

Article VI

Board of Directors

Section 1. The Board of Directors shall be comprised of a number of Directors fixed from time to time by the Board of Directors, but such authorized number of Directors shall not be less than nine (9) nor more than fifteen (15). The Board of Directors shall be divided into three (3) classes as nearly equal in number as possible and one (1) of such classes shall be elected annually from among the membership of the credit union for a three (3) year term.

Section 2. To be eligible for nomination and election to the Board of Directors, a member at the time of nomination and election: (i) shall not be employed by a competitor organization as determined by the Board of Directors, (ii) shall be of legal age (18), (iii) shall have been a member of this credit union for at least one (1) year, and (iiii) shall be in good standing. No member shall, other than to fill a vacancy, be eligible for election to the Board of Directors unless nominated thereto.

Section 3. Regular meetings of the Board of Directors shall be held on the fourth Tuesday of each month, in person or virtually as needed, provided that when said day falls on a conflicting date, the meeting shall be held on a date determined by the Board of Directors. Other meetings may be called by the Chairman of the Board or upon petition of a majority of the members of the Board. All director meetings will require a quorum of not less than a majority of the Board of Directors.

Section 4. The Board of Directors may vote to elect an honorary director in accordance with the provisions of the statutes.

Section 5. If a member of the Board of Directors fails to attend three (3) consecutive regular meetings, or fails to perform the assigned duties, the office may be declared vacant by a majority vote of the directors present.

Section 6. Any vacancy occurring between annual meetings may be filled by the Board of Directors subject to the qualifications contained in Section 2 of this article, until the next annual meeting when a successor may be elected for the unexpired term.

Section 7. The directors shall hold all transactions as well as confidential and proprietary information of the credit union and its members, in strict confidence.

Article VII

Officers and Their Duties

All officers shall be required to perform the duties imposed on them by state and federal laws and regulations. In addition to those duties imposed by law or regulation the following duties are imposed on the noted officers.

Section 1. The officers of the corporation shall be a Chairman of the Board, two Vice Chairmen, a Clerk, a Treasurer, and a President/CEO. The directors at their organizational meeting after the annual meeting, shall elect a President/CEO, and from their own numbers, shall elect a Chairman of the Board, two Vice Chairmen, a Clerk and a Treasurer. They shall hold office until the Board of Directors shall choose their successors as herein provided.

Section 2. It shall be the duty of the President/CEO to serve as an active manager of the corporation under direction of the Board of Directors and to appoint operational personnel in accordance with the credit union's organizational structure. Other duties and responsibilities of the President/CEO shall be defined and approved by the Board of Directors and enacted through the Chairman of the Board. The duties of the President/CEO may not be combined with those of the Treasurer and Chairman of the Board.

Section 3. It shall be the duty of the Chairman of the Board to preside at meetings of the members and of the Board of Directors, to appoint all standing and ad hoc committees other than those required to be elected by statute, and to perform such other duties as pertaining to the office.

Section 4. It shall be the duty of the First Vice Chairman and Second Vice Chairman in said order, to perform the duties of the Chairman of the Board in the event of his or her absence or disability.

Section 5. It shall be the duty of the Clerk to keep a true record of all meetings of the members and of the Board of Directors. The Clerk shall give notice of all meetings of members in the manner prescribed by the by-laws, and shall perform all other duties incident to the office.

Section 6. It shall be the duty of the Treasurer to attest to the monthly financial statements of the credit union.

Section 7. Succession of the Chairman, First Vice Chairman, and Second Vice Chairman for any reason during the course of the calendar year shall be done by a general election among the Board until the next organizational meeting. The election will be decided by a majority of the Board members present.

Section 8. During the absence or disability of any officer listed in this Article VII, the Board of Directors may appoint another person to act temporarily in his/her stead.

Section 9. The officers shall hold all transactions, as well as confidential and proprietary information of the credit union and its members, in strict confidence.