

Notice to Members

As stated in Article XV of the Okanogan County Electric Cooperative, Inc. By-Laws “Unless otherwise provided in these By-Laws, these By-Laws may be adopted, amended, or repealed (“Amended”) by a majority of Members present at a Member Meeting or an unanimous vote by the Board of Directors, and if a unanimous vote by the Board of Directors amends the By-Laws, then the Members will be notified of such change”.

At the October 27, 2011 Board of Director meeting there was an amendment made to the By-Laws by a unanimous vote by the Board of Directors.

New language is in **bold type**; deleted language in .

Article III

SECTION 6. DIRECTOR RESIGNATION. A Director may resign at any time. To resign, a Director must sign and deliver a written or electronic notice of resignation (“Resignation Notice”) to the Board, President, or Secretary. Except as a later date is otherwise provided in the Resignation Notice, a Director’s resignation is effective when the Board, President, or Secretary receives the Resignation Notice. The Board shall fill any vacancy caused by the resignation, death or incapacity of a Director within ~~thirty (30)~~ **sixty (60)** days of the effective date of the resignation, death or incapacity of the Director.

As amended;

SECTION 6. DIRECTOR RESIGNATION. A Director may resign at any time. To resign, a Director must sign and deliver a written or electronic notice of resignation (“Resignation Notice”) to the Board, President, or Secretary. Except as a later date is otherwise provided in the Resignation Notice, a Director’s resignation is effective when the Board, President, or Secretary receives the Resignation Notice. The Board shall fill any vacancy caused by the resignation, death or incapacity of a Director within sixty (60) days of the effective date of the resignation, death or incapacity of the Director.

The objective to this amendment is to allow directors more time to fill vacated director terms.