



Tri-County Electric Cooperative, Inc.

**DIRECTOR ELECTION  
APPLICATION PACKET**



## Director Election Application Packet

### 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.tcctexas.com/director-elections](http://www.tcctexas.com/director-elections)
- Tri-County Electric Cooperative's Bylaws, Article 2
- Tri-County Electric Cooperative's Board Governance and Credentials and Elections Committee

#### Guidebooks

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

- Complete Board of Directors Application
- 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 \$150.00

*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@tcctexas.com](mailto:elections@tcctexas.com) by July 10th at 5:00pm.**



# Director Election Application Packet

## TRI-COUNTY ELECTRIC COOPERATIVE, INC.

### BOARD OF DIRECTORS APPLICATION

Name: \_\_\_\_\_

First

Middle

Last

Primary Physical Residence

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 a natural person, citizen of the United States, individual member of TCEC 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 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, or been employed or interested within the past five years, in any competitive 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. Are you an employee of the cooperative, or spouse of an employee of the cooperative, or former employee, or spouse of a former employee, who was employed by the cooperative at any time?  
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 appointed or elected position of national, state, county or city public office or are you a school board member, county commissioner, or zoning commission member or have you held any positions referenced within the past three years?  
Yes \_\_\_\_\_ No \_\_\_\_\_  
If yes, please explain: \_\_\_\_\_



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

Yes \_\_\_\_\_ No \_\_\_\_\_

14. 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 in good standing of the cooperative, by having met and adhered to the payment history policies in accordance with the establishment of credit requirements contained in the cooperative's tariff.
  - 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, attend at least two-thirds (2/3) of all board meetings during each twelve (12) month period; and
  - e. 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.
  
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.



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### 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 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 director qualifications, then for good cause as determined by the Board, the Board may discipline or remove the director from office. Discipline for such violations may include, but are not limited to, reprimand, censure, or removal, depending on the severity of the violation; and may also include limiting a director's compensation or other benefits.



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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.

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## Director Election Application Packet

### Conflict of Interest Certification and Disclosure Form

As defined in the Tri-County Electric Cooperative, Inc.'s Conflicts of Interest / Disclosure 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.

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Applicant Name, Printed

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Applicant Signature



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### 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 2 of 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](http://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](http://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](http://www.foleyservices.com), and/or company. I agree that an electronic or photographic copy of this Authorization shall be as valid as the original.

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Applicant Name, Printed

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Applicant Signature

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## Director Election Application Packet

### 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



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### 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](http://www.tcectexas.com/director-elections).

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Applicant Name: \_\_\_\_\_

Board District: \_\_\_\_\_

## Member Signatures

Name (Print): \_\_\_\_\_

TCEC Billing Address: \_\_\_\_\_

Signature: \_\_\_\_\_



Name (Print): \_\_\_\_\_

TCEC Billing Address: \_\_\_\_\_

Signature: \_\_\_\_\_



Name (Print): \_\_\_\_\_

TCEC Billing Address: \_\_\_\_\_

Signature: \_\_\_\_\_



Name (Print): \_\_\_\_\_

TCEC Billing Address: \_\_\_\_\_

Signature: \_\_\_\_\_



Name (Print): \_\_\_\_\_

TCEC Billing Address: \_\_\_\_\_

Signature: \_\_\_\_\_



Name (Print): \_\_\_\_\_

TCEC Billing Address: \_\_\_\_\_

Signature: \_\_\_\_\_

*Print as many pages as needed to fulfill petition requirement*

## Director Photo Release and Waiver

I hereby give Tri-County Electric Cooperative, Inc. (TCEC), my consent to photograph, videotape and record my image and/or voice for use by TCEC, including but not limited to intracompany communications, internal and external advertisement, and public relations.

I further understand no compensation will be provided to me or my family members for use of my image or recording, and that I may not be informed in advance of the specific use of my image or recording. I waive any right to inspect or approve the finished photograph, video, recording, electronic advertising or printed material. I understand my image and voice can be used by TCEC while currently serving as a member of the Board of Directors or no longer serving as a member of the Board of Directors of the company.

By signing below, I acknowledge that I have read and understand the Director Photo Release, and further agree to the terms contained within this document:

- I agree to allow TCEC to use my photograph for company use.
- I DO NOT agree to allow TCEC to use my photograph for company use.

\_\_\_\_\_  
Director Name (Please Print)

\_\_\_\_\_  
Date

\_\_\_\_\_  
Director Signature