

2022 Director Candidacy Overview

The member-approved Bylaws of Crawford Electric Cooperative govern the nominations and election process. Any candidate for any position on the Board of Directors must be nominated by a petition signed by at least 15 cooperative members. The following information is provided to assist you in the nomination and election process.

Please also take note of the COVID-19 Pandemic Contingency Plan* on the back of this sheet.

1. Refer to **Bylaw Article I, Sections 1-8 Membership** for a full understanding of who is and is not a member of the cooperative.
2. Your principal place of residency determines which district position you may seek. Refer to **Article IV, Section 2** of the cooperative bylaws to determine your district. You must declare your district on your nominating petition. Call the co-op if you need help determining your district residency.
3. **Article IV, Section 3** explains the election and tenure of office. Three positions (one from each geographic district) are each up for election for a three-year term. All directors are elected “at large” by the entire voting membership of the cooperative. Co-op members may vote for the candidate of their choice for each of the open positions, regardless of the voter’s district residency.
4. **Voting occurs both at the Annual Meeting of Members and via remote advanced voting (mail-in ballots or secure website).*** Advance voting will occur from **Aug. 12-Sept. 12**; in-person voting will occur in the morning on **Wednesday, Sept. 14.,*** at co-op headquarters. Further instructions about voting procedures will be made available to members and published in the member newsletter, *Your Co-op Connection*, found in the center section of the *Rural Missouri* magazine.
5. **Article IV, Section 4** explains director qualifications, including all individual, membership and residency requirements and potential conflicts of interest for directors. All candidates must meet these qualifications and sign a **Conflict of Interest Certification/Disclosure Form**. The form is included with this packet, along with a copy of *Board Policy 1.04 Conflicts of Interest*.
6. **Article IV, Section 5** outlines the nominations process. To be a candidate, your petition of at least 15 valid member signatures must be timely delivered to the cooperative during the petition period this year: **Wednesday, May 11** through close of business on **Wednesday, July 13**. Petitions will be accepted beginning at 8 a.m. on May 11; petitions received after the close of the petition period will be considered invalid. Please be sure that a cooperative employee signs and dates your petition as being received*. If you file your petition on the first day, you also will need to draw a number to randomly determine your place on the ballot within your district among other first-day filers (low number goes first). Thereafter, ballot order will be in the order petitions are received. All board candidates shall be expected to abide by *Board Policy 4.02 Conduct of Elections*, which is included with this packet.
7. **Article IV, Section 8** outlines director compensation. Under current board policy, directors receive a per diem, mileage and expense reimbursement for attendance at board meetings and other meetings or educational opportunities authorized by the board, as well as paid-premiums for the directors participation in cooperative group insurance programs.
8. **Article IV, Section 9** explains director indemnification for acts or omissions while serving in an official capacity. For further guidance on the position of director for this cooperative, enclosed are *Director Position Description*, *Board Policy 1.01 Director Roles & Responsibilities* and *Policy 1.02 Director Standards of Conduct*.

If you have any questions, please contact **Laura Hengstenberg**, Crawford Electric's manager of external and internal relations, at l.hengstenberg@crawfordelec.com, or call direct: 573-679-2014 or 800-677-2667, ext. 127.

COVID-19 Pandemic Contingency Plan for Annual Meeting

Because of the ongoing COVID-19 pandemic, the co-op has a contingency plan covering how to conduct the director election in case our in-person event must be canceled. Public-health orders might prevent gatherings of this size. Prudent business continuity planning may dictate that we not put our members or employees at risk by hosting such a large public event. A decision on holding an in-person annual meeting will be made later in the summer. Members will receive appropriate notice of any change in annual meeting.

Items on the front of this page marked with an * would be directly impacted by this Pandemic Contingency Plan. Here's what you need to know if the in-person annual meeting is canceled:

1. **The director election will still be concluded on Sept. 14.**
2. Your nomination as a candidate via the procedures outlined on the front of this page will still be valid.
3. If our front lobby is closed to the public at any time during the petition period, you still will be able to submit your nominating petition. Simply call the office or communicate via our drive-thru window during business hours to arrange this. As is normally the case, any nominating petition must be received, dated and validated by a co-op employee.
4. In lieu of an in-person annual meeting, the co-op may call for a **Special Meeting of Members to be held on Sept. 14** specifically to transact the business of electing directors and approving 2021 reports.
5. This would be a virtual meeting only.
6. **Election of directors in conjunction with this Special Meeting will be conducted via advance, remote balloting only.**
7. You will still be able to have your candidacy statement put before the membership via the advance remote voters' packet and the official notice of the meeting. Please use the **Candidate Profile Form** to provide the membership with relevant information about your candidacy.
8. Key portions of this Special Meeting may be recorded and/or broadcast. This would include announcing the results of the election.
9. Our elections policy offers all candidates the courtesy of learning the results of the election prior to the public announcement, if they so desire. Again, please contact the co-op to arrange this.

If you have any questions or concerns, please contact:

Laura Hengstenberg: direct line 573-679-2014 or 800-677-2667, ext. 127