



Tri-County Electric Cooperative, Inc.

2025

DIRECTOR ELECTION

APPLICATION PACKET



2025 Director Election Application Checklist

Application Checklist

Members interested in seeking nomination to the Tri-County Electric Cooperative Board of Directors are encouraged to understand the nomination process by reading the following:

- ☐ Director Election webpage, www.tcectexas.com/director-elections
- ☐ Tri-County Electric Cooperative's Bylaws, specifically Article 4
- ☐ Tri-County Electric Cooperative's Election Policy and Timeline

Members must submit the following to the Credentials and Elections Committee to be considered as a director candidate:

- ☐ Complete Director Election Application Packet
- ☐ Conflict of Interest Certification and Disclosure Form
- ☐ Background Check Consent Form
- ☐ Petition, with at least 25 signatures from members within your district
Applicants are encouraged to collect additional signatures in the event membership cannot be verified. Applicants qualified, but not nominated by the Credentials and Elections Committee will be required to submit 50 signatures to be nominated by petition.
- ☐ Application fee of \$100.00
An invoice will be sent by email once the application period has ended. Payment must be made by the invoice due date for the committee to review your application.
- ☐ Candidate biography
Requirements are listed in the election policy.
- ☐ Copy of driver's license
- ☐ Signed and notarized affidavit

Members are encouraged to submit a résumé with applicable career and community experience, or a letter expressing their interest in seeking nomination to the Tri-County Electric Cooperative Board of Directors. This information will be reviewed by the Credentials and Elections Committee.

Completed applications must be submitted by email to the Credentials and Elections Committee at elections@tcectexas.com by May 16, 2025, at 5 p.m.



2025 Director Election Application Packet

TRI-COUNTY ELECTRIC COOPERATIVE, INC. MEMBERSHIP

BOARD OF DIRECTORS APPLICATION

Thank you for your interest in serving on the Board of Directors of Tri-County Electric Cooperative, Inc. Membership ("TCEC"). In an effort to assist the Credentials and Elections Committee carry out their duties and tasks, please complete this application and submit to the Committee by May 16, 2025 via email to elections@tcectexas.com.

Name: _____

First

Middle

Last

Primary Residence Physical

Address: _____

Phone: _____ Email: _____

Employer (if applicable)

Name: _____

Your title: _____

Address: _____

Phone: _____

Type of business or organization: _____

Primary services and area served: _____

Please list boards and committees that you serve on:

Organization

Title

Date of Services

1. Please attach biographical material in an electronic format that Microsoft Word can open. Applicants are solely responsible for content and must adhere to a 400-word limit. The Cooperative will not edit applicants' materials but reserves the right to require edits if the material is deemed inappropriate to share with Members and the public. Updates to biographical material will not be accepted after the application deadline.
2. Are you an individual member of TCEC, and receiving service from your primary residential abode, and reside within the district for a period of (3) years to which such director is elected to represent?
Yes _____ No _____



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3. Do you have the capacity to enter legally binding contracts?
Yes _____ No _____
4. Have you been previously removed or disqualified as a director?
Yes _____ No _____
If yes, please explain: _____
5. Have you been convicted of, or plead guilty to, a felony or misdemeanor (exclusive of traffic violations), or found guilty of any offense involving moral turpitude?
Yes _____ No _____
If yes, please explain: _____
6. Have you graduated from high school or earned an equivalent degree or certification?
Yes _____ No _____
7. Are you in any way employed or financially interested in any competition enterprise, business or partnership selling electrical energy or any service provided by the cooperative or its affiliates?
Yes _____ No _____
If yes, please explain: _____
8. Are you a close relative of an incumbent director or of an employee of the cooperative? (This provision shall not prohibit the eligibility of a close relative of an incumbent director from seeking such position if the conflict is eliminated by the election)
Yes _____ No _____
If yes, please explain: _____
9. Do you agree to comply with any other reasonable qualifications as determined by the Board?
Yes _____ No _____
If no, please explain: _____
10. Have you been an employee of the cooperative, or spouse of an employee of the cooperative, or former employee, or spouse of an employee, who was employed by the cooperative at any time within ten (10) years of your employment with the cooperative?
Yes _____ No _____
If yes, please explain: _____
11. During the three (3) years immediately before applying to become a director have you complied with all provisions of the cooperative bylaws?
Yes _____ No _____
12. Do you hold any elected position of national, state, county or city public office or are you a school board member or county commissioner?
Yes _____ No _____
If yes, please explain: _____
13. Have you or do you hold an elected position as referenced in subsection 10 of the TCEC Bylaws within the preceding three (3) years immediately prior to this director election?
Yes _____ No _____
If yes, please explain: _____



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14. Do you agree not to seek or take an elected position to public office during your term as a TCEC Board member?

Yes _____ No _____

15. During the five (5) years immediately before becoming a director have you been employed by, control, own more than ten percent (10%) of, serve as a director or officer of, or receive more than ten percent (10%) of annual gross income from an entity that: Advances the entity's pecuniary interest by competing with the cooperative or a cooperative subsidiary or cooperative affiliate, providing a good or service similar to a good or service provided by the cooperative or a cooperative subsidiary or a cooperative affiliate providing electric energy or a good or service related to providing electric energy.

Yes _____ No _____

If yes, please explain: _____

A. Membership Director Qualifications

To become and remain a Director, I understand and must comply with the following membership qualifications as evidenced by my initials below:

1. while a director and during the three (3) years immediately before becoming a director, a member must:
 - a. be an unsuspended member. _____
 - b. permanently reside or use electric energy provided by the cooperative, at the individuals principal residence as defined under federal tax law within the service area, or the director district from which the director is nominated or elected. _____
 - c. comply with application, petition and election standards set forth for election to the Board of Directors. _____
 - d. except as otherwise provided by the Board for good cause, shall receive a credentialed cooperative director designation, director's certificate, or similar designation or certification from the National Rural Electric Cooperative Association within thirty-six (36) months of becoming a director. _____
 - e. except as otherwise provided by the Board for good cause, attend at least two-thirds (2/3) of all board meetings during each twelve (12) month period; and _____
 - f. maintain the confidentiality of cooperative business discussed by the Board. Confidential cooperative business includes: all undisclosed matters covered or discussed in executive session of the Board; as well as all confidential information and business plans and trade secrets; private directors, employee or member information; potential or pending acquisition of real or personal property of the cooperative; operational plans and business promotions; power supply and generation interests; and all power distribution plans; until the Board has collectively agreed to the terms and timing for public disclosure of such information. _____



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2. while a director and during the three (3) years immediately before becoming a director, a member must comply all provisions of the cooperative bylaws. _____

B. Independent Director Qualifications.

To become and remain a director, I understand and must comply with the following independence qualifications as evidenced by my initials below:

1. annually complete and sign an independence certification and disclosure form approved by the Board. _____
2. while a director, not be employed by another director, or be employed by, or receive more than ten percent (10%) of annual gross income from, an entity for which another director controls, owns more than ten percent (10%), or is a director or officer; and _____
3. while a director and during the five (5) years immediately before becoming a director, not be employed by, control, own more than ten percent (10%) of, serve as a director or officer of, or receive more than ten percent (10%) of annual gross income from an entity that: _____
 - a. advances the entity's pecuniary interest by competing with the cooperative or a cooperative subsidiary or cooperative affiliate, providing a good or service similar to a good or service provided by the cooperative or a cooperative subsidiary or a cooperative affiliate providing electric energy or a good or service related to providing electric energy. _____
4. while a director, not engage in any behavior, actions or activities that (1) subject either the director or the cooperative to ridicule or embarrassment; (2) adversely affect the directors or the cooperatives reputation; (3) interfere with or diminish the directors standing as a cooperative ambassador and representative; or (4) are contrary to the best interests of the cooperative and its employees. _____

C. Director Disqualification.

To become and remain a Director, I understand and must comply with the following membership qualifications as evidenced by my initials below:

After being elected, designated, or appointed to the TCEC Board of Directors and if a director does not comply with all general director qualifications, membership director qualifications, and independent director qualifications, then for good cause as determined by the Board, the Board shall disqualify the director and the individual is no longer a director if:

1. the Board notifies the director in writing of the basis for, and provided the director an opportunity to comment regarding the Board's proposed disqualification; and _____
2. within twenty (20) days after the Board notifies the director of the proposed disqualification, the director neither complies with nor meets the director qualification. _____



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****Information obtained below may be used for reporting requirements to the Internal Revenue Service ("IRS") on the TCEC's annual IRS form 990. By signing this application, applicant consents to company providing this information on the it's annual form 990 which will be filed with the IRS.****

Did the Cooperative provide you or an interested person with a grant or other assistance, regardless of amount?

Yes _____ No _____

If yes, please explain: _____

Do you or your family have a direct or indirect business relationship with the Cooperative? **

Yes _____ No _____

If yes, please explain: _____

Are you "independent?" ***

Yes _____ No _____

If no, please explain: _____

Do you or have you have/had a family or business relationship with another officer, director, trustee, or key employee? **

Yes _____ No _____

If yes, please explain: _____

Have you received reportable compensation or other compensation from a related organization as a current or former officer, director, trustee, key employee, or highest compensated employee?

Yes _____ No _____

If yes, please explain: _____

I have completed the Board of Directors Application for Tri-County Electric Cooperative, Inc. I have had an opportunity to review TCEC's bylaws and any other relevant documents including, but not limited to, Form 990 and related definitions of the Department of the Treasury Internal Revenue Service. I hereby certify that the information set forth is true and complete to the best of my knowledge.

Signature: _____

Date: _____

** For purposes of this application:

Family Member and Family Relationship. A "family member" of an individual includes, and a "family relationship" of an individual includes relationships with, his or her spouse, ancestors, brothers and sisters – whether whole or half blood, children – whether natural or adopted, grandchildren, great grandchildren, and spouses of brothers, sisters, children, grandchildren, and great grandchildren. Spouse includes an individual married to a person of the same sex if the individuals are lawfully married under state law for the state in which the marriage is entered into, regardless of domicile. (IRS Definition, Form 990 10 E)

*** For purposes of this application:

Independent. (i) Received no compensation as an officer of the cooperative (ii) did not receive more than \$10,000 during tax year as an independent contractor or related organizations, or (iii) neither you nor a family member were involved in a transaction with cooperative or a related organization.



Conflict of Interest Certification and Disclosure Form

As defined in the Tri-County Electric Cooperative, Inc.'s Conflict of Interest Policy ("Policy"), the undersigned Applicant:

1. Affirms that the Applicant has received or has access to, has read, and understands the most current version of the Policy;
2. Agrees to comply with the Policy;
3. Based upon Applicant's good faith belief, to the best of Applicant's knowledge, and except as disclosed below, certifies that Applicant currently complies with the Policy;
4. Discloses the following information or facts regarding any actual or potential income, employments, compensation, conflicting interest transaction, business opportunity, or pecuniary benefit, or other information or fact, that could impact Applicant's compliance with the Policy:

5. Upon discovering any information or fact regarding any actual or potential income, employment, compensation, conflicting interest transaction, business opportunity, or pecuniary benefit, or other information or fact, that could impact Applicant's compliance, or another Applicant's compliance, with the Policy, agrees to disclose this information or fact to the Credentials and Elections Committee; and,
6. Upon not complying with the Policy, agrees to any sanction, disqualification, removal, or other action taken under the Policy.

Applicant Name, Printed

Applicant Signature

Date



Background Check Consent Form

Members applying to serve on the Tri-County Electric Cooperative Board of Directors are subject to reasonable credit and criminal background checks, as outlined in Article 4, Section 4.4 in the cooperative's bylaws.

Disclosure

Tri-County Electric Cooperative may obtain information about you from a third-party consumer reporting agency for the Credentials and Elections Committee.

Thus, you may be the subject of a "consumer report" or "investigative consumer report" which may include information about your character, general reputation, personal characteristics, and/or mode of living. These reports may contain information regarding your credit history, criminal history, public court records, social security verification, motor vehicle records ("driving records"), verification of your education or employment history, or other background checks, subject to any limitations imposed by applicable federal and state law.

You have the right, upon written request made within a reasonable time, to request whether a consumer report has been run about you and to request a copy of your report. These searches will be conducted by Foley Carrier Services, LLC, 2 Huntington Quadrangle, South Building, Second Floor, Suite 2S04, Melville, NY 11747, phone number (631) 557-0100, www.foleyservices.com.

Acknowledgement and Authorization

I acknowledge that I read and understand the "Disclosure" above regarding the background check investigation and the document, "A Summary of Your Rights Under the Fair Credit Reporting Act" online at www.tcectexas.com/director-elections. I hereby authorize Tri-County Electric Cooperative to obtain any necessary "consumer reports" and/or "investigative consumer reports" at any time after receipt of this authorization and throughout my term as a director of the cooperative, if applicable. To this end, I hereby authorize, without reservation, any law enforcement agency, administrator, state or federal agency, institution, school or university (public or private), information service bureau, employer, or insurance company to furnish all background information requested by Foley Carrier Services, LLC, 2 Huntington Quadrangle, South Building, Second Floor, Suite 2S04, Melville, NY 11747, phone number (631) 557-0100, www.foleyservices.com, and/or company. I agree that an electronic or photographic copy of this Authorization shall be as valid as the original.

Applicant Name, Printed

Applicant Signature

Date



Affidavit of Application

I, _____, do hereby attest the information included in this application for director candidacy was submitted in good faith, is true and accurate to the best of my knowledge.

Applicant Signature

Date

ACKNOWLEDGEMENT

STATE OF TEXAS

COUNTY OF _____

This instrument was acknowledged before me on this _____ day of _____,
20____, by _____.

Notary Public, State of Texas



Petition

Members interested in seeking nomination to the Tri-County Electric Cooperative Board of Directors must include a petition with verifiable and valid member signatures with their application. Verifiable signatures of Tri-County Electric Cooperative members are required from members living within or who have designated a voting residence within the board district from which a member is seeking election.

Director applicants seeking nomination must submit a petition with at least **25 signatures**. Applicants qualified, but not nominated by the Credentials and Elections Committee must submit a petition with at least **50 signatures** to be nominated by petition.

Applicants are encouraged to collect additional signatures in the event membership cannot be verified. Signatures where the printed name is not legible may not be validated. Please refer to Tri-County Electric Cooperative Bylaws and Election Policy for more information. These documents can be found online at www.tcectexas.com/director-elections.



2025 Director Nomination Application Packet

Applicant Name: _____

Board District: _____

Member Signatures

Name (Print): _____

Name (Print): _____

TCEC Billing Address: _____

TCEC Billing Address: _____

Member/Account Number: _____

Member/Account Number: _____

Signature: _____

Signature: _____

Name (Print): _____

Name (Print): _____

TCEC Billing Address: _____

TCEC Billing Address: _____

Member/Account Number: _____

Member/Account Number: _____

Signature: _____

Signature: _____

Name (Print): _____

Name (Print): _____

TCEC Billing Address: _____

TCEC Billing Address: _____

Member/Account Number: _____

Member/Account Number: _____

Signature: _____

Signature: _____

Name (Print): _____

Name (Print): _____

TCEC Billing Address: _____

TCEC Billing Address: _____

Member/Account Number: _____

Member/Account Number: _____

Signature: _____

Signature: _____

Print as many pages as needed to fulfill petition requirement.