

ARTICLE III - Meetings of Members

Section 1. Annual Meeting. Beginning with the year 1958 the annual meeting of the members shall be held on the date determined by the Board of Trustees, but at least once in each calendar year at such place in project area in the County of Wibaux and Golden Valley, State of Montana or North Dakota, as shall be designated in the notice of the meeting for the purpose of electing Trustees, 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 of Trustees 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.

Section 2. Special Meetings. Special meetings of the members may be called by resolution of the Board of Trustees or upon a written request by any three trustees, by the president, or by ten per centum or more of all the members, and it shall thereupon be the duty of the Secretary to cause notice of such meeting to be given as hereinafter provided. Special meetings of the members may be held at any place within the counties of Golden Valley or Wibaux, State of North Dakota or Montana specified in the notice of the special meeting.

Section 3. Notice of Members' Meetings. Written or printed notice stating the place, day and hour of the meeting and, in case of a special meeting or an annual meeting at which business requiring special notice is to be transacted, the purpose or purposes for which the meeting is called shall be delivered not less than ten days nor more than twenty-five days before the date of the meeting, either personally or by mail, by or at the direction of the Secretary, or upon a default in duty by the Secretary by the persons calling the meeting to each member. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address as it appears on the records of the cooperative with postage there on prepaid. The failure of any member to receive notice of the annual or special meeting of the members shall not invalidate any action which may be taken by the members at any such meeting.

Section 4. Quorum. As long as the total number of members does not exceed five hundred, five per centum of the total number of members present in person shall constitute a quorum. In case the total number of members shall exceed five hundred, 25 members or five percent per centum of the members present in person, whichever shall be the larger, shall constitute a quorum. If less than a quorum is present at any meeting, a majority of those present in person may adjourn the meeting from time to time without further notice, provided that the Secretary shall notify any absent members of the time and place of such adjourned meeting.

Section 5. Voting. Each member shall be entitled to only one vote. All questions shall be decided by a vote of the majority of the members voting thereon in person, except as otherwise provided by law, the articles of incorporation or these by-laws. There shall be no vote by proxy.

Section 6. Voting District (As amended, annual meeting of the members, October 15, 1949).

District No. 1. Beginning at the point to the Northeast corner of Section 22, Twp. 19 North, Range 60 East thence West on the North line of Sections 22, 21, 20 and 19 to the Northwest corner of Section 19, Twp. 19 North, Range 60 East thence South on the West line of Sections 19, 30 and 31 to the Southwest corner, Section 31, Twp. 19, Range 60 thence West on the North line of Twp. 18 North, Range 57 East to the Dawson and Wibaux County line on the Yellowstone River, thence in the Southwesterly Direction following the South side of the Yellowstone River to a point of the Yellowstone River meet the Dawson and Prairie County Line, East and West, thence East on the Dawson and Prairie County Line, East and West, thence East on the Dawson and Prairie County line to the Southwest corner of Section 23, Twp. 13 North, Range 56 East, thence North 2 miles on the west side of Section 23 and 14, Twp. 13, Range 56 East to the Southwest corner of Section 11 of Twp. 13, Range 56 East to Montana and North Dakota state line on the section line and thence North on the North Dakota and Montana state line to the point of beginning.

District No. 2. Comprising of an area within the following described boundaries beginning at the Northeast corner of Section 1, Twp. 144 North, Range 103, North Dakota and thence West on the Golden Valley and McKenzie County line to the Montana-North Dakota State line thence South to the Southwest corner of Section 15, Twp. 138, Range 106, thence East on the Section line to the Southeast corner of Section 13, Twp. 138, Range 103 West thence North on the County line of Golden Valley and Billings counties to the Northeast corner of Section 1, Twp. 140, Range 103 thence West on the Golden Valley and Billings County line to the Southeast corner of Section 36, Twp. 141, Range 103 thence North on the Golden Valley and Billings County line to the point of beginning.

District No. 3. This district comprises of an area lying within the following described boundaries to wit: beginning at an intersection between Section 7 and 18, Twp. 13, Range 61 on the North Dakota and Montana State line, thence West on the Section line to the Northwest corner, Section 14, Twp. 13, Range 56 thence South to the Southwest corner of Section 19, Twp. 11, Range 57 East on the Prairie and Wibaux County line to the Southeast corner of Section 21, Twp. 11, Range 58, thence South on the Section line to the Southwest corner of Section 27 of the same Twp. Thence East to the Southeast corner of Section 25 thence South to the Southwest corner of Section 31, Twp. 11, Range 59, thence East on the Section line to the Southeast corner of Section 19, Twp. 137 North, Range 106 North Dakota, thence North on the Section line to the Northeast corner of Section 7, same Twp. Thence West on the section line to the Southwest corner of the Section 3, Twp. 137, Range 106, thence North to the point of beginning.

District No. 4. The point of beginning for District No. 4 is the Northeast corner of Section 24, Twp. 138, Range 103 West of Golden Valley County, North Dakota thence West on the Section line to the Northwest corner of Section 22, Twp. 138, Range 106 thence South on the Section line to the Southwest corner of Section 3, Twp. 137, Range 105, thence East on the Section line to the Southeast corner of Section 6, Twp. 137, Range 105 thence South on the Section line to the Southwest corner of Section 35, Twp. 136, Range 106 thence East on the Section line to the Southeast corner of Section 36, Twp. 136, Range 104 West, thence North on the Section line to the Northeast corner of Section 1, Twp. 136, Range 104 West, thence East on the Section line to the Southeast Corner of Section 36, Twp. 137, Range 103 West, thence North to the point of beginning.

District No. 5. The point of beginning of District 5 is the Northeast corner of Section 30, Twp. 137, Range 106 to Golden Valley County, North Dakota thence West on the Section line to the Southwest corner of Section 31, Twp. 10, Range 59 thence South on the Section line to the Southwest corner of Section 31, Twp. 9, Range 60, thence South to the Southwest corner of Section 31, Twp. 8, Range 60 thence East to the Montana and North Dakota State line thence East on the South line of Twp. 134, Range 106 and 105 to the Southeast corner of Section 36, Twp. 134, Range 105 thence North to the Northeast corner of Section 1, Twp. 135, Range 105, thence West to the Southwest corner of Section 35, Twp. 136, Range 106 thence North to the point of beginning.

Section 7. Order of Business. The order of business at the annual meeting of the members and, so far as possible, at all other meetings of the members, shall be essentially as follows:

1. Report as to which members are present in person and which members are represented by proxy in order to determine the existence of a quorum.
2. Reading of the notice of the meeting and proof of the due publication or mailing thereof, or the waiver or waivers of notice of the meeting as the case may be
3. Reading of unapproved minutes of previous meetings of the members and the taking of necessary action thereon
4. Presentation and consideration of reports of officers, trustees and committees
5. Election of trustees
6. Unfinished business
7. New business
8. Adjournment

Section 8. Rules of Order. At all meetings of the members, of the Board of Directors and of any committees thereof, meeting procedure, except as provided by law or the articles of incorporation, shall be governed by the latest edition of Robert's Rules of Order.