

MANAGEMENT RESPONSIBILITIES: ELECTRIC SYSTEM DIRECTOR

General Duties and Responsibilities. The General Manager shall be responsible to the Board and shall manage and oversee the administrative activities and day to day operations of the System, including without limitation, managing the System's office and personnel, supervising the System's operations, and serving as an interface between the Board and the System's employees and retirees, its ratepayers, vendors and suppliers, and the general public. In performing these responsibilities, the General Manager shall see that all resolutions of the Board are faithfully carried out, shall administer and enforce all contracts of the System for the benefit of the System and its ratepayers, shall attend all meetings of the Board with the right to take part in the Board's discussions but having no vote, shall recommend to the Board for adoption such measures as the General Manager may deem necessary or proper for the businesslike operation of the System, shall keep the Board advised as to the financial and operating condition and the future needs of the System, and shall perform such other duties 1) as are customarily performed by the chief executive officer of a municipal utility system, 2) which may be prescribed by general law, or 3) which are required from time to time by direction or resolution of the Board.

Specific Duties and Responsibilities. In addition to the general duties and responsibilities described above, the General Manager shall also have the following specific duties and responsibilities:

Budget and Expenditures. Each year prior to the commencement of the System's fiscal year, the General Manager shall prepare and present for Board approval, an annual budget for the System (the "Budget"). The Budget shall be presented in the form prescribed by the Board and shall comply with the applicable requirements of the laws of the State of Tennessee. The General Manager shall monitor the System's actual performance during each fiscal year against the current Budget and shall keep the Board apprised of the System's financial condition and its future needs on a regular basis. Except as may otherwise be provided by this description, the General Manager is also responsible to expend the funds of the System in accordance with the Budget and subject to any additional requirements imposed by the Board.

Personnel. The General Manager shall employ, supervise and terminate all personnel of the System as he or she deems necessary to properly manage the System's operations. All such personnel decisions shall be made in accordance with applicable law and the current Personnel Policies Manual as approved by the Board from time to time. The salaries and wage adjustments for all System employees shall be presented by the General Manager and reviewed annually by the Board.

Procurement. The General Manager shall be responsible to procure such equipment, supplies and services as he or she deems necessary for the proper management and operation of the System, provided such purchases are within the amounts authorized in

the current Budget and comply with the requirements of state law or the Purchasing Policy of the System as may be established from time to time by the Board.

Travel and Other Reimbursable Expenses. The General Manager shall administer and comply with the travel and expense reimbursement policies established from time to time by the Board. In accordance with the applicable requirements of the Internal Revenue Code, the General Manager shall prescribe forms on which all such expenses shall be reported and prior to authorizing the payment of any such expense, shall examine such reports and determine that the expenses claimed thereon are legally reimbursable.

Financial Statements. The General Manager shall prepare and provide to the Board on a timely basis, periodic financial statements on the System's operations. Said statements shall be presented in a format that corresponds to the format of the Budget and shall provide actual and budget numbers on a year to date basis for comparison purposes.

Utility Agreements. The General Manager is responsible to enter, execute and deliver on behalf of the System all contracts and agreements incident to the usual and customary maintenance, operation, and routine extension of the electric system, provided that no obligation shall be created by such contract or agreement unless any related expenditures are provided for in the Budget. Such contracts and agreements shall include, but not be limited to, customer contracts for electric service, easement and right of way agreements, extension agreements, minimum bill contracts, subdivision development agreements and other similar utility agreements that the General Manager determines to be reasonable and in the best interest of the System and which are approved by the Board.

Reporting. The General Manager shall keep the Board informed of the System's operations on a regular basis by means of reports presented at the regular meetings of the Board, and by such other means as the General Manager or Board determine are necessary to keep the Board properly informed.