

OPEN RECORDS POLICY

Adopted: August 18, 2008

Amended: September 20, 2010; December 19, 2011

Section 1 Right to Records.

A Member has the right, on written request, to examine and copy at the Member's expense the records of Pedernales Electric Cooperative Inc. (PEC), except those records exempted from disclosure for reasons of:

a) Privacy.

The release of records sought to be inspected would unduly infringe upon or invade the privacy of any person, including, without limitation, individual member information (other than materials distributed in accordance with the Cooperative's Membership List Policy) or information pertaining to concerns reported under the Cooperative's Whistleblower Policy.

b) Attorney-Client Privilege.

The records sought to be inspected deal with:

- i) Information pertaining to litigation or settlement negotiations, until the litigation is complete or a settlement is finalized by a final disposition of the proceeding and all appeals are exhausted or foreclosed by law, and the Board is aware of the conclusion.
- ii) Information that if released, would violate the privilege of confidential communication between the Cooperative and its attorneys, including, without limitation, information pertaining to concerns reported under the Cooperative's Whistleblower Policy, or that is protected by court order.

c) Real Estate Subject Matter.

The records sought to be inspected deal with information relating to the location, appraisal, lease or purchase of real property, until the announcement of the project or the formal award of contracts for the property.

d) Personnel Subject Matter.

The records sought to be inspected deal with personnel information the disclosure of which would violate the law or constitute a clearly unwarranted invasion of personal privacy, including salaries of any at-will employee except as required by law to be publicly reported.

e) **Security Matters.**

The records sought to be inspected deal with the security of the Cooperative's electrical system, including, without limitation, information pertaining to concerns reported under the Cooperative's Whistleblower Policy.

f) **Competitive Matters.**

The records sought to be inspected deal with:

"Competitive Matters," meaning commercial information and utility-related matters that the Board of Directors in good faith determines is related to the Cooperative's competitive activity that would, if disclosed, give an advantage to individuals or entities who have sought or are likely to seek business or the dissolution, takeover or sale of PEC ("Competitors") or would adversely affect PEC's ability to competitively purchase goods and services and further for which the Board determines in good faith that disclosure presents a compelling risk of likely harm to the Cooperative or its members.

Section 2 Member Complaints.

If a member is aggrieved by an action of PEC under this Policy, the member may file a written complaint with the Chief Executive Officer (CEO). No later than the 20th day after the date the CEO receives such a complaint, the CEO shall take corrective action regarding the complaint, or shall explain to the member in writing the grounds for declining to take corrective action.

Section 3 Superseding Law.

This Policy shall be applied and interpreted according to, and shall not supersede, any court order, or state or federal law.