

## **DIRECTOR CRITERIA**

## CRITERIA FOR DIRECTORS, AS IDENTIFIED BY WH'S BYLAWS, INCLUDES:

- Director provided that:
  - a) They are a natural person and are purchasing and taking delivery of electric energy at their legal residence from the Cooperative or from an organization furnishing electric power to the Cooperative,
  - b) They have the capacity to enter legally binding contracts;
  - c) They have not been convicted of a felony.
  - d) They are not employed by, materially affiliated with or have a material financial interest in any individual or entity which is:
    - 1. Directly and substantially competing with the Cooperative, or any subsidiaries; or
    - 2. Selling goods and services in substantial quantity to the Cooperative or its subsidiaries; or
    - 3. Possessing a substantial conflict of interest with the Cooperative or its subsidiaries.
  - e) They are not in any way employed by the Cooperative or any of its subsidiaries nor have they been employed by the Cooperative or its subsidiaries within three (3) years of the director's nomination.
  - f) They are not a close relative of any existing Director or existing employee of the Cooperative or its subsidiaries. For the purpose of this section only "close relative" shall mean a person who is either a spouse, child, grandchild, step-child, parent, grandparent, step-parent, brother or sister, by blood or in-law, of the principal.

Candidate's legal residence must be in the board district that is up for election.

Applications are reviewed by legal counsel to confirm eligibility as determined by the bylaws.