MEMBER NOTICE:
2020 COOPERATIVE ARTICLES OF INCORPORATION AND BYLAW VOTE

In 2020, the Stearns Electric Board of Directors is asking member-consumers to approve proposed amendments to the Cooperative’s Articles of Incorporation and Bylaws.

Over the last year, a committee including three Board members, Stearns Electric staff, an attorney, and a third-party communication consultant, conducted a review of the Cooperative’s Articles of Incorporation and Bylaws. After reviewing these documents line by line and comparing them to Cooperative business procedures, future needs, and industry advancements, they identified and suggested necessary alterations.

While the proposed amendments have been approved by the current Board of Directors, they cannot be placed into effect without approval by a majority vote of the members that participate in the voting process. This membership vote will take place in conjunction with the Director elections and Annual Meeting on April 2, 2020. Before your ballot package arrives in mid-March, we want to ensure that you feel educated to place your vote. (Over)
While the bulk of changes proposed reflect an update in language and/or grammar to make the Articles of Incorporation and Bylaws easier to understand and relevant to current technology, some more significant amendments include:

- **Removal of outdated language and practices.**
- **Simplified requirements of membership.**
- **Updated guidelines for connecting member-owned equipment to the Stearns Electric distribution system.**
- **Flexibility to allow for future district adjustments, in size or quantity, to maintain equitable representation of members in each district.**
- **Elimination of director term limits.**
- **A simplified director nomination process.**
- **Updated guidelines for filling director vacancies by a membership vote.**
- **Addition of an arbitration option to solve disputes.**

A summary and complete text of the proposed amendments to the Articles of Incorporation and Bylaws recommended by the Stearns Electric Board of Directors can be viewed at [www.stearnselectric.org/about-us/2020BylawVote](http://www.stearnselectric.org/about-us/2020BylawVote).

Each member will also receive this information as part of their ballot package in March. Members will have the option to vote online, by mail or in person at the Annual Meeting on April 2, 2020.

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