

**PROPOSED AMENDMENTS TO BYLAWS**  
**ARTICLE I**

**Section 10. Notice of Meetings.** Notice of a meeting of the members shall be given once mailed or electronically transmitted to each member at the address of their account of record. The notice shall state the place, day, hour, purpose, and include any issue to be considered at such meeting. Said notice shall be given not less than ten (10) nor more than thirty (30) days before such meeting. The failure of any member to receive notice shall not invalidate any action which may be taken by the members at a meeting of the members.

**Section 15. Signed Ballot.** Any and all votes of the members under Article X or XI of the Articles of Incorporation of the Cooperative or Article IX or Article XI of these Bylaws shall only be considered by way of signed ballot or electronic means, as determined by the Board of Directors, mailed or electronically transmitted to each member as provided for under Section 10 of this Article. Such a signed ballot, if received within the time required by the laws of the State of South Dakota and as provided for with the notice of the meeting of the members, shall be counted as if the member were present and voting in-person on each motion or resolution provided for with said notice. ~~The~~A signed mail ballot shall only be valid if properly marked by the member or member's principal officer, cast in a sealed envelope, and authenticated by the signature of such member or member's principal officer. A signed electronic ballot shall only be valid if properly marked by the member or member's principal officer and authenticated as shall be determined by written policy of the Board of Directors.

**ARTICLE II**

**Section 6. Election.** The director nominee receiving the greatest number of votes shall be duly elected. A tied election shall be determined by the casting of lots by the tied director nominees. The election of directors shall only be considered by way of signed ballot, mailed or electronically transmitted to each member as provided for under Sections 10 and 15 of Article I of these Bylaws.

**ARTICLE IV**

**Section 6. Election.** The delegate nominee receiving the greatest number of votes shall be duly elected. A tied election shall be determined by the casting of lots by the tied delegate nominees. The election of delegates shall only be considered by way of signed ballot, mailed or electronically transmitted to each member as provided for under Sections 10 and 15 of Article I of these Bylaws.

**ARTICLE VI**

**Section 5. Redemption.** All equity credits may be paid or redeemed in whole or in part at such time, in such ~~uniform~~ manner and in such ~~uniform~~ order as shall be determined by the Board of Directors and the payment thereof whether arising as the result of a Patronage Transaction or otherwise shall be payable subject to the discretion of the Board of Directors.

**Section 6. Retirement.** If and when the sum of the balance in the revolving capital and the reserve capital shall exceed the amount of capital reasonably needed by the Cooperative, as determined by the Board of Directors, the Cooperative shall apply such excess to the retirement, in full or pro rata, of any or all equity credits as the Board of Directors may select and designate. Whenever the Cooperative shall have received a patronage allocation from any other cooperative association in the form of cash, refund, credit, or securities, then the Board of Directors may apply all or part of such patronage allocation to the retirement, in full or pro rata, of any or all such equity credits as said Board of Directors may designate. Equity credits may be retired, as required above or (i) as authorized by the Board of Directors and (ii) upon payment or tender to the record holder of said equity credits of the book value of said equity credits. If a corporation, limited liability company, cooperative, colony, church, partnership, trust, or other type of legal entity is the record holder of equity credits and such entity has dissolved or terminated, such entity's equity credits shall not be eligible for retirement due to the dissolution or termination of such entity, however, the equity credits of such entity shall be eligible to be transferred to such entity's respective shareholders, owners, members, partners, grantors or other applicable individuals, as determined by the Board of Directors in its sole and absolute discretion.