

holder of the proxy's name is typed, written in another handwriting, printed, written with a different color ink, etc. Photostatic copies of Cooperative distributed proxies may be used if properly executed. The proxy must: (1) be executed by the member in writing and designate one and only one holder thereof, which may be the member's spouse, the designee of an association, corporation, business, trust or political body or any other individual member; (2) specify the meeting at which the proxy is to be exercised; (3) must be dated not more than sixty (60) days prior to the date of the meeting; however, any mailed proxies, otherwise properly completed, shall be deemed dated as postmarked, if the postmark is clear as to the date of the mailing. A valid proxy shall be valid at any adjournment of the meeting for which it was given. If a member advises the Cooperative's Secretary or his designee, that he wishes to withdraw a preregistered proxy, he may do so prior to the close of business on Friday. Once a proxy has been preregistered, or registered on the day of the annual meeting, that proxy is thereafter irrevocable. If a member advises the Cooperative Secretary, or his designee, on the day of the meeting that he has given a proxy, which has neither been preregistered, or registered up to that point in time, on the day of the annual meeting, he may revoke that proxy and vote. Should a proxy be submitted on the day of the annual meeting, and the giver of that proxy has already voted in person, or a proxy has been registered in the name of that person, the individual presenting the proxy will be denied the right to vote for that member. A proxy may be unlimited, authorizing its holder to vote on any and all issues presented at a meeting, or it may be limited, restricting the holder to voting on a limited number of issues. A member is not entitled to vote an unlimited number of proxies. An individual member may cast his vote and that of up to five (5) members whose proxies he holds, for a maximum of six (6) votes. However, the designee of an association, corporation, business, trust or political body, who is not a member of the Cooperative may only cast the vote of that body who designated him as its authorized representative and one proxy, for a maximum of two (2) votes. A spouse of an individual member, in attendance at the meeting, shall have, as a matter of right, the ability to cast his or her spouse's vote, unless the member's spouse is present and objects to same.

SECTION 4.11 - Order of Business.

The order of business at the Annual Member Meeting and, insofar as practicable or desirable, at all other meetings of the Members shall be essentially as follows:

1. report on the number of Members present in person or by proxy in order to determine the existence of a Member Quorum;
2. reading of the notice of the meeting and proof of the due delivery thereof, or of the waiver or waivers of notice of the meeting, as the case may be;
3. reading of unapproved minutes of previous meetings and taking of any necessary action thereon;
4. presentation and consideration of report of officers, Directors and committees;
5. election of Directors;
6. unfinished business;
7. new business; and
8. adjournment.

Notwithstanding the foregoing, the Board of Directors may from time to time establish a different