

GLACIER ELECTRIC COOPERATIVE, INC.

POLICY NO. 105

NOMINATION AND ELECTION OF OFFICERS AND  
REPRESENTATIVES OF THE BOARD OF TRUSTEES

I. OBJECTIVE

To provide the board the opportunity to nominate and elect their officers and their official representatives on other boards in a completely democratic and confidential manner.

II. POLICY

A. Nomination and election of officers of the board

1. At the reorganization meeting of the board of trustees following the annual meeting, each member of the board of trustees will be given the opportunity to nominate one member of the board of trustees for the office of president. Following the nominating process, board members will vote by secret ballot for the nominee they wish to be elected president. The nominee with the majority of votes will be declared president. If no one trustee receives a majority of votes, of the members of the board of trustees, a runoff election shall be held between the two trustees receiving the highest number of votes. The trustee receiving the highest number of votes in the runoff election will be declared president.
2. This same procedure will be followed for nominating and electing trustees to the offices of vice-president and secretary/treasurer, in that order.
3. The maximum number of consecutive years served by an individual trustee in the office of president, vice-president, or secretary/treasurer shall be three years. After a trustee has served three consecutive years in any single position he/she may not serve in that same position for a fourth consecutive year, but is eligible to serve in any other board position. There is no limit to non-sequential terms.

B. Selection of nominees for the Montana Electric Cooperatives Association, Western Montana Electric Generating & Transmission Cooperative, Inc., METSPool, Northern Directory Publishing, Inc., and other organizations on which the GEC board is to be officially represented.

1. Any member of the board of trustees or general manager of a member system is eligible to be selected as the official nominee for the director to serve on the board of directors of the MECA, or as a director of the Western Montana Electric G&T, or, as appropriate,


other organizations on which the board is to be officially represented. Participation in an organization by a trustee of the board, that requires a considerable amount of time, needs to be approved by the Board.

2. Nominations and election of the director will be made before the annual meeting of the respective organization. Each member of the board of trustees will be given the opportunity to nominate one member of the board of trustees to serve on organizational boards. Following the nominating process, members of the board will vote by secret ballot for the nominee they wish to serve on said board. The nominee with the majority of votes will be declared the official nominee of the GEC board of trustees. If no individual receives a majority of the votes, of the members of the board of trustees, a runoff election shall be held between the two individuals receiving the highest number of votes. The individual receiving the highest number of votes in the runoff election will be declared the official nominee of the GEC board of trustees.
3. When there is also to be an alternate director, the alternate shall be nominated as specified in B1 and B2 above.

### III. RESPONSIBILITY

It shall be the responsibility of the president to see that this policy is adhered to.

May 27<sup>th</sup>, 2009  
Date

  
\_\_\_\_\_  
Signature

\_\_\_\_\_  
President  
Title