

Excerpt from Kandiyohi Power Cooperative's Bylaws.

**SECTION 3. QUALIFICATIONS TO BECOME OR REMAIN A DIRECTOR**

In order to become or remain a Director of the Cooperative, all of these qualifications must be met:

- 1) Receiving service and holding a membership at the Member's primary residence in the Director District nominated and/or elected;
- 2) Have the capacity to enter legally binding contracts;
- 3) Is not, or within three (3) years preceding the date of nomination was, an employee of the Cooperative or a close relative by blood or in-law, including half, step and adopted kin, a spouse, child, grandchild, grandparent, brother, sister, aunt, uncle, nephew, or niece of a current employee of the Cooperative;
- 4) Not be convicted of a felony, fail to perform Director duties, breach the Director's fiduciary duties, be convicted of any financial related crime, convicted of committing sexual assault, or found to have committed an act of moral turpitude;
- 5) Cannot be in any way employed by or financially interested in a competing enterprise or business that provides the same or similar services as the Cooperative;
- 6) Is not the employer, employee, principal, or agent of any Director;
- 7) Is not, or within three (3) years preceding the date of nomination was, employed by or engaged by a labor union which represents, has represented, or has attempted to represent any employee of the Cooperative;
- 8) Not be absent, without good cause, from three (3) or more regular meetings of the Board during any twelve (12) month period;
- 9) Is not an elected official on the state or federal level;
- 10) Does not have a substantial conflict of interest with the Cooperative;
- 11) Comply with the campaign financial disclosure as included in the Bylaws; and
- 12) Annually complete and sign a conflict-of-interest disclosure form approved by the Board.

If a Membership is held jointly, any one Joint Member may serve as a Director, provided the Joint Member meets the Director qualifications.

If a Member is not a natural person, the Member may appoint or elect a natural person to be eligible for election as a Director to the Board, provided the individual meets the other requirements for eligibility as provided in these Bylaws.