

## Board of Directors Policy

|   |                        |                          |             |
|---|------------------------|--------------------------|-------------|
| <b>Subject: Election and Ballot Policy</b>                          |                        | <b>Policy No: 1-2010</b> |             |
| **This policy shall replace 2-2007 – Election and Ballot Policy *** |                        |                          |             |
| Original Issue: 05-19-10  | Last Revised: 05-19-10 | Last Reviewed: 05-19-10  | Page 1 of 3 |

- I. **Objective**  
To establish procedures for the election of White River Electric Association Inc., Board of Directors.
  
- II. **Policy:** The following are the Procedures for becoming a Candidate (nomination), Ballot, Election, Recount, Tie Vote and Posting of Election Results for the election of White River Electric Association, Inc., Board of Directors at the Annual Meeting of the Membership.

### Nomination - Candidates

1. In June of each year, the Board of Directors shall call for nominations of Directors by a notice posted at the principal office of the Cooperative, a notice posted in a newspaper of general circulation within the territory served by the Cooperative, and by posting on the Associations web site.
2. A nomination for Director shall be made by written petition signed by at least fifteen members of the Cooperative and filed with the Board of Directors not later than forty-five (45) days prior to the date of the election.
3. Any petition so filed shall designate the name of the nominee and the term and district for which nominated.
4. Such candidates shall be apportioned between the two districts (Town of Meeker District and Rural District) of the Cooperative on the basis of the membership in each, so to give the members of the Cooperative living within the town limits of the Town of Meeker, or any additions thereto, representation on the Board of Directors in proportion to the total membership of the Cooperative.
5. Directors and Director Candidates must reside within the district as to which they represent.
6. Information on how to become a candidate and the schedule for elections shall be communicated to each member in a mailing and on the association's web site no less than two months before petitions to become a candidate are due.

### Ballots:

1. Ballots shall list the names of the candidates for each District (Town of Meeker District and Rural District) randomly in a manner that does not automatically assign the top line to the incumbent. The candidates shall be grouped under the District and term of office for which they are candidates for election.
2. The Town of Meeker District shall be listed before the Rural District.
3. Candidates for Director less than a full term (for vacancies) shall be listed before candidates for a full term.

|                        |                      |
|------------------------|----------------------|
| _____, Board President | Date: <u>5/19/10</u> |
|------------------------|----------------------|

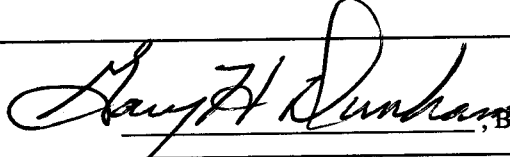
# Board of Directors Policy

|  |                          |                           |                           |
|--|--------------------------|---------------------------|---------------------------|
| <b>Subject: Election and Ballot Policy</b> |                          |                           | <b>Policy No: 01-2010</b> |
| Original Issue: 05-19-2010                 | Last Revised: 05-19-2010 | Last Reviewed: 05-19-2010 | Page 2 of 3               |

- Candidates who are currently directors shall have "Incumbent" listed adjacent to their name on the ballot.
- Candidates using a nickname, which by custom or usage becomes a part of their name, may be shown on the ballot. (For example: Hal C. (Tom) Pearce, Ira C. (Pat) Johnson)
- Each member of the association shall be entitled to vote in the election of directors on the board of directors either at a meeting held for such purpose or by mail, but not both. Jointly held memberships shall be entitled to one vote. A member who has voted by mail shall not be entitled to vote at the meeting.
- Ballot mailing deadline shall be posted on the web site at least three months before the deadline and shall remain so posted until after the election.
- Specifically for the election of directors, mailed ballots must be received by the Association by 11:30 a.m. on the day of the meeting held for such purpose.
- Mail voting shall be on printed ballots provided by the Association. The mail ballot shall be voted by the member, placed in a special envelope provided for the purpose so to conceal the marking on the ballot, deposited in a return envelope which must be signed by the voting member, and mailed/delivered back to the Association.
- Ballots shall be collected and stored in a manner that protects the privacy of their content.
- A specific color of ballot paper will be selected to represent printed ballots that will be mailed to the members of the Association prior to the scheduled Meeting of the Membership.
- A second color of ballot paper shall be selected to represent printed ballots that will be voted on in person by the membership at the scheduled Meeting of the Membership.

## Election of Directors:

- The date of the election, shall be fixed and posted on the Association's web site, and otherwise publicized no less than six months before the election.
- Other election procedures not covered within this Policy may be adopted by the Board of Directors or may be outlined by management in writing for the Meeting of the Membership. A copy of such written procedures shall be retained by management and posted on the web site for membership review for a reasonable period of time.
- The number of candidates to be elected from each of the said Districts who receive the highest number of votes for the specified term of office shall be considered elected as Director(s).
- All candidates for the board of directors, or their designee, shall be given the opportunity to be present to observe their tabulation of the vote count. The candidate shall submit in writing to the association of their intent to be present, or named designee's presence, for the vote count in advance of the meeting.

|  |                      |
|--|----------------------|
| <br>Gary H. Dunham, Board President | Date: <u>5/19/10</u> |
|--|----------------------|

# Board of Directors Policy

|  |                          |                           |                           |
|--|--------------------------|---------------------------|---------------------------|
| <b>Subject: Election and Ballot Policy</b> |                          |                           | <b>Policy No: 01-2010</b> |
| Original Issue: 05-19-2010                 | Last Revised: 05-19-2010 | Last Reviewed: 05-19-2010 | Page 3 of 3               |

### Vote Count - Recount – Tie Vote:

1. A recount of any election contest shall be held if the difference between the highest number of votes cast in that election contest and the next highest number of votes cast in that election contest is less than or equal to one-half of one percent of the highest vote cast in that election contest or if the difference between the highest number of votes cast in that election contest and the next highest number of votes cast in that election contest is five votes or less.
2. If there is more than one person to be elected in an election contest, a recount shall be held if the difference between the votes cast for the candidate who won the election with the least votes and the candidate who lost the election with the most votes is less than or equal to one-half of one percent of the votes cast for the candidate who won the election with the least votes or if the difference between the votes cast for the candidate who won the election with the least votes and the candidate who lost the election with the most votes is five or less.
3. A recount shall occur only after the Election Judges and Clerks of the Election has certified the original vote count.
4. If after certification of the original vote and recount there is a tie vote, the names of the candidates with the tied votes shall be placed for drawing by lot. The Election Judge shall draw by lot the name of the candidate that shall be deemed the elected Director.
5. The Association's Attorney shall attempt to notify the candidates subject to a recount prior to the actual recount at their designated contact point.

### Election Results:

1. The ballots shall be counted promptly after the Annual Meeting of the Membership, and the vote count shall be certified by the Election Judges and Clerks of the Election.
2. The Election Judges, Clerks of the Election or its designee shall notify the Association's Attorney of the election results. The Association's Attorney shall then notify the current President of the Board of Directors by phone or in person of the election results.
3. After notification to the General Manager and the President of the Board of Directors, the attorney shall notify the candidates by phone or in person of the election results at their designated contact point.
4. After notification to the General Manager and the President of the Board of Directors, the election results shall be posted on the front door of the Association.

|  |                      |
|--|----------------------|
| <br>Board President | Date: <u>5/19/10</u> |
|--|----------------------|