



ENERGY NORTHWEST

Position Title:

Executive Board Member Outside Director

Function:

Energy Northwest's Executive Board sets the policies that govern the operations of the organization. It is made up of 11 members, five elected from the Board of Directors, three outside members elected by the Board of Directors and three outside members appointed by the Washington State Governor.

Executive Board charter/objectives:

(As set by RCW 43.52.374(3))

The eleven members of the Executive Board shall be selected with the objective of establishing an executive board, which has the resources to effectively carry out its responsibilities. All members of the executive board shall conduct their business in a manner, which in their judgment is in the interest of the ratepayers affected by the joint operating agency and its projects.

Length of term:

Four years, eligible for reappointment.

Meetings:

See the attached current meeting schedule.

Expectations of board members:

- Attend and participate in meetings on a regular basis, and special events as able.
- Participate on a standing committee of the board, and serve on ad-hoc committees as necessary.
- Be alert to community concerns that can be addressed by Energy Northwest's mission, objectives, and programs.
- Help communicate and promote Energy Northwest' mission and programs to the community.
- Become familiar with Energy Northwest's finances, budget, and financial/resource needs.
- Understand the policies and procedures of Energy Northwest.

Desired Qualifications:

- Have an active interest in the nuclear industry, a willingness to assist in setting and achieving Energy Northwest's goals, and the ability to devote the time necessary to attend and participate in Board and Committee meetings.

- Have a history within the nuclear industry, large utility operations, public power, and large construction projects including start-up business experience.
- Experience with economics/technical analysis, financial planning including complex financing of large public and/or private projects (for example \$500 million and above).
- Knowledge of State and/or Federal Legislative Processes.
- Personal strengths desired include an articulate, strategic planner with strong interpersonal skills and good communication skills. Must be an independent thinker with the ability to work well in a team setting. Entrepreneurial acumen is a plus in this position.

Travel Expenses/Salary:

- The Executive Board members receive travel expenses to attend all Executive Board meetings (and other meetings deemed necessary to conduct the business of Energy Northwest).
- The outside directors receive a salary from the operating agency as fixed by the Governor of the state. (Currently, this is \$500 per day or any major portion of the day).
- The inside members receive a salary from the operating agency as set by the Board of Directors by resolution. (Currently, this is the same as for outside directors).

Removal from office/immunity from civil liability:

- The Governor may remove outside directors from the Executive Board for incompetency, misconduct or malfeasance in office.
- Members of the Executive Board shall be immune from civil liability for mistakes and errors of judgment in the good faith performance of acts within the scope of their official duties involving the exercise of judgment and discretion. (RCW43.52.374(7))