

**WARREN ELECTRIC COOPERATIVE, INC**  
**Director Candidate**  
**Appointment Instructions**

Thank you for your interest in becoming a member of our Cooperative Board of Directors.

This Director Appointment Packet contains a Director Application Form, Director Qualification Certification Form, and a copy of the Cooperative Bylaws.

**Director Qualification Certification Form:**

Please read the Director Qualification on the reverse side. If you meet all of the Director Qualifications, fill out and sign the Director Qualification Certification Form and have someone witness your signature. Return to the Cooperative with the other forms by the due date listed on the reverse of this page. If you do not meet any one or more of the Director Qualifications, you are not eligible as a candidate for Director; you may then discard all of the forms in this packet.

**Director Candidate Application Form:**

Please fill out completely and sign. Return to the Cooperative with the other forms by the due date listed on the reverse of this page.

**Director Responsibilities:**

The Board of Directors meets once a month, currently on the third Wednesday of the month at the Cooperative's headquarters in Youngsville. The meeting begins at 7:30pm and usually lasts until approximately 10:30pm. A board packet is mailed out a week in advance of each board meeting, which will require several hours of reading to prepare prior to each meeting. Board members also attend several other meetings during the year for planning, training, and education. Each Director is reimbursed for actual mileage and receives a per diem for each meeting. There are nine Directors on the Warren Electric Cooperative Board. Each Director serves a three-year term. The Directors are responsible for developing Cooperative policies and long-range plans, approving budgets, hiring the General Manager/CEO, and voicing members concerns.

**If you have any questions, please contact Matt Franklin at the Co-op - 814-563-7548.**

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# **WARREN ELECTRIC COOPERATIVE, INC**

## **Timelines and Deadlines**

- June**                      **Advertise Board Position Appointment:**  
                                    **--Bills, Website, Facebook**
- June**                      **Advertise Board Position Appointment in Penn Lines**
- June 21<sup>st</sup>**                **All interested members must notify Cooperative**
- July 12<sup>th</sup>**                **All Director Application forms due in the Cooperative office.**  
                                    **Application & Certification**
- July 25<sup>th</sup>**                **WEC Board Meeting to review applications.**

**WARREN ELECTRIC COOPERATIVE, INC**  
**Appointment**  
**Director Qualification Certification Form**

I, the undersigned, hereby declare and affirm, under penalty of perjury under the laws of Pennsylvania as follows:

I have read and understand the "Director Qualifications" as printed on the reverse of this form.

I am qualified in accordance with those "Director Qualifications" to be appointed as a Cooperative Director.

I am qualified to serve as such Director.

I understand the Cooperative may complete a criminal record background check on all prospective Board candidates.

I understand that false or misleading information on the Director Application, or the Director Qualification Certification may result in disqualifying me as a candidate.

I have signed my name hereto and had the same witnessed this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_

\_\_\_\_\_  
Social Security Number (for background check)

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Birth Date (for background check)

\_\_\_\_\_  
Printed Name

WITNESS:

\_\_\_\_\_  
Name

\_\_\_\_\_

\_\_\_\_\_  
Address

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# DIRECTOR QUALIFICATIONS

**Section 3. Qualifications.** All directors and director candidates must be eligible to serve in compliance with this bylaw.

**A. General Qualifications.** To become or remain a director, a person must:

1. Be a natural person; and
2. Have the capacity to enter legally binding contracts; and
3. Be bondable; and
4. Not, while a director and during the five (5) years immediately prior to becoming a director, be nor have been, convicted of a criminal offence or have pled guilty to a criminal offense; and
5. Unless excused for a good cause by the Board, attend at least two-thirds (2/3) of all Regular Board meetings during any twelve (12) month period; and
6. While a director, make a reasonable effort to receive a Credentialed Cooperative Director designation, Director's Certificate, or similar certification from the National Rural Electric Cooperative Association within six (6) years of becoming a Director.

**B. Membership Qualifications.** To become or remain a director, a person must:

1. Be a member of the Cooperative on good standing by virtue of individual or joint membership at his or her primary residence for a minimum of two (2) years; and
2. Permanently occupy and continuously and materially use the Cooperative's electric energy and service at his or her principal place of abode at a location within the area served by the Cooperative; and
3. Be a legal citizen of the United States of America.

**C. Conflict of Interest Qualifications.** To become or remain a director, a person must satisfy the following conflict of interest qualifications by not being:

1. A close relative of any existing Director; nor
2. An employee, or a past employee, within five (5) years preceding the date of election, or a close relative of an existing or ineligible employee; nor
3. Employed by, or materially affiliated with, nor sharing a material financial interest with, any other director or employee of the Cooperative; nor
4. Engaged in any business, nor employed by, materially affiliated with, nor having a material financial interest in any individual, or entity, that regularly, directly, or substantially competes with the Cooperative or any entity in which the Cooperative owns a substantial interest; or that regularly sells goods or services to the Cooperative or a Cooperative subsidiary in a material amount; or that possesses any other substantial and recognizable conflict of interest with the Cooperative or a Cooperative subsidiary.

Note: For the purpose of this section a "close relative" is defined as a person who by blood or marriage is either a spouse, child, stepchild, grandchild, parent, grandparent, brother, sister; or by blood an aunt, uncle, nephew, niece, or first cousin.

**WARREN ELECTRIC COOPERATIVE, INC**  
**Director Candidate Application Form**

Name\_\_\_\_\_

Address\_\_\_\_\_

Telephone (day)\_\_\_\_\_ (evening)\_\_\_\_\_

Email address\_\_\_\_\_

Warren Electric Cooperative Account Number(s)\_\_\_\_\_

How long have you been a member of Warren Electric Cooperative? \_\_\_\_\_

Current Occupation and duties:

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Why do you wish to serve on the Board of Warren Electric Cooperative?

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Please give a brief description of your educational background or special skills you may have:

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List organizations and any offices in those organizations to which you belong.

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In the event you are elected to serve on the Board of Director, will you be able to attend special meetings, training sessions, etc. that may require you to be away from your work or home for one to three days periodically throughout the year?

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Is there anything that will prevent you from attending and participating in regular Board of Director meeting?

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Other comments:

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Signature

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Printed Name