



Board of Directors: Call for Nominations



RECNEWS

March 2024

Nomination Packets Now Available!

Three (3) positions on the Rappahannock Electric Cooperative (REC) Board of Directors will be elected at the Cooperative's Annual Meeting on Aug. 7, 2024. To obtain the candidate nomination packet, visit myrec.coop/directorelections, email directorelections@myrec.coop or call 540-891-5889. **Interested member-owners should complete and return the nomination packet by the deadline of 5 p.m. on April 19.**

REC's Bylaws require that any member-owner who seeks election to the Board of Directors submit a nomination petition signed by at least 25 REC member-owners.

All member-owners will have the option to participate in the proxy designation process beginning July 1 or vote during the Annual Meeting on Aug. 7 to elect one director from each of the **following three regions:**

REGION II

The counties of Clarke, Fauquier, and Stafford, and the portions of Warren County and Rappahannock County east of U.S. Route 522.

REGION III

The counties of Albemarle, Greene, Madison, Rockingham, and the portion of Page County located south of U.S. Route 211.

REGION VIII

The Counties of Hanover and Goochland.

Nomination petitions will be distributed by Assistant Secretary to the Board, Whitney Watts, electronically or by scheduling an appointment to pick up the petition in person. To request the nomination petition, email directorelections@myrec.coop or call 540-891-5889.

No nominations can be accepted at the Annual Meeting in August.

The completed nomination materials and petition must be returned to the office of REC's president by 5 p.m. on April 19, 2024.

To Become A Candidate

You must be an REC member-owner as defined under Article I of the REC Bylaws. You must also reside in the region that you wish to represent as provided under Article IV of the REC Bylaws. Member-owners signing the nomination petition can be from any of REC's nine regions. For further details on director qualifications and the nomination procedures, please review Article IV of REC's Bylaws.



The Bylaws are available in the Governance & Document Center of the My Cooperative section of myrec.coop.





Qualifications for directors are further defined in the Board Policy as stated below. Directors should:

- Be motivated to serve the best interests of the membership as a whole as a director of a high-performing, member-focused organization;
- Possess an understanding of basic financial matters and fiduciary responsibilities of a board member, including evaluation of opportunities and risks presented to the Cooperative;
- Be recognized as a leader in their industry and/or community;
- Be experienced in serving on a board or reporting directly to a board and have knowledge of governance best practices;
- Be committed to learning about the Cooperative and its diverse membership in order to be a meaningful contributor on behalf of all Cooperative members;
- Be willing and capable of articulating points of view that may challenge the thinking/direction of the board and management team;
- Place a high value on personal and corporate integrity and ethical behavior;
- Have an understanding of cooperatives;
- Be willing and able to successfully complete NRECA's Credentialed Cooperative Director program within three years of becoming a director;
- Be willing and able to participate in the Cooperative's New Director Orientation program;
- Be financially secure (not motivated by director compensation);
- Possess understanding and capabilities around the oversight of inclusive culture, practices, and strategy as outlined in the Cooperative's Diversity, Equity, and Inclusion (DEI) Plan;
- Once elected, the Board member must execute a confidentiality and standards of conduct agreement.

YOUR COOPERATIVE, YOUR VOICE

The Proxy Designation Process opens July 1, 2024, and closes July 31, 2024, at 5 p.m.

Member-Owner Proxy Designation Options

ONLINE | Member-owners will have two online options to access their proxy designation. In July, the online proxy portal will be available to all member-owners. Members will also have access to the portal when they log in to MyREC SmartHub.

BY MAIL | All member-owners will receive their official 2024 Proxy Designation Form by U.S. mail in July. This form can be completed and returned with the postage-paid envelope.

DURING MEETING | Participate in the 2024 Remote Annual Meeting on Aug. 7 and vote during the meeting. Registration opens at 7 a.m. on Aug. 1 and closes at 5 p.m. on Aug. 2.

MORE DETAILS | To obtain further information regarding the Director Elections, visit myrec.coop/directorelections, email directorelections@myrec.coop or call 1-800-552-3904.

How to Participate



YOUR VOICE MATTERS