

Proposed Amendment to Bylaws of Brown County Rural Electrical Association

To be included on the ballot for the April 13, 2023 Member Meeting

At the February 28, 2023 Brown County Rural Electrical Association monthly meeting, the Board of Directors voted to propose an amendment to Bylaw 3.9(a) as follows below. The purpose of the amendment is to permit the Board to mail ballots to all Members rather than only to Members requesting a ballot in advance of a meeting. A yes vote will be a vote to amend 3.9(a) to eliminate the stricken language below. A no vote will be a vote to keep the stricken language below. The Board recommends a “yes” vote.

(a) Mail or Electronic Ballot With Member Meeting. A Member may vote or act by mail or Electronic transmission only on an action that may be taken at the Member Meeting in conjunction with a Member Meeting by the Cooperative delivering or providing access to a written or Electronic mail ballot (“Mail Ballot With Member Meeting”) to each Member entitled to vote on the matter and from whom the Cooperative received a written request for a Mail Ballot With Member Meeting at least 20 days before the Member Meeting. A Member submitting a completed Mail Ballot With Member Meeting may not vote at the Member Meeting regarding a matter described in the Mail Ballot With Member Meeting. The Cooperative shall count completed Mail Ballots With Member Meeting received before the Member Meeting in determining whether a Member Quorum exists at the Member Meeting. The Cooperative must count as a Member’s vote a properly completed Mail Ballot With Member Meeting received on, or before, the time and date stated in the Mail Ballot With Member Meeting. As determined by the Board, the Cooperative may require that all votes be cast, or action be taken, by completed Mail Ballot With Member Meeting submitted before the Member Meeting. As determined by the Board, the Cooperative may limit voting to Mail Ballot with Member Meeting voting to less than all actions to be taken at a Member Meeting and require attendance at the Member Meeting to vote on other actions.