

**WARREN RURAL ELECTRIC COOPERATIVE CORPORATION
CRITERIA TO VOTE IN DIRECTOR ELECTIONS**

1. Who is a member?

A member is the person(s) whose names appear on the Warren RECC billing system. If only one name appears on the account, only that person can vote. If a second name appears on the account, either can vote; but only one vote per membership will be valid and counted.

If an additional name is requested to be added to the account, a picture identification and proof of residency will be required. Examples of proof of residency include a driver's license, a bank check, and/or other verification of name and address.

If an electric account is the name of a firm, association, corporation, LLC, church, school, not-for-profit, body politic, subdivision, or any other type of account, only the name of the person whose name appears on the account can vote. If no individual name appears on the account, legal documentation must be received and verified by the Warren RECC that the person has the authority to speak and transact business on behalf of that corporation.

2. Who is eligible to vote?

Members on the Record Date of April 1 are eligible to vote in that year's director election. Anyone who signs up for membership after April 1 will not be eligible to vote in the election. In addition, any name changes or additions made to accounts after April 1 will not be effective for the election.

Only members in attendance at the Annual Membership Meeting will be eligible to vote. Only one vote per membership will be valid and counted. Directors will be elected by a majority vote of ballots cast at-large at the meeting. Membership will be verified at the time of registration for the meeting and voting credentials will be issued.

3. What is a Record Date?

As defined in Article III, Section 4, of the Warren RECC Bylaws, the Record Date for determining the total membership and the members entitled to receive a Notice of the Meeting to vote at the Annual Membership Meeting shall be the close of business on April 1 of any year. A Record Date is the date for determining the total membership and the members entitled to: sign a member petition, receive an Official Ballot and Notice of Meeting, and/or vote.

Members who sign up for electric service after the Record Date of April 1 and before the Annual Membership Meeting and/or a Special Meeting of the Members are eligible to attend the meeting but not eligible to vote in that year.

If membership is suspended or terminated after the Record Date of April 1, the person(s) whose names appeared on that account may not sign documents, receive documents, vote, or otherwise act.