



Sac Osage Electric Cooperative

June 2024

News



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Attention Members in District 7, 8, and 9

The terms of the directors who represent districts 7, 8, and 9 will expire on September 10, 2024, the date of the 2024 Annual Meeting of the Members of Sac Osage Electric Cooperative, Inc.

A Nominating Petition is inserted inside this issue for members in districts 7, 8, and 9. Use the petition if you would like to nominate a candidate for director from your district. September 10, 2024 has been set as the date for the 2024 Annual Meeting of the Members of Sac Osage Electric Cooperative, Inc.

On the date of the meeting the current three-year terms of Shannon Tucker, Ken Hacker and Brian Hubbard will expire. According to the Bylaws of the Cooperative, a Nominating Petition is to be mailed to each member who resides in a district in which a vacancy will exist on the date of the Annual Meeting. Therefore, **members in districts 7, 8, and 9 will find a Nominating Petition inserted in this issue of Rural Missouri.**

The petition includes instructions for nominating a qualified member as a candidate for a position on the Board of Directors. Sections from the Bylaws of the Cooperative pertaining to the Annual Meeting appear on the following page of this issue. Please read those sections for more information about the nomination and election process. Complete copies of the Bylaws are available at the office of the Cooperative or online at www.sacosage.com.

This year only members in districts 7, 8, and 9 are eligible to receive a ballot for the director election and of those three districts, only members in districts with more than one nominee will receive ballots.

If you have a question about which district you live in, please refer to your electric bill. Your district number appears in a box labeled "Board District".

District 7

Shannon Tucker represents members in District 7. Mr. Tucker plans to seek re-election in his district at the 2024 Annual Meeting.

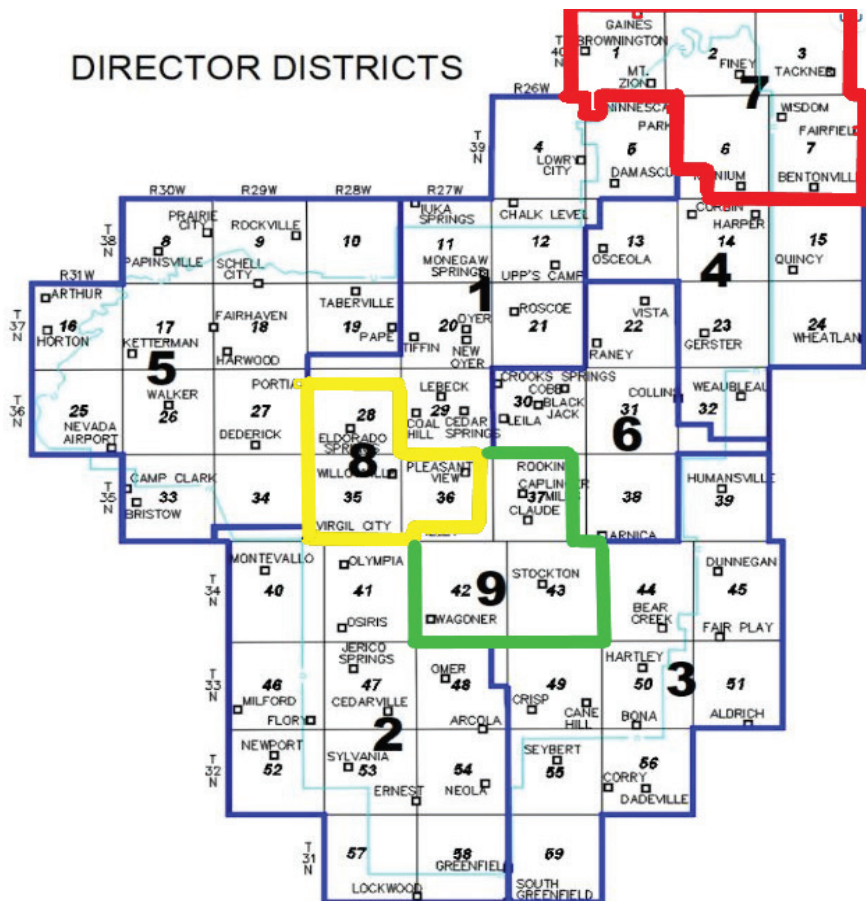
District 8

Ken Hacker represents members in District 8. Mr. Hacker plans to seek re-election in his district at the 2024 Annual Meeting.

District 9

Brian Hubbard represents members in District 9. Mr. Hubbard plans to seek re-election in his district at the 2024 Annual Meeting.

DIRECTOR DISTRICTS





BYLAWS PERTAINING TO ANNUAL MEETING

No person, entity, firm, association, corporation or body politic or subdivision thereof may hold more than one membership in the Cooperative, and no membership in the Cooperative shall be transferable, except as provided in the bylaws. No person, entity, firm, association, corporation or body politic or subdivision thereof holding membership in the Cooperative shall have more than one vote on any matter properly coming before the membership at any annual or special meeting thereof, irrespective of the number of services or connections that member may have.

ARTICLE III - MEETING OF MEMBERS

SECTION 1. Annual Meeting.

The annual meeting of the members shall be held on such day after the first of June and prior to the first day of October of each year as shall be fixed by the Board beginning with the year 1951 at such place in the County of Cedar, State of Missouri, as shall be designated by the Board. The annual meeting shall be held for the purpose of electing directors, passing upon reports for the previous fiscal year and transacting such other business as may come before the meeting. It shall be the responsibility of the Board to make adequate plans and preparations for the annual meeting. Failure to hold the annual meeting at the designated time shall not work a forfeiture or dissolution of the Cooperative.

ARTICLE IV - DIRECTORS SECTION 2.

Election and Tenure of Office.
The persons serving as directors on the day of the adoption of this amendment shall compose the Board of Directors until the first annual meeting following the adoption of the amendment of this article to be submitted to the membership on

June 8, 1976, or until their successors have been elected and shall have qualified. Beginning with the annual meeting held in the year 1977, the directors of the Cooperative shall be divided into nine districts numbered 1, 2, 3, 4, 5, 6, 7, 8 and 9. The terms of office of the directors of Districts 1, 2 and 3 shall be for a term of three (3) years and they shall be elected at the annual meeting in 1977 and shall expire at the annual meeting in 1980; the terms of office of the directors serving in Districts 4, 5 and 6 shall be for a term of three (3) years and they shall be elected at the annual meeting in 1978 and shall expire at the annual meeting in 1981. The terms of office of the directors of Districts 7, 8 and 9 shall be for a term of three (3) years and they shall be elected at the annual meeting in 1979 and shall expire at the annual meeting held in the year 1982. At each annual meeting after the annual meeting held in 1979, three directors shall be elected by ballot for a term of three years, such directors to be elected from the districts served by those directors whose terms are expiring, or until their successors shall have been elected and shall have been qualified for a three-year term in the order and sequence above set forth as to the nine numbered districts. If an election of directors shall not be held on the date designated here in for the annual meeting or any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the members or as soon thereafter as practical. No member of the Board of Directors shall serve more than seven (7) consecutive terms. This limitation shall apply upon completion of a current director's term and any director who has served seven (7) consecutive terms shall not be eligible for reelection for a period of three (3) years. Any member appointed or elected to fill a vacancy on the Board of Directors who serves at least one-half of a term of office shall be considered to have served a term in

that office.

SECTION 4. Nomination and voting.

Not later than sixty (60) days prior to the annual meeting it shall be the duty of the Secretary to prepare or cause to be prepared and mailed to each member residing in the districts in which vacancies will exist at the annual meeting a form of nominating petition. The nominating petition shall inform the members that a vacancy will exist in their district at the annual meeting, the name of that incumbent and whether the incumbent intends to seek reelection. Within twenty days following the mailing of the nominating petitions any qualified member may be nominated as a candidate for election to the office of director in any district in which the candidate resides and a vacancy will exist at the forthcoming annual meeting. The nominating petition shall state the date upon which the nominating process will close, which date shall be the twentieth day following the mailing of nominating petitions to the members. A qualified member shall be nominated when a petition naming that member is timely delivered to the office of the Cooperative signed by fifteen (15) members residing in the district in which the vacancy will exist. No member shall sign more than one nominating petition. In the event two (2) or more petitions contain the signature or signatures of members who have signed petitions previously submitted to the Cooperative, the signature shall not be counted on any petition after the first petition bearing the same signature has been submitted. Following closure of the nominating process, no further nominations shall be received, and in those districts in which two (2) or more persons have been nominated it shall be the duty of the Secretary to prepare and mail or cause to be prepared and mailed along with the notice of meeting as



described in Article III, Section 3, the official ballot as described in Article III, Section 5. The ballot may be mailed, in accordance with Article III, Section 7, or voted in person at the membership meeting in accordance with Article III, Section 6. Only those members residing in districts in which vacancies on the board will exist at the annual meeting shall be mailed part one of the ballot. Part two of the ballot, if there shall be a part two, shall be mailed to all members. If only one (1) person is nominated for the position of director in any district, ballots shall not be mailed and the person nominated shall be deemed elected at the annual meeting of the members. Any director elected without opposition shall commence serving immediately after the election results are announced at the annual meeting of the members. Each properly nominated candidate shall be entitled to submit to the Cooperative a biographical sketch and position paper which shall be included with the notice of meeting. The biographical sketch and position paper shall not exceed five hundred (500) words in length. The Cooperative shall be entitled to delete from the materials submitted by a candidate any statements which may be deemed obscene or defamatory of any other candidate. The Cooperative shall have absolute discretion in determining whether the statement contains obscenities or defamation. Each member of the Cooperative voting by mail or in person shall be entitled to vote only for one candidate residing in the same district as that member. No member shall be entitled to vote in any district election in which the member does not reside. The candidate from each district receiving the highest number of votes cast by mail and in person shall be elected to the board representing the district in which he resides even though such candidate may not receive the majority of votes cast for candidates from that district. Ties between two or more candidates shall be resolved by a coin toss or tosses.

SECTION 8. Compensation.

Directors shall, as determined by resolution of the Board of Directors, receive, on a per diem basis a fixed fee not to exceed \$250.00 for the first meeting of each month and not to exceed \$50.00 for any additional meeting in the same month, (a) for attending the Board of Directors meeting and (b) for the performance of other Cooperative business when such has had prior approval of the Board of Directors. Directors shall also receive advancement or reimbursement of any travel and out-of-pocket expenses, including reimbursement for personal car use based on the standard IRS mileage rate, actually, necessarily and reasonably incurred, in attending Board of Director meetings and in performance of other authorized Cooperative business. No director shall receive compensation for serving the Cooperative in any other capacity unless the payment and amount of such compensation shall be specifically authorized by a vote of the members of the Cooperative or such payment and amount shall be specifically authorized by the Board of Directors upon their certification of such as an emergency measure: PROVIDED, that a director who is also an officer of the Board, and who as such officer performs regular or periodic duties of a substantial nature for the Cooperative in its fiscal affairs, may be compensated in such amount as shall be fixed and authorized in advance of such service by the Board of Directors. Except for compensation received for services on the Board of Trustees of the Cooperative's affiliated power transmission company, or any third-party compensation approved in advance by the Board of Directors, no member of the Board of Directors shall receive any money, financial benefits, or contributions of any kind from any third-party or outside source related to their service on the Board once elected. Violation of the provisions of this section, or a failure to dis-close the information required to be submitted by a Board of

Director candidate as provided in Section 4 of this Article, will result in the disqualification from Board service whether learned before or after the election, and the vacancy created by such disqualification shall be filled by the Board of Directors pursuant to Section 7 of this Article IV.

ANNUAL MEETING

September 10, 2024

Drive Through - 10 a.m. to 6 p.m.

Business Meeting - 6:30 p.m.



FLAG DAY

June 14th, 2024



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