



Excerpt from Kandiyo Power Cooperative's Bylaws.

SECTION 3.6. Voting

Each member entitled to vote shall be entitled to only one vote upon each matter submitted to a vote of the members for which the member is entitled to vote. All questions shall be decided by a vote of a majority of the members voting thereon by mail, or electronically if adopted pursuant to Section 3.7 hereof, except as otherwise provided by law, the Articles of Incorporation or these Bylaws.

The ballot shall be in the form pre-scribed by the Board of Directors of the Cooperative and shall contain the list of all candidates for the office of director up for election and the exact text of the proposed motion, resolution or amendment to be acted upon and the date by which ballots must be submitted; and shall also contain spaces opposite the candidates or the text of such motion, resolution or amendment in which such member may indicate his/her affirmative or negative vote therein. Such member shall express his/her choice by making an "x" in the appropriate space upon such ballot. Such ballot shall be enclosed in a sealed official envelope provided by the Cooperative, inside another envelope bearing the member's name and address, addressed to the Secretary and deposited in the U.S. Mail, postage prepaid. If received by the Secretary of the Cooperative by the close of business on the day set as the date by which ballots must be submitted, the ballot shall be accepted and counted as the vote of the member. The failure of any such member to receive a copy of any such motion or resolution or ballot shall not invalidate any action which may be taken by the members by such vote.

SECTION 3.7. Electronic Voting

The Board of Directors of the Cooperative may, upon its own resolution, adopt and implement a system of electronic voting for use in elections of directors or upon matters presented to the members for vote. No system of electronic voting shall be implemented unless the secrecy of each member's vote is adequately preserved and the Cooperative is able to authenticate that it is a Cooperative member who is casting the vote. In the event that a system of electronic voting is implemented, voting by mail shall continue to be made available to each member as an alternative.

SECTION 3.8. Voting List

The Secretary shall make at least fifteen (15) days before such meeting of members, a complete list, arranged in alphabetical order, of the members entitled to vote meeting and their addresses. Such list shall be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any member during the whole time of the meeting.