested but not required that participants first take Financial Decision Making (2640).



On-site Online





Various Locations

Online Resources for Electric Cooperative Directors

Directors have access to timely industry-specific tools, information and educational opportunities through NRECA's member website, cooperative.com.











What will you find on Cooperative.com?

- ☐ A wealth of information on the electric cooperative industry including co-op news, and NRECA research and advocacy efforts
- ☐ A calendar of NRECA in-person and online learning opportunities designed to keep you up-to-date on the industry's most pressing challenges
- Details on director education programs and the ability to track your progress towards NRECA's director credentials
- Details on NRECA's **Director Competencies** which address the knowledge, skills and abilities necessary for any member of the board to govern their co-op effectively
- ☐ A special "Governance & CEO Leadership" section (cooperative.com/governance) offering director-specific articles, resources and our Governance Talk video series, to help you conduct effective board meetings and bolster your understanding of board roles and relationships
- ☐ An opportunity to connect with fellow directors from co-ops across the country in the online Director Community

Visit cooperative.com today for easy access to the information you need to govern your co-op successfully!



901.1 Rules and Procedures for Effective Board Meetings

This course provides an overview of what directors need to know about parliamentary procedure to become more effective participants in board meetings. Participants will understand the purpose and use of proper procedure in business meetings and become familiar with the basic structure and content of Robert's Rules of

Key topics:

Order.

- How parliamentary procedure helps ensure effective, democratic meetings
- The essential rules of debate
- The key elements of agendas and minutes
- Procedures for voting, elections and secret ballots





Warious Locations

903.1 The Role of the Board Chair in Conducting **Effective Meetings**

The board chair has the responsibility for organizing the meeting, creating a productive atmosphere, allowing for the free exchange of opinion, presenting the issues to be resolved, bringing the decisions to resolution, and moving the cooperative forward. This course focuses on the skills necessary to run an effective meeting, with group activities to practice handling common presiding problems. The material is presented in a practical framework in compliance with Robert's Rules of Order.

Key topics:

- Discussing and outlining the benchmarks for a successful meeting
- Meeting preparation and agenda development
- Understanding the differences in learning styles and personalities
- Reviewing basic presiding skills



On-site



Warious Locations

GOVERNANCE

Addresses key board functions and responsibilities such as policy development, parliamentary procedure, succession planning, board self-appraisal and more.

= Recommended

905.1 Assessing Governance: Taking a Continuous Improvement Approach to Governing Your Co-op

925.1 Co-op Bylaws: Guiding Principles and Current Issues •

929.1 Current Governance Issues in Policy Development ●

Putting a governance assessment on your board's to do list may be a good idea. Similar to a board performance evaluation, a governance assessment is a thoughtful and thorough review of governance bylaws, policies, practices and legal requirements. Doing this from time to time can help ensure that your co-op is keeping up with evolving member preferences and changes in the law. This course is designed to walk directors or boards through a governance assessment process.

Key topics:

- Recognizing the purpose and value of a governance assessment.
- Analyzing the benefits and risks of various governance practices using case studies and real world cooperative scenarios.
- Strategizing ways to implement the learning from the classroom to discussion and action in the boardroom.

On-site Online

Warious Locations

The continuing evolution of the structure of the electric industry in the U.S. has brought about increased scrutiny by consumers and regulators. As a result, many electric cooperatives are being challenged to make sure their bylaws adequately address new situations including changing membership, "large load" exceptions to some state territorial laws, diversified services, distributed generation and changes in some state or federal laws and regulations. This course will assist directors, CEOs and agents of electric cooperatives in undertaking a comprehensive review of the co-op's bylaws and highlight the implications of these changes, issues and challenges on future bylaw revisions.

Key topics:

- Overview of the role of bylaws
- Member issues and expectations
- Director issues and expectations
- Issues impacting co-op operations as not-for-profit corporations
- Revising and amending bylaws

On-site Online

Warious Locations

Policies set the standard for board behavior. Attendees learn to view policies as proactive tools to establish a standard of board behavior required for governance in today's electric cooperative boardroom. This course revisits the fundamentals of governance and the roles policies play in contributing to effective governance. Participants take part in discussions about current issues facing rural electric cooperatives and how the governance function contributes to the cooperative and adds value. As these issues are discussed and debated, a sample set of policies are used to show examples of policies relevant to today's governance issues.

Key topics:

- Discussion of current issues facing rural electric cooperative boards and how policies are coming into play
- A suggested standardized policy structure and format
- A successful approach for reviewing and updating your cooperative's governing policies

On-site Online

Warious Locations

930.1 Ethics and Governance: Implementing the New Accountability •

In this era of corporate accountability, boards and management are expected—and in some cases required—to implement standards, programs and procedures addressing such issues as ethical behavior, document retention, whistle-blower protection, fraud risk assessment, and financial transparency. This course explains the background of these issues and presents practical strategies to help electric cooperatives design and develop plans and programs that address new governance expectations.

Key topics:

- Practical issues in creating, implementing and enforcing a code of ethics at your cooperative
- The board's oversight role in risk assessment, document retention and whistle-blower protection
- Key governance documents and other tools that can be used at your cooperative

On-site Online



Various Locations

935.1 Appraising and Compensating the CEO

The board is responsible for appraising and compensating the chief executive officer. Appraisal is the process of using agreed-upon measures to evaluate the CEO's performance. Compensation is the process of developing a salary range and approving a salary based on the appraisal. This course focuses on helping directors to fulfill these responsibilities to ensure a sound board-CEO relationship.

Key topics:

- Identifying the role of the board in CEO appraisal and compensation
- Identifying goals for the chief executive officer in the strategic planning process
- Using tools for determining fair and equitable compensation
- Communicating with the CEO during the appraisal process

On-site Online



Warious Locations

98% of participants recommend BLC courses to fellow directors.

941.2 The Gettysburg Leadership Experience (2.5 days)

BLC

For three tumultuous days in 1863, Gettysburg was the backdrop for one of the Civil War's most dynamic encounters. Decisions made, opportunities missed, passions sparked and conversations avoided changed the course of our country. Today, this historically sacred setting is the site of a powerful, soles-on-the-ground program designed specifically for electric cooperative directors that looks to those leaders, lessons and legacy with a clear, contemporary purpose: to set the stage for you to prepare for your greatest challenges.

Designed for relevance and directed by seasoned guides and instructors, this program takes experiential learning to a higher level. This multiday course examines the leadership styles, decisions and principles displayed by military leaders before, during and after the battle. Through classroom discussion, video illustrations and visits to the Gettysburg battlefield, participants will learn how to apply these timeless leadership lessons to current organizational situations and challenges.

Key topics:

- Anticipatory leadership
- Change leadership
- Transactional and transformational leadership
- Difficult leadership conversations

This event is held in Gettysburg, Penn.

951.1 Developing Effective Boardroom Decision Making

The primary purpose of a board of directors is to make decisions. In today's complex energy industry, effective boardroom decision making is a must. Directors need the tools to assess today's challenges and to determine the best choice for the long-term interests of the cooperative's membership. This course provides directors with the techniques and skills needed

to listen, identify issues, engage in constructive

discussions and resolve conflicts so that the

board can reach satisfactory solutions.

Key topics:

- Problem identification and the decision-making process
- Managing conflict toward a productive outcome
- Evaluating recommended solutions and decisions
- Recognizing the importance of full participation in board decisions





952.1 Increasing Influence and Building Board Consensus

Electric cooperative boards face new challenges in finance, technology, and energy transition while navigating shifting population demographics. This course provides directors with the skills necessary to successfully meet these complex challenges. Through group discussion and case studies, participants will learn enhanced conflict resolution, negotiation techniques, how to navigate difficult power asymmetries, establishing influence, and the importance of team diversity in avoiding group think.

Key topics:

- Navigating power asymmetries on a team and building your authority.
- Exploring demographic and cognitive diversity in teams and recruiting for diversity.
- Building consensus through interest-based negotiation.
- Recognize and avoid groupthink in the boardroom.

On-site Online

Warious Locations



953.1 Improving Board Decision Making Quality

955.1 Your Board's Culture: Its Impact on Effectiveness 957.1 How to Evaluate and Improve Board Performance

BLC

Boards exist to make decisions on behalf of the members. At a time when cooperative governance is under scrutiny, boards are looking for ways to demonstrate that their decisions are grounded in fair process and with appropriate objectivity and due diligence. Recognizing, and avoiding, the common pitfalls of decision-making can increase the likelihood of the board making a good decision while decreasing the risks of making bad ones. This course delves into the hurdles, traps and minefields that can negatively impact boardroom decision-making and provides strategies for how to counterbalance them.

Key topics:

- Increasing the likelihood of good decisions
- Recognizing decision-making roadblocks
- Applying strategies and tactics to mitigate decision-making roadblocks

On-site Online
Warious Locations

This class is one of the best I have experienced. It brought the concepts of several classes together in "real life scenarios". The instructor did a great job of delivering content while creating an atmosphere of deep thinking."

Rejeanor Scott, CCD, BLC, DGC Director, Edgecombe-Martin County EMC All organizations, groups, and teams have a culture - weak, strong, positive, negative, or somewhere in between. Boards of directors are no exception. Effective boards follow logical rules when making decisions while ideally maintaining a collaborative atmosphere, but they are also affected by their cultures - the set of norms and values ingrained in the local boardroom. Some boardroom cultures promote effectiveness, but others skew toward complacency or conflict and this can lead to the board's inability to discuss, deliberate, and weigh the potential outcomes of its decisions. This course helps directors gain an awareness of their board's culture, helps them understand how cultural factors affect the board, and how the culture can be strengthened to produce better results.

Key topics:

- How boardroom cultures develop and how they impact the board's effectiveness
- Case studies in boardroom conflict and boardroom complacency and what directors can do to limit threats and risks of a counterproductive culture
- How boards deal with risk and conflict and difficult decisions

On-site Online
Warious Locations

All effective organizations, corporations and institutions have at least one thing in common: they implement a formal process to evaluate their performance to find areas where they can improve. Increasingly, corporate boards are following suit. The board of directors is the globally recognized system for directing the affairs of a company or corporation and for ensuring its long-term health.

Designed for cooperatives and public power district boards, this course will show them how to evaluate their own processes, including how they communicate with and appraise the chief executive; how they educate new directors; how they conduct strategic planning; how they govern themselves through the policy making process; and how they ensure they meet the long-term needs of the membership.

Key topics:

- Defining board assessment
- Designing the process
- Identifying what to assess
- Resolving the priority issues
- Outlining the role of the chair, CEO, attorney and other participants

On-site Online
Warious Locations

958.1 Succession Planning: **Developing the Purpose-Driven Organization**

Board, CEO and staff succession planning are essential to ensuring tomorrow's purposedriven organization. Personnel change is inevitable in every organization. Often, such change can be challenging, especially when vacancies occur in leadership positions. This course focuses on the board's responsibility and role in ensuring that the cooperative has a succession plan in place for the CEO and its overall leadership. Also discussed is the board's role in ensuring that the CEO has a process in place to ensure ongoing development of the organization's workforce potential and a plan to ensure leadership continuity and quality.

Key topics:

- Succession planning and development
- The board's fiduciary responsibility for assuring a qualified and capable workforce
- Competencies expected in today's executive leadership positions
- Changes in CEO leadership



On-site Online



Various Locations

959.1 Boardroom Challenges: **Connecting Theory to Action**

Governance challenges come in all shapes and sizes. This course provides directors with the opportunity to connect the theory of good governance to the action of practical problem solving. Directors will have the opportunity to address contemporary boardroom challenges by applying the skills learned in previous courses to electric co-op focused case studies requiring problem definition, negotiation techniques, and consensus building.

While it is not required that directors complete 951.1 Developing Effective Boardroom Decision-Making and Increasing Influence and 952.1 Building Board Consensus before enrolling in this course, the skills learned in these courses will be helpful in completing 959.1 Boardroom Challenges: Connecting Theory to Action.

Key topics:

- Detect and define governance issues that emerge in electric cooperative boardrooms
- Apply the theory of good governance with the action of practical decision-making



On-site Online



Warious Locations

971.1 Governance Challenges of the Evolving Distribution Cooperative

The distribution cooperative marketplace is changing faster today than at any time since our foundational period. Distribution cooperatives' relationship with their members are transforming due to changing member preferences, new business models, new technologies and third-party applications. This course focuses on how these changes call for different ways of thinking, data collection and analysis at the board level if boards are to fulfill their oversight responsibilities and strategic vision.

Key topics:

- Recognize the drivers of the changing industry landscape writ large.
- How the evolving energy landscape impacts governance and the way a board performs its oversight function.
- Scenario planning on where the co-op would like to see themselves in 5-7 years
- Identify specific data necessary to inform a recommended course of action.



এ On-site



Warious Locations

918.1 Maximizing Your **Grassroots Strategy**

GRASSROOTS

Builds understanding of the connection between organizing at the local level and working in concert with other organizations and NRECA to powerfully represent the electric co-op industry.

Effective political engagement at all levels of government requires significant planning and is vital to empowering member-owners to protect and advance the interests of their cooperative. The power of distribution cooperatives to influence policymakers is vital to their continued success. This course helps directors connect the dots between what they as individuals can do on behalf of their cooperative, while maximizing relationships with their statewide and with NRECA to make sure the co-op voice is heard on Capitol Hill and in the regulatory agencies.

Key topics:

- Strategies for engaging consumermembers in grassroots advocacy on behalf of the their cooperative
- Infusing grassroots into the co-op's strategic plan
- · Communicating with identified advocates and champions among the co-op's member base
- Creating a political game plan







961.1 The Evolution of Electric Cooperative Power Supply

964.1 Communicating the New Energy Landscape

POWER SUPPLY

Examines the mix of power supply resources, new energy technologies and evolving regulations that are shaping the electric industry's future.

Electric co-op boards face a rapidly evolving energy landscape where power supply decisions are more complex, involve greater risks and have greater cost consequences for members than ever before. The low price of natural gas, the combination of state renewable portfolio requirements, the falling prices of wind and solar and environmental regulations are leading a fundamental shift in the U.S. electricity generation portfolio. This shift has significant implications for electricity suppliers and for consumers. This course focuses on strategies boards can pursue in the face of this uncertainty including understanding what members want, working closely with power suppliers, communicating with members and being their trusted energy advisor.

Key topics:

- Key milestones and significant regulatory actions impacting the evolution of electric cooperative power supply.
- Traditional and organizedmarkets
- The value of diversity within the power supply portfolio, in both fuel and technologies.
- Characteristics, measures and properties of power supply
- The advantages of the consumer centric utility

🧖 On-site 🔲 Online

Warious Locations

The emergence of Distributed Energy Resources (DER) technologies is giving consumers more choices than ever before. Electric cooperatives are well positioned as consumer-owned organizations to be their member's "trusted partner" in navigating the opportunities, risks and benefits of solar and other emerging technologies. This course discusses the top DER technologies, policy issues and questions that co-ops must be prepared to discuss with their members.

Key topics:

- Discussing changes in the market structure of the electric energy industry
- Anticipating member questions
- Integrating DER with the cooperative's strategic plan
- Examining key questions in the boardroom about DER

PREREQUISITES: *It is suggested but not required that participants first take* The Evolution of Electric Cooperative Power Supply (961.1).



Various Locations



921.1 Risk Oversight: The Board's Role in Risk Management

RISK MANAGEMENT

Focuses on the board's risk oversight role and establishing policies and procedures that address various types of risks affecting co-ops today, from reputational and financial to natural disasters and cyberattacks.

Electric co-op boards are operating in what may be one of the most challenging business environments any generation of directors has ever known. The array of risks ranges from financial, regulatory, reputational, cyber and economic to technology and changing member demographics as well as the emergence of Environment, Social and Governance criteria. This course is designed to provide directors with the principles and tools to improve their processes for overseeing the cooperative's risk management activities. Using co-op examples and real-world case studies, this interactive course discusses the unique role of board and management to identify, manage, and mitigate risk with processes that are appropriate to the characteristics of electric cooperatives.

Key topics:

- The value and benefits of enterprise risk management (ERM).
- Link the concept of ERM with the board's strategic planning responsibilities.
- Discuss how Environment, Social and Governance criteria (ESG) and ERM can impact risk at electric cooperatives.
- Discuss enterprise risk management models that co-ops can use.
- Apply tools and strategies to help the board fulfill its oversight role.
- Distinguish the board's role from management's role in enterprise risk management.





927.1 Cybersecurity: The Board's Oversight Role

As a result of a rapidly changing cyber-threat landscape and the growth of digitization, electric cooperatives recognize the need to effectively manage cyber risks. Boards face a balancing act with cybersecurity and continued pursuit of digital innovation, transformation, and meeting consumer-member needs. Together with the CEO and management, the electric cooperative board must carefully assess how much cyber risk it is willing to accept in order to pursue its overall strategy. This course is designed to help distribution cooperative directors find that balance and fulfill their cybersecurity oversight responsibilities.

Key topics:

- Recognize the categories of cybersecurity risks faced by electric cooperatives, including: Operational risk, Financial risk, and Reputational risk
- The legal responsibilities of the cooperative and the board itself related to cybersecurity
- Integrate cyber risk discussions with those about the cooperative's overall risk tolerance
- Apply the board's oversight responsibility



Top 4 Reasons to Invest in Ongoing Education

- The energy industry is changing.
 You need to keep up with, and stay ahead of, these changes in order to serve your members and community effectively.
- 2 Co-op directors need core skills. Continuous learning is critical to effectively govern and successfully fulfill fiduciary duties.
- Tap into the power of the network.

 By building and nurturing professional relationships from across the country at face-to-face events, directors create a valuable support network that lives beyond the classroom.
- 4 Education is the fifth Cooperative Principle.

 Education, Training and Information

 Cooperatives provide education and training for their members, elected representatives, managers and employees so that they can contribute effectively to the development of their cooperatives.

 They inform the general public, particularly young people and opinion leaders, about the nature and benefits of cooperatives.



DIRECTOR GOLD CREDENTIAL

The Director Gold credential recognizes directors committed to continuing their education beyond the CCD and BLC. Director Gold demonstrates a tangible commitment to advancing their knowledge and executing their board responsibilities to the best of their ability.

REQUIREMENTS:

To earn the initial Director Gold credential, a director must meet the following criteria:

- Hold the CCD and BLC credentials.
- Earn three additional credits from the BLC series of courses. For the initial Director Gold credential, only BLC courses will be accepted.

Once you are eligible, you must "opt in" to the Director Gold program before a certificate will be issued to you. Please see opt in form on cooperative.com/directorgold.

MAINTAINING DIRECTOR GOLD STATUS:

Directors must earn three credits from the NRECA Approved List of Continuing Education Programs within a two-year period from the time their last Director Gold credential was awarded. A minimum of two credits must be earned from BLC courses.

NRECA Approved List of Continuing Education Programs:

- Any NRECA Board Leadership Certificate Course
- NRECA Directors Conference (provides 1 credit)
- CFC Forum (provides 1 credit)
- CoBank Energy Directors Conference (provides 1 credit)
- Mid America Cooperative Council (MACC) Board Chair Roundtable (provides 1 credit)
- FCC Services Excellence in Board Leadership (*provides 1 credit*)

The list of programs eligible for credit may be amended from time to time at NRECA's discretion.

Visit cooperative.com/directorgold for the latest approved list of continuing education programs.



To check your course status or to opt in to the Director Gold program, contact Angie Hylton at angie.hylton@nreca.coop or 703-907-5656.

Director Education Conferences & Meetings

Directors Conference

The Directors Conference offers directors a chance to share ideas, questions and concerns with other co-op leaders and to discuss strategies to combat big issues, such as rising costs, power supply challenges and workforce shortages. Attendees also get industry experts' latest and best thinking on the solutions to keep co-ops successful. Preconference courses, general sessions and breakout sessions are designed to help build leadership skills and strengthen effectiveness on the board.



Various Locations

In addition to the certificate programs,

NRECA also provides several must-attend events for directors. Visit cooperative. com/learning for the latest dates and locations for each event listed.

Legislative Conference

Every year, NRECA welcomes nearly 2,000 co-op grassroots advocates to Washington for the annual Legislative Conference. Directors, managers and employees of member-owned electric cooperatives come from across America to spend time on Capitol Hill talking to their congressional delegations about legislative issues affecting electric cooperatives and their member-owners.

This event takes place in Washington, D.C.

New Director Orientation

Co-sponsored by NRECA, CFC, NRTC, and Federated, the New Director Orientation is a two and one-half day program is designed to familiarize new directors and trustees of electric cooperatives with their national associations and resources available to support them and their systems. Interactive sessions will provide an in-depth focus on key electric industry issues and the challenges that new directors face.



NRECA/CFC Headquarters

Summer and Winter Schools for Directors

Electric co-ops and their boards now operate in an increasingly complex utility marketplace. Boards are challenged to address multiple large-scale issues including flat or declining revenue, changing member expectations and heightened scrutiny of co-op governance practices. To help ensure that board leaders develop the knowledge and skills required to meet these challenges successfully, NRECA offers the Winter School and Summer School programs.

These five-day programs offer co-op directors:

- The essential knowledge and skills necessary to succeed on the board
- All required courses to earn the Credentialed Cooperative Director (CCD) certificate
- The opportunity to advance beyond the CCD level toward the Board Leadership Certificate (BLC)
- Earn continuing education credits that can be applied toward maintaining their Director Gold credential.



Various Locations

NRECA PowerXchange

Redesigned as a vibrant hub of engagement and discovery, NRECA's newly envisioned annual meeting empowers you to tap into the collective wisdom of our community and connect in more meaningful and collaborative ways. PowerXchange is about what's impacting costs and efficiency now. It's about cultivating forward-thinking strategy with sessions centered around future issues. And, most importantly, it's about exchanging ideas, improving upon them, and finding innovative solutions to your day-to-day challenges.

The business meeting, where voting delegates review, discuss and vote on resolutions that guide the association's advocacy efforts, remains a critical part of this event. PowerXchange also features NRECA's Next Generation Leaders Experience—a program designed to help develop emerging co-op leaders—and the TechAdvantage® Expo which features the latest tools, technologies and services available from over 300 yendors.



Various Locations

NRECA Regional Meetings

The NRECA Regional Meetings bring together co-op directors to network and learn about the electric cooperative network. The meetings include the following: general sessions, the business meeting, the ACRE® breakfast, a CEO breakfast, recognition for those who have earned their CCD, BLC or Director Gold credentials in the last year and more. Director education courses are offered before each Regional Meeting.



Various Locations



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Contact



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Need to know what courses you've taken? Visit cooperative.com/courserecord or contact:

Angie Hylton angie.hylton@nreca.coop 703-907-5656

Information about Director Courses & Conferences

Pat Mangan

pat.mangan@nreca.coop 703-907-5626

To schedule training at your co-op, G&T or statewide:

Brianne McIntyre

brianne.mcintyre@nreca.coop 703-907-5619

Coco Hemenway

collette.hemenway@nreca.coop 571-319-7397

DIRECTOR EDUCATION PROGRAM INFORMATION



cooperative.com/directors

GENERAL NRECA EDUCATION PROGRAM INFORMATION



cooperative.com/learning



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