

ARTICLE V
MEETINGS OF TRUSTEES

SECTION 1. Regular Meetings.

- a) A regular meeting of the board of trustees shall be held without notice other than this bylaw, immediately after, and at the same place as, the annual meeting of the members. A regular meeting of the board of trustees shall also be held at least ten (10) times per calendar year at such time and place as the board of trustees may provide by resolution. Such regular monthly meetings may be held without notice other than such resolution. The Board of Trustees may permit trustees to attend and participate in a regular meeting through the use of any means of communication by which all trustees participating are able to simultaneously hear each other during the meeting. A trustee participating in a meeting pursuant to this section is deemed to be present in person at the meeting.

SECTION 2. Special Meetings.

- a) Special meetings of the board of trustees may be called by the President or by any three trustees, and it shall thereupon be the duty of the Secretary to cause notice of such meeting to be given as hereinafter provided. The President or the trustees calling the meeting shall fix the time and place of the special meeting.
- b) The Board of Trustees may permit trustees to attend and participate in a special meeting through the use of any means of communication by which all trustees participating are able to simultaneously hear each other during the meeting. A trustee participating in a meeting pursuant to this section is deemed to be present in person at the meeting.

SECTION 3. Notice of Trustees' Meetings. Written notice of the time, place and purpose of any special meeting of the board of trustees shall be delivered not less than five days previous thereto, either personally or by mail, by or at the direction of the Secretary, or upon a default in duty by the Secretary, by the President, or the trustees calling the meeting, to each trustee. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the trustee at his address as it appears on the records of the Cooperative, with postage thereon prepaid.

SECTION 4. Quorum. A majority of the board of trustees shall constitute a quorum, provided, that if less than such majority of the trustees is present at said meeting, a majority of the trustees present may adjourn the meeting from time to time; and provided further, that the Secretary shall notify any absent trustees of the time and place of such adjourned meeting. The act of the majority of the trustees present at a meeting at which a quorum is present shall be the act of the board of trustees, except as provided in Article 1, Section 7 of these bylaws.