

## Cooperative Light & Power (CLP) Director Nominations and Elections

(As they appear in Article 4, Sections 4.5 and 4.6, of CLP's Bylaws)

<u>Section 4.5</u>. Any Member may be nominated for the position of Director from their district as set forth in Section 4.4 of these Bylaws, by submitting a petition signed by at least 15 Members who have voting rights in the nominee's district not less than 90 days before the date of the election using the form of petition prescribed by the Board of Directors. A Member who is not nominated pursuant to this section, may not be elected as a director. A Member may not sign more than one petition except in the case of a joint membership and in that case, both joint members may sign a petition.

Section 4.6. Election of Directors. At the Annual Meeting in each year, the membership shall vote to fill those director positions that have expired or are vacant. These Directors shall be elected by ballot from the Members to serve until their successors have been both elected and qualified subject to the provisions or unless otherwise terminated or vacated of these Bylaws. The nominee from each district receiving the largest number of votes shall be elected as a Director. In the event there is only one candidate for a Director position, the single candidate nominated shall be deemed elected by acclamation as an unopposed candidate, and no voting shall be required for such uncontested Director position. The notice of the annual Member meeting shall state the name of the candidate elected by acclamation, and the individual presiding at the annual Member meeting may announce that the uncontested candidate was elected by acclamation, and that no vote was required.