

**Michael J. Biniek
John A. Manzari, M.D.
Andrea R. Miller**

August 15, 2019

By email

Mr. Kent Farmer, CEO
Mr. Chris Shipe, Board Chair
Rappahannock Electric Cooperative
247 Industrial Ct.
Fredericksburg, VA 22408

Re: Candidate Speeches at Annual Meeting

Dear Mr. Farmer and Mr. Shipe:

We write to request that Rappahannock Electric Cooperative reverse its recent, misguided decision to bar board-candidate speeches at the co-op's 2019 annual meeting. We just learned of this decision in REC's letter to us. For at least a decade, and likely for six or seven decades, REC has allotted time for candidates in contested board races to speak to the assembled co-op member-owners before they vote at the annual meeting. It is highly unusual, and unfair, for REC to suddenly abandon this longtime practice in a year when all three board seats are contested in a campaign raising serious issues about our cooperative's governance and the integrity/transparency of this election.

As best we can determine, REC has not publicly announced this significant change in its practice, meaning that co-op members are unaware of it. Members who attend the annual meeting next week expecting to hear candidates' speeches before deciding how to vote will likely be surprised to learn that REC quietly changed its longstanding practice. We understand that REC this year did put additional information about candidates in *Cooperative Living* and online, but for co-op members who choose to attend the annual meeting or watch it live-streamed, that is no substitute for live speeches before the members at the meeting.

REC's decision is all the more disturbing in light of the board's refusal to provide a petition form that co-op members could have used to put proposed bylaw changes on this year's annual meeting ballot. Moreover, the co-op's secret practice of soliciting uninformed, on-the-spot proxy votes from co-op members who pay their bills in cash at REC offices is yet another practice that subverts genuine democratic control.

Vibrant, lively annual meetings and fair elections are the very heart of what makes a rural electric co-op a cooperative, distinguishing these member-owned, democratically controlled,

smaller businesses from giant investor-owned utilities. Electric co-ops often refer to this as “the cooperative difference.”

Richard G. Johnstone, Jr., president of the trade association for Virginia electric co-ops, has written that “[t]he electric co-op annual meeting is an old-fashioned exercise in democracy both refreshing and resilient, a living reminder of when civics was still widely taught in school....” Johnstone also wrote that at annual meetings co-op members “vote on amendments or additions to the bylaws that govern the utility they own.” (*Cooperative Living* magazine, June 2014, p. 2.)

We are disturbed and saddened that REC continues to stray from its original democratic cooperative principles. We respectfully urge REC to reconsider and reverse the decision to bar candidate speeches at the annual meeting,

Sincerely,

Michael J. Biniek
John A. Manzari, M.D.
Andrea R. Miller