

### **Section 3. Nominations.**

It shall be the duty of the board of directors to appoint, not less than eighty (80) days nor more than one hundred thirty (130) days before the date of a meeting of the members at which directors are to be elected, a committee on nominations consisting of not less than five (5) nor more than eleven (11) members who shall be selected so as to give equitable representation on the committee to the geographical areas served or to be served by the Co-op. No officer or member of the board of directors shall be appointed a member of such committee. The committee shall prepare and post at the principal office of the Co-op at least sixty (60) days before the meeting a list of nominations for directors consisting of the names of at least two members from each district or geographical area served by the Co-op, but any fifteen (15) or more members may make other nominations in writing over their signatures, which nominating petitions shall be filed with the Secretary no later than fifty (50) days prior to the meeting and the Secretary shall post the same at the same place where the list of nominations made by the committee is posted. The Secretary shall mail with the notice of the meeting a statement of the number of directors to be elected and showing separately the nominations made by the committee on nominations and the nominations made by petition, if any. Nothing contained herein shall, however, prevent additional nominations to be made from the floor at the meeting of the members. The members may, at any meeting in which a director or directors shall be removed, as hereinbefore provided, elect a successor or successors thereto without compliance with the foregoing provisions with respect to nominations. Notwithstanding anything in this section contained, failure to comply with any of the provisions of this section shall not affect in any manner whatsoever the validity of any election of directors.