

Bylaws IV and V February 2024 Version

Article IV. MEMBER-OWNER MEETINGS, DECISIONS, AND VOTING

Section 4.05 Quorum for Meetings of Members

A quorum of 50 Member-Owners shall be required to be present in-person for any meeting at which a vote of Member-Owners is to take place. No proxy votes, votes by mail, or electronic voting are permitted.

Section 4.07 Electronic Voting

Electronic voting is permitted for the election of directors, provided that:

- (a) the Cooperative ensures that the administrating vendor can authenticate the identity of the Cooperative Member-Owner who is casting a vote, and
- (b) a vote cast by electronic means has the same effect as a vote cast in person.

Article V. AMENDMENTS TO THE ARTICLES AND BY-LAWS

Section 5.01 Amendment

These Bylaws may be adopted, amended or repealed by a two-thirds (2/3) majority vote of the Member-Owners.

These bylaws can also be amended by the Board, but any amendment adopted by the Board shall be reported to the next annual meeting of Member-Owners and is subject to amendment or repeal by a majority vote of the Member-Owners.

Section 5.03 Currentness

The Board is charged with the duty to review the applicable state laws or confer with legal counsel for any questions on currentness of a subsection within the bylaws.